

ARIZONA CORP COMMISSION  
FILED

NOV 07 2017

FILE NO. 22296669

ARIZONA CORP. COMMISSION  
FILED

OCT 25 2017

FILE NO: 22296669

AZ Corp. Commission



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**ARTICLES OF INCORPORATION**

**OF**

ARIZONA CORP COMMISSION  
FILED

NOV 15 2017

**LANE'S END HOMEOWNERS ASSOCIATION, FILE NO. 22296669**  
**an Arizona non-profit corporation**

In compliance with the requirements of § 10-3101, et seq., Arizona Revised Statutes, the undersigned, who is a person capable of contracting, does hereby certify:

**ARTICLE I**  
**NAME**

The name of the corporation is Lane's End Homeowners Association (the "Association").

**ARTICLE II**  
**DEFINED TERMS**

Capitalized terms used in these Articles of Incorporation without definition shall have the meanings specified for such terms in the Declaration of Covenants, Conditions, and Restrictions for Lane's End, to be recorded in the official records of Maricopa County, Arizona, as the same may be amended from time to time (the "**Declaration**").

**ARTICLE III**  
**KNOWN PLACE OF BUSINESS**

The known place of business of the Association is 6607 North Scottsdale Road, Suite H-100, Scottsdale, AZ 85250.

**ARTICLE IV**  
**STATUTORY AGENT**

Cameron Beckert, whose address is 6607 North Scottsdale Road, Suite H-100, Scottsdale, AZ 85250, is hereby appointed and designated as the initial statutory agent for the Association.

**ARTICLE V**  
**PURPOSE OF THE ASSOCIATION**

The object and purpose for which the Association is organized is to provide for the management, maintenance and care of the Common Area and other property owned by the Association or property placed under its jurisdiction and to perform all duties and exercise all rights imposed on or granted to the Association by the Declaration, these Articles and the Bylaws. In furtherance of, and in order to accomplish the foregoing object and purpose, the

Association may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time.

## **ARTICLE VI** **CHARACTER OF BUSINESS**

The character of the business which the Association intends to conduct in Arizona is to provide for the management, maintenance and care of the Common Area and to exercise and perform such other powers and duties as are imposed on or granted to the Association by the Declaration, these Articles and the Bylaws.

## **ARTICLE VII** **MEMBERSHIP AND VOTING RIGHTS**

Membership in the Association shall be limited to Owners. Declarant shall be a Member of the Association for so long as Declarant is the Owner of any Lot in the Project. As provided in the Declaration, there initially will be two classes of membership in the Association. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Declaration, these Articles and the Bylaws.

## **ARTICLE VIII** **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 Association, who shall serve until the first annual meeting of the Members or until their successors are elected and qualified, are as follows:

| <u>Name</u>     | <u>Mailing Address</u>                                           |
|-----------------|------------------------------------------------------------------|
| Thomas Kirk     | 6607 North Scottsdale Road, Suite H-100,<br>Scottsdale, AZ 85250 |
| Mike Brekke     | 6607 North Scottsdale Road, Suite H-100,<br>Scottsdale, AZ 85250 |
| Cameron Beckert | 6607 North Scottsdale Road, Suite H-100,<br>Scottsdale, AZ 85250 |

The Board shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members except that Declarant, so long as Declarant is the Owner of any Lot, and thereafter the Board, without a vote of the Members, shall have the right to amend the Bylaws in order to: (i) correct any error or inconsistency in the Bylaws if the amendment does not adversely affect the rights of any Owner; and (ii) comply with the requirements or guidelines in effect from time to time of any governmental or quasi-governmental entity or federal corporation guarantying or insuring mortgage loans or governing transactions involving mortgage instruments including, without limitation, Fannie Mae, the Federal Home Loan Mortgage Corporation ("FHLMC"), the Federal Housing Administration

("FHA") or the Veterans Administration ("VA"), whose approval of the Association documents or the Declaration is requested by the Declarant or the Association. So long as Declarant owns any Lot, any amendment of the Bylaws must be approved in writing by Declarant.

## **ARTICLE IX** **OFFICERS**

The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until the first annual meeting of the Association and until their successors have been elected and qualified:

|                 |                      |                                                               |
|-----------------|----------------------|---------------------------------------------------------------|
| Thomas Kirk     | President            | 6607 North Scottsdale Road, Suite H-100, Scottsdale, AZ 85250 |
| Mike Brekke     | Vice President       | 6607 North Scottsdale Road, Suite H-100, Scottsdale, AZ 85250 |
| Cameron Beckert | Secretary, Treasurer | 6607 North Scottsdale Road, Suite H-100, Scottsdale, AZ 85250 |

## **ARTICLE X** **LIMITATION ON LIABILITY OF DIRECTORS**

The personal liability of a director of the Association to the Association or its Members for monetary damages for breach of his or her fiduciary duties as a director is hereby eliminated to the extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time.

## **ARTICLE XI** **INDEMNIFICATION**

The Association shall indemnify any person made a party to any civil suit or criminal, administrative or investigative action, other than an action by or in the right of the Association, by reason of the fact that he is or was a member, director, officer, employee or agent of the Association against expenses, including attorneys' fees, and judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, if he acted, or failed to act, in good faith and he reasonably believed: (a) in the case of conduct in an official capacity with the Association, that the conduct was in its best interests; (b) in all other cases, that the conduct was at least not opposed to its best interests; and (c) in the case of any criminal action or proceeding, that he had no reasonable cause to believe the conduct was unlawful. Any indemnification of the members, directors, officers, employees or agents of the Association shall be governed by and made in accordance with the provisions of the Arizona Nonprofit Corporation Act.

