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# STATE OF ARIZONA

## Corporation Commission



To all to Whom these Presents shall Come, Greeting:

I, Francis J. Byrnes, \_\_\_\_\_ SECRETARY OF THE ARIZONA CORPORATION COMMISSION, DO HEREBY CERTIFY THAT the annexed is a true and complete copy of the ARTICLES OF INCORPORATION of VILLA MONTEREY IMPROVEMENT ASSOCIATION, which were filed in the office of the Arizona Corporation Commission on the 21st day of December, 1961, at 3:30 P.M., as provided by law. \_\_\_\_\_

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 21st DAY OF December A. D. 1961

*Francis J. Byrnes*

BY

SECRETARY,

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**ARTICLES OF INCORPORATION**  
**OF**  
**VILLA MONTEREY IMPROVEMENT ASSOCIATION**

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**KNOW ALL MEN BY THESE PRESENTS: That we, whose hands are hereunto affixed, desiring to form a non-profit corporation under the laws of the State of Arizona, have associated ourselves together for that purpose and adopt the following Articles of Incorporation.**

**ARTICLE I**

**The names and addresses of all of the incorporators and directors are:**

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**DAVID J. FRIEDMAN**  
**5740 Casa Blanca Road**  
**Scottsdale Arizona**

**JAMES POWERS**  
**303 West Claremont Street**  
**Phoenix, Arizona**

**WILLIAM H. REHNQUIST**  
**1635 East Rovey Lane**  
**Phoenix, Arizona**

The above named incorporators and directors were duly elected at the meeting held for that purpose on February 10, 1961, at Room 714 of 2727 North Central Avenue, Phoenix, Arizona.

#### ARTICLE II

The name of the association shall be VILLA MONTEREY IMPROVEMENT ASSOCIATION.

#### Unofficial Document ARTICLE III

The principal place of business shall be in Phoenix, Maricopa County, Arizona, but other offices may be maintained within the State of Arizona at such places as the Board of Directors may designate, where meetings of members and directors may be held.

#### ARTICLE IV

This association is not organized for business purposes, nor is it organized for the purpose of gaining pecuniary profit. No part of the net earnings, if any, of said association shall inure to the benefit of any members, nor to any other person.

#### ARTICLE V

The general nature of the objects, purpose and scope of this association shall be:

**TO hold title to Tract "O" and any other lands from time to time acquired by it within VILLA MONTEREY UNIT ONE, a subdivision of Maricopa County, Arizona;**

**TO purchase, lease or sublease any of the subdivided lots within the subdivision;**

**TO pay all real estate taxes which may be assessed against and levied on said lands;**

**TO repair, maintain, rehabilitate and restore any real property within the subdivision, and the exterior of any improvements located thereon;**

**TO approve or disapprove any and all changes in occupancy or ownership of the subdivided parcels within said subdivision; any and all changes or alterations in the exterior of residences situated on parcels located within the subdivision; and and all major changes in the landscape design in the subdivision; the erection of any and all new structures of any character, including residences, swimming pools and their appurtenances;**

**TO file liens upon the subdivided parcels within said VILLA MONTEREY UNIT ONE to secure the payment of obligations due from the owner to the Association, and**

to collect, foreclose or otherwise enforce, compromise, release, satisfy and discharge said liens, and do all other things necessary to the filing, maintenance, enforcement and discharge of said liens;

TO take any action necessary to enforce these covenants, restrictions, reservations and conditions which at present effect or in the future will affect the property within said VILLA MONTEREY UNIT ONE.

TO do all other things necessary, appropriate or convenient in the furtherance of any of the foregoing.

The foregoing paragraphs shall be construed as the objects, purposes and powers of this association, and it is expressly intended that said objects, purposes and powers shall not be limited or restricted by reference to or inference from the terms of any other clause, term or paragraph herein contained.

#### ARTICLE VI

The association shall issue shares of stock to each member of the association, each of which shall have one vote.

Each certificate shall have such rights, privileges, limitations, prohibitions, restrictions, and other attributes and shall be

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issued on such terms and at such times as are provided by the by-laws of this association.

