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AFFIDAVIT OF PUBLICATION for Arizona Corporation Commission

ARIZONA CAPITOL TIMES

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20837859

ARIZONA CORP COMMISSION
CORPORATIONS DIVISION

MAY 16 2016

STATE OF ARIZONA)
County of Maricopa) ss

I, **Vince Carbajal** as **Records Manager** of the **Arizona Capitol Times (AZ)**, am authorized by the publisher as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The **Arizona Capitol Times (AZ)** which is published weekly, is of general circulation and is in compliance with Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice will be/has been published 3 consecutive times in the newspaper listed above.

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5/13/2016

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CORPORATION NAME:

MEDINA COMMUNITY ASSOCIATION

FILE NUMBER:

20837859

DOCUMENT TYPE:

Articles of Incorporation (Non-Profit)

AUTHORIZED SIGNATURE
Vince Carbajal

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 13th DAY OF May 2016



MARIA ENGLEMANN
Notary Public - State of Arizona
MARICOPA COUNTY
My Commission Expires
January 14, 2018

NOTARY SIGNATURE
Maria Englemann

MEDINA COMMUNITY ASSOCIATION

ARTICLES OF INCORPORATION OF MEDINA COMMUNITY ASSOCIATION AN ARIZONA non-profit corporation in compliance with the requirements of § 10-3101, et seq., Arizona Revised Statutes, as amended, the undersigned, who is a person capable of contracting, states as follows:

ARTICLE I NAME The name of the corporation is Medina Community Association ("Corporation")

ARTICLE II DURATION The time of commencement of this Corporation shall be the date upon which these Articles of Incorporation are filed with the Arizona Corporation Commission and the duration shall be perpetual unless the Corporation is dissolved

ARTICLE III PURPOSE OF THE CORPORATION The purpose for which this Corporation is organized is to any or an lawful business for which nonprofit corporations may be incorporated Under the laws of Arizona, as may be amended from time to time.

ARTICLE IV CHARACTER OF BUSINESS The character of the business which the Corporation initially intends conduct in Arizona is to provide for the orderly development, maintenance, preservation and architectural control of the residential subdivision and to act in furtherance and of the common good and general welfare of the community.

ARTICLE V STATUTORY AGENT The initial statutory agent is Amanda Shaw whose address is 1600 W. Broadway Road Suite 200, Tempe, Arizona 85282, who has been a bona fide resident of the State of Arizona for at least three years and upon whom all notices and processes, including service of summons, may be served, and which, when so served, shall be lawful personal service upon this Corporation. The Board may revoke the appointment of such agent at any time, and shall have the power to fill any vacancy. ARTICLE VI KNOWN PLACE OF BUSINESS The known place of business of the Corporation is 1600 W. Broadway Road, Suite 200, Tempe, Arizona 85282

ARTICLE VII BOARD OF DIRECTORS The number of Directors constituting the initial Board of Directors shall be two (2). The names and addresses of the initial Directors of the Corporation who shall serve until their successors are elected and qualified are as follows: Name: Mailing Address: Mike Smith, 1600 W. Broadway Rd., Suite 200, Tempe, Arizona 85282. Dustin Riley, 1600 W. Broadway Rd., Suite 200, Tempe, Arizona 85282.

ARTICLE III OFFICERS The following persons shall be the initial officers of the Corporation and shall hold the positions opposite their names until replaced by the Board or the Class B membership in the Corporation terminates and the Declarant under the Declaration tenders control of the Corporation to the Class A membership: Mike Smith - President/Treasurer; Dustin Riley - Vice President

ARTICLE IX INCORPORATOR The name and address of the Incorporator is: Mike Smith, 1600 West Broadway Road, Suite 200, Tempe, AZ 85282. All powers, duties and responsibilities of the incorporator shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

ARTICLE X LIMITATION ON LIABILITY OF DIRECTORS In accordance with the provisions of the Nonprofit Corporation Act (set forth at ARS, 10-3101 et seq., as may be amended from time to time), each Director shall not be subjected to suit indirectly or by way of contribution for any act or omission resulting in damage or injury if said Director was acting in good faith and within the scope of his official capacity (which is any decision, act, or event undertaken by the Corporation in furtherance of the purpose or purposes for which it is organized) unless such damage or injury was caused by willful and wanton or grossly negligent conduct of the Director. This provision intends to give all Directors the full extent of immunity available Under the Nonprofit Corporation Act.

ARTICLE XI INDEMNIFICATION OF DIRECTORS, OFFICERS AND AGENTS To the fullest extent permitted by law but subject to the limitation set forth in the next paragraph of this Article XI and any mandatory limitations imposed by A.R.S. § 10-3202, §10-3851, 10-3856 or other applicable law, the Corporation shall indemnify each and every Corporation Official and Declarant (and its employees, agents, and licensees) against all expenses and liabilities including, but not limited to, attorneys fees, witness fees (including expert

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witness fees), costs and litigation-related expenses reasonably incurred by or imposed upon them in connection with any proceeding to which they may be parties, or in which they may become involved, by reason of their being or having served in those capacities on behalf of the Corporation (or by reason of their being or having appointed, removed or controlled, or failed to control members of the Board or the Architectural Committee), or any settlement of any such proceeding. Any agent or employee of the Corporation may, in the discretion of the Board and subject to the above referenced limitations, also be indemnified by the Corporation. Indemnification of any such Person shall be made in accordance with the procedures set forth in the Declaration, or as otherwise set forth in or required by the Arizona Nonprofit Corporation Act. Before any Person is entitled to indemnity, the Board shall determine, in good faith, that the person to be indemnified did not act, fail to act, or refuse to act with gross negligence, willful or intentional misconduct, or fraudulent or criminal intent in the performance of that Person's duties. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any such Person may be entitled.

ARTICLE XIII LIMIT OF LIABILITY The private property of each and every officer, director and member of the Corporation shall at all times be exempt from the debts and liabilities of the Corporation.

ARTICLE XIII SEVERABILITY If any provision of these Articles of Incorporation or the Bylaws should be invalid for any reason, such invalidity shall in no way effect any other provisions, which shall remain in full force and effect.

ARTICLE XIV MEMBERSHIP AND VOTING RIGHTS Membership in the Corporation shall be limited to Owners of Lots. Each Owner shall have such rights, privileges and votes in the Corporation as are set forth in the Corporation documents.

ARTICLE XV DISSOLUTION Upon dissolution or liquidation of the Corporation the Corporation shall pay or adequately provide for the debts and obligations of the Corporation or otherwise comply with the Arizona Nonprofit Corporation Act. Upon dissolution or liquidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created, as the Board of Directors shall determine. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, or assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose as the Board of Directors shall determine.

ARTICLE XVI AMENDMENTS These Articles of Incorporation may be amended by the affirmative vote or written consent, or any combination thereof, of seventy-five percent (75%) of the total votes entitled to be cast by Members of the Corporation; provided, however, that the Board, without a vote of the Members, may amend these Articles of Incorporation in order to conform these Articles of Incorporation to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Department of Housing and Urban Development, the Veterans Administration or any federal, state or local governmental agency whose approval of the Project, the Plat or the community documents is required by law or requested by the Declarant. Notwithstanding anything contained herein to the contrary, the number of directors, the known place of business, and the statutory agent may be changed by amendment of the Bylaws of the Corporation.

ARTICLE XVII VA/FHA APPROVAL As long as there is a Class B membership in the Corporation and if either FHA or VA financing is applicable to all or any portion of the Property, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties; mergers or consolidations; mortgaging of Common Area; dedication of Common Area; undertaking self-management of the Project or the Corporation; and dissolution or amendment of these Articles of Incorporation. In witness whereof, for the purpose of forming this Corporation under the laws, of the State of Arizona, I the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation this 3/31/2016 signed /s/ Mike Smith

5/13, 5/20, 5/27 2016 editions Arizona Capitol Times