## **ARTICLE XII** **AMENDMENTS**

These Articles may be amended by Members owning at least seventy-five percent (75%) of the Lots; provided, however, that Declarant, so long as Declarant owns any Lot, and thereafter the Board, without a vote of Members, may amend these Articles in order to conform these Articles to the requirements or guidelines of Fannie Mae, the FHLMC, the FHA, the VA or any federal, state or local governmental agency whose approval of the Project, the Declaration, Bylaws or these Articles is required by law or requested by Declarant or the Association. So long as Declarant owns any Lot, any amendment to these Articles must be approved in writing by Declarant.

### **ARTICLE XIII** **DISSOLUTION**

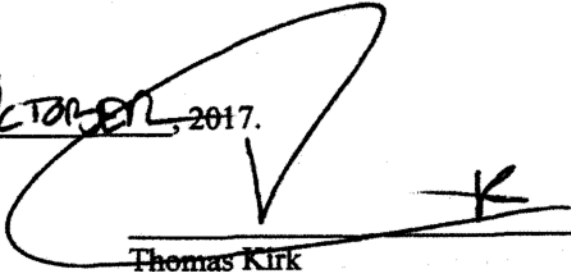
The Association may be dissolved with the assent given in writing and signed by Owners representing not less than two-thirds (2/3) of the total authorized votes entitled to be cast by the Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be granted, conveyed or assigned to any nonprofit corporation, homeowners association, trust or other organization to be devoted to such similar purpose, including, without limitation, the Master Association, or the City. So long as Declarant is the Owner of any Lot, any dissolution of the Association must be approved in writing by the Declarant.

### **ARTICLE XIV** **INCORPORATOR**

The name and address of the incorporator of the Association is:

| <u>Name</u> | <u>Mailing Address</u>                                           |
|-------------|------------------------------------------------------------------|
| Thomas Kirk | 6607 North Scottsdale Road, Suite H-100,<br>Scottsdale, AZ 85250 |

Dated this 23<sup>rd</sup> day of OCTOBER, 2017.

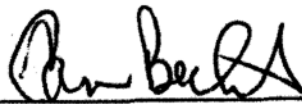
  
Thomas Kirk

**ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT**

The undersigned, having been designated to act as statutory agent for the Association, hereby accepts such appointment and agrees to act in that capacity until removal or resignation is submitted in accordance with applicable provisions of the Arizona Revised Statutes.

Dated this 23<sup>rd</sup> day of OCTOBER, 2017.

By:

  
Cameron Beckert

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

## CERTIFICATE OF DISCLOSURE

Read the Instructions C003I

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:

LANE'S END HOMEOWNERS ASSOCIATION

2. **A.C.C. FILE NUMBER** (If already incorporated or registered in AZ): 22296669

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. Check only one of the following to indicate the type of Certificate:

- ☒ Initial (accompanies formation or registration documents)  
☐ Annual (credit unions and loan companies only)  
☐ Supplemental to COD filed \_\_\_\_\_ (supplements a previously-filed Certificate of Disclosure)

### 4. FELONY/JUDGMENT QUESTIONS :

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

4.1 Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the signing of this certificate?

☐ Yes

☒ No

4.2 Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?

☐ Yes

☒ No

4.3 Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following:

- a. The violation of fraud or registration provisions of the securities laws of that jurisdiction;
- b. The violation of the consumer fraud laws of that jurisdiction;
- c. The violation of the antitrust or restraint of trade laws of that jurisdiction?

☐ Yes

☒ No

4.4 If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you **MUST** complete form C004, and attach a

**5. BANKRUPTCY QUESTION:**

**5.1** Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in **any other corporation** (not the one filing this Certificate) on the bankruptcy or receivership of the **other corporation**?

☐ Yes☒ No

**5.2** If the answer to number 5.1 is **YES**, you **MUST** complete and attach a Certificate of form C005.

**IMPORTANT:** If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a **SUPPLEMENTAL** Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

**SIGNATURE REQUIREMENTS:**

Initial Certificate of Disclosure: This Certificate must be signed by all incorporators. If more space is needed, complete and attach an form C084.

Foreign corporations: This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.

Credit Unions and Loan Companies: This Certificate must be signed by any 2 officers or directors.

Thomas Kier

Name  
6007 N. SCOTTSDALE RD

Address 1

Address 2

City  
Country  
SCOTTSDALE AZ 85250

**SIGNATURE - see Instructions C003i:**

By typing or entering my name and checking the box marked "I accept" below, I intend to affix my electronic signature and (or through my physical signature appearing below) I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

Signature

Printed Name

THOMAS KIER

Date

11/15/17

**REQUIRED - check only one:**

- ☒ **Incorporator** - I am an Incorporator of the corporation submitting this Certificate.  
☐ **Officer** - I am an officer of the corporation submitting this Certificate.  
☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.  
☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

Name

Address 1

Address 2

City

Country

State

Zip

**SIGNATURE - see Instructions C003i:**

By typing or entering my name and checking the box marked "I accept" below, I intend to affix my electronic signature and (or through my physical signature appearing below) I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Signature

Printed Name

Date

**REQUIRED - check only one:**

- ☐ **Incorporator** - I am an Incorporator of the corporation submitting this Certificate.  
☐ **Officer** - I am an officer of the corporation submitting this Certificate.  
☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.  
☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None

All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section  
1300 W. Washington St., Phoenix, Arizona 85007  
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.  
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.