#### ARTICLE VII

The management of said association shall be vested in a Board of Directors. During that period between the incorporation of the association and the issuance of the original group of certificates of membership in said association the Board of Directors shall be composed of three members. Following the issuance of the original group of certificates of membership to the owners of all residential units in VILLA MONTEREY UNIT ONE, the Board of Directors shall be composed of five (5) members. The Directors shall be elected at the annual meeting of the association and shall hold office until the next annual meeting of the members, and until their successors shall have been elected and qualified. The first Board of Directors having been elected at the organizational meeting of the association, shall hold office until the issuance of the original group of certificates of membership. At that time a Board of Directors of five (5) members, not less than two (2) of whom shall be owners of record of lots in VILLA MONTEREY UNIT ONE, shall be elected at a special meeting of the members called for that purpose. This Board of Directors shall hold office until the next annual meeting of the association and until

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their successors are elected and qualified. The Board of Directors shall have the power to adopt by-laws and to change or amend the same as may be expedient. Any and all vacancies in the Board of Directors or in any office may be filled by the remaining Directors, and the person so chosen to fill a vacancy shall serve during the unexpired term of his predecessor and until his successor be elected and qualified.

The annual meeting Unofficial Document of the members of the association shall be held on the first Monday in February, and on the same day of each and every year thereafter. Special meetings may be held at such time and place and in such manner as may be prescribed by the by-laws of the association.

The officers of the association shall consist of a president, vice president and secretary-treasurer, and such other officers as the Board of Directors may from time to time elect. The officers shall be selected from among the members of the Board of Directors and shall be elected by the Board of Directors at the first meeting of the Board after the annual meeting of members, and said officers shall hold office for one year and until their successors have been elected and qualified. The first officers of the association shall be elected by the Board of Directors at their first meeting after their election.

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**ARTICLE VIII**

The time of commencement of this association shall be when the Articles have been filed in the office of the Corporation Commission of the State of Arizona, and a certified copy thereof recorded in the office of the County Recorder of Maricopa County, Arizona, and its termination shall be twenty-five (25) years thereafter, with the power of renewal as provided by law.

**ARTICLE IX**

The highest amount of indebtedness or liability direct or contingent to which this association is at any time to subject itself is such amount as shall be computed by the Board of Directors in conformity with and in the manner prescribed by the by-laws, but such indebtedness or liability at no time shall exceed the sum of \$100,000.00.

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**ARTICLE X**

Members may be required to pay such reasonable fees, assessments or dues annually or at other stated times as may be required by the by-laws.

**ARTICLE XI**

The private property of the incorporators, members,



directors and officers of this association shall be forever exempt from corporate debts and liabilities.

#### ARTICLE XII

Proper by-laws to control the duties of the officers and to regulate the affairs of the association, including the obligations of the members of the association shall be enacted by the members and by the Board of Directors.

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#### ARTICLE XIII

JAMES POWERS, of Phoenix, Arizona, who has been a bona fide resident of the State of Arizona for at least three (3) years, is hereby appointed the lawful agent of this association to act and acknowledge service and upon whom may be served all necessary process or processes in any action, suit or proceedings that may be brought against this association in any of the courts of the State of Arizona; and for all purposes required by law the Board of Directors of this association may recall the appointment of this agent at any time and shall have the power to fill any vacancy in such position.

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seals this 20<sup>th</sup> day of December, 1961.

13/ DAVID J. FRIEDMAN  
**David J. Friedman**

JAMES POWERS

James Powers

WILLIAM H. REHNQUIST

William H. Rehnquist

STATE OF ARIZONA )

) SS:

County of Maricopa )

Personally appeared before me, a Notary Public in and for the State and County aforesaid, DAVID J. FRIEDMAN, JAMES POWERS and WILLIAM H. REHNQUIST, known to me to be the persons whose names are subscribed to the within Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

WITNESS my hand <sup>Unofficial Document</sup> and notarial Seal this 20<sup>th</sup> day of December, 1961.

JEAN R. MOORING

Notary Public

(SEAL)

My commission expires:

July 10, 1965

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ARIZONA COURT REPORTERS AND TRANSCRIPTION COMMISