

CERTIFICATE OF DISCLOSURE

ENTITY INFORMATION

ENTITY NAME: Fulton Homes Enclave Homeowners Association
ENTITY ID: 23441764
ENTITY TYPE: Domestic Nonprofit Corporation
EFFECTIVE DATE/TIME: 10/28/2022

FELONY JUDGEMENT 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 percent of any other proprietary, beneficial or membership interest in the corporation been:

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? NO

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? NO

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: NO

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

BANKRUPTCY QUESTION

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*? NO

SIGNATURE

By typing or entering my name and checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

Incorporator: Norman Lee Nicholls - 10/28/2022

ARTICLES OF INCORPORATION
OF
FULTON HOMES ENCLAVE HOMEOWNERS ASSOCIATION

ARTICLE I
NAME

The name of the corporation is Fulton Homes Enclave Homeowners 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 Fulton Homes Enclave, to be recorded in the official records of the County Recorder of Maricopa County, Arizona, as may be amended from time to time (the "Declaration"). As used in these Articles of Incorporation, the term "Eligible Votes" means the total number of votes entitled to be cast by Members as of the record date for determining the Members entitled to vote at a meeting or in respect of any other lawful action including, but not limited to, action by written ballot or written consent. This corporation may be referred to in these Articles of Incorporation as the "Corporation" or as the "Association". The term "Community Documents" shall refer to the Declaration, any Bylaws adopted by the Association, these Articles, the plat, and any rules, regulations, guidelines, or policies adopted by the Association.

ARTICLE III
KNOWN PLACE OF BUSINESS

The known place of business of the Association shall be located at 9140 South Kyrene, Suite 202, Tempe, Arizona 85284-2920.

ARTICLE IV
STATUTORY AGENT

The statutory agent for the Corporation is Curtis Ekmark, whose address is 1400 E. Southern Ave. Suite 400, Tempe, Arizona 85282.

ARTICLE V
PURPOSE OF THE ASSOCIATION

The Association is organized as a nonprofit corporation pursuant to the Arizona Nonprofit Corporation Act. The object and purpose for which this Association is organized is to provide for the management, maintenance, and care of the Areas of Association Responsibility 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 Association's Community Documents or Arizona law. 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 Areas of Association Responsibility and to exercise and perform such other powers and duties as are imposed on or granted to the Association by the Community Documents.

ARTICLE VII **MEMBERSHIP AND VOTING RIGHTS**

The Members of the Association shall be the Owners of Lots. All Owners of Lots shall be mandatory members of the Association, and no Member shall have the right to resign as a member of the Association. By acquiring fee title to or otherwise becoming the Owner of a Lot, a Person consents to becoming a member of the Association. 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 Community Documents. The provisions of the Declaration pertaining to classes of membership and the voting rights of the Members are incorporated in these Articles of Incorporation by reference.

ARTICLE VIII **BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors shall be three (3). The names, officer titles, and addresses of the initial directors of the Association who shall serve until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Mailing Address</u>
Norman Lee Nicholls	9140 South Kyrene, Suite 202 Tempe, Arizona 85284-2920
Douglas S. Fulton	9140 South Kyrene, Suite 202 Tempe, Arizona 85284-2920
Thomas Abraham	9140 South Kyrene, Suite 202 Tempe, Arizona 85284-2920

The Board shall adopt the initial Bylaws of the Association. During the Declarant Control Period, the Declarant shall have the right to unilaterally amend the Bylaws without a vote of the Members. After the termination of the Declarant Control Period, the power to alter, amend or

repeal the Bylaws is reserved to the Members subject to the amendment requirements stated in the Bylaws.

ARTICLE IX **OFFICERS**

The names and addresses of the initial officers of the Association who shall serve until their successors are elected and qualify are as follows:

Norman Lee Nicholls	9140 South Kyrene, Suite 202 Tempe, Arizona 85284-2920	President
Douglas S. Fulton	9140 South Kyrene, Suite 202 Tempe, Arizona 85284-2920	Vice President and Secretary
Thomas Abraham	9140 South Kyrene, Suite 202 Tempe, Arizona 85284-2920	Treasurer

ARTICLE X **LIMITATION ON LIABILITY OF DIRECTORS**

The personal liability of a director of the Association to the Association or its Members for money damages for any action taken or any failure to take any action as a director is hereby eliminated to the fullest extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time. Any repeal or modification of this Article X shall be prospective only and shall not adversely affect the personal liability of a director or prior director for any act or omission occurring prior to the effective date of such repeal or modification.

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. Any repeal or modification of this Article XI shall be prospective only and shall not adversely affect, defeat or limit the right of any person to indemnification for any act, or failure to act, occurring prior to the effective date of such repeal or modification.

ARTICLE XII **AMENDMENTS**

These Articles of Incorporation may be amended by Members holding at least two-thirds (2/3) of the Eligible Votes. Any amendment to these Articles of Incorporation must be approved in writing by the Declarant if the Declarant owns one or more Lots at the time the amendment is approved by the Members. During the Declarant Control Period, the Declarant shall have the right to unilaterally amend these Articles of Incorporation to comply with or make these Articles of Incorporation consistent with any applicable federal, state or local law, ordinance or regulation, whether existing at the time these Articles of Incorporation were filed with the Arizona Corporation Commission or enacted thereafter, or to correct any error or inconsistency or resolve any ambiguity in these Articles of Incorporation. After the termination of the Declarant Control Period, the Board, without a vote of the Members, shall have the right to amend these Articles of Incorporation to comply with or make the Articles consistent with any applicable federal, state or local law, ordinance or regulation, whether existing at the time these Articles of Incorporation were filed with the Arizona Corporation Commission or enacted thereafter or to correct any error or inconsistency or resolve any ambiguity in these Articles of Incorporation.

ARTICLE XIII **DISSOLUTION**

The Association may be dissolved by the affirmative vote of Members holding not less than ninety percent (90%) of the Eligible Votes, and then only upon satisfaction of the requirements for dissolution set forth in the Declaration. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. 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 or as otherwise provided in the plan of dissolution approved by the Members. Any dissolution of the Association must be approved in writing by the Declarant if the Declarant owns one or more Lots at the time the dissolution is approved by the Members.

ARTICLE XIV **DURATION**

The Association shall exist perpetually, subject to the dissolution procedures set forth herein.

ARTICLE XV **ASSESSMENTS AND FEES**

Each Member shall be obligated to pay Assessments and other fees and charges to the Association in accordance with the Community Documents.

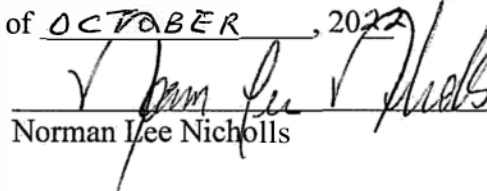
ARTICLE XVI
INCORPORATOR

The name and address of the incorporator of the Fulton Homes Enclave Homeowners Association is:

Norman Lee Nicholls

9140 South Kyrene, Suite 202
Tempe, Arizona 85284-2920

Dated this 27th day of OCTOBER, 2022



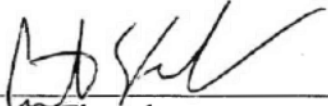
Norman Lee Nicholls

ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as a statutory agent for the Fulton Homes Enclave Homeowners 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 28th day of October, 2022

By: _____


Curtis Ekmark