

**AFFIDAVIT OF PUBLICATION
for Arizona Corporation Commission**

ARIZONA CAPITOL TIMES

P.O. Box 2260 Phoenix, AZ 85002
Phone: (602) 258-7026 Fax: (602) 258-2504

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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CORPORATION NAME:

TERRAVELLA COMMUNITY ASSOCIATION

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Articles of Incorporation (Non-Profit)


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**ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION**

Vince Carbajal

AUTHORIZED SIGNATURE
Vince Carbajal

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 5th DAY OF May 2017

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

Maria Engelmann

NOTARY SIGNATURE
Maria Engelmann

**TERRAVELLA COMMUNITY
ASSOCIATION**

ARTICLES OF INCORPORATION OF TERRAVELLA COMMUNITY ASSOCIATION an Arizona nonprofit corporation. The undersigned, all of whom are of legal age, hereby voluntarily set forth the following statements for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Arizona, and for that purpose hereby adopt these Articles of Incorporation.

ARTICLE I NAME The name of the corporation is Terravella 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 transact any or all 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 to 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 three (3). The names and addresses of the initial Directors of the Corporation who shall serve until their successors are elected and qualified are as follows: Michelle Yerger, 1600 W. Broadway Road, Suite 200, Tempe, Arizona 85282; Stefanie Criere, 1600 W. Broadway Road, Suite 200, Tempe, Arizona 85282; Luka Vignjevic, 1600 W. Broadway Road, Suite 200, Tempe, Arizona 85282.

ARTICLE VIII INCORPORATOR The name and address of the Incorporator is: Michael Kern, 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 IX LIMITATION ON LIABILITY OF DIRECTORS In accordance with the provisions of the Nonprofit Corporation Act (set forth at A.R.S. § 10-3101 et seq., as may be amended from time to time), each Director shall be immune from civil liability and shall not be subject 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 X INDEMNIFICATION OF DIRECTORS, OFFICERS AND AGENTS The Corporation shall indemnify any person who incurs expenses or liability by reason of the fact that he or she is or was an officer, director, or agent of the Corporation. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law, provided, however, that the Corporation shall have the right to refuse indemnification if the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the Corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

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

ARTICLE XII 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 XIII 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 XIV OFFICERS The following persons shall be the initial officers of the Corporation and shall hold the positions opposite their names until the first annual meeting of the Corporation or until their successors have been elected and qualified: Michelle Yerger, President; Stefanie Cerie, Vice-President; Luka Vignjevic, Secretary/Treasurer.

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.

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 11th day of April 2017.

Signed: /s/ Michael Kern, Incorporator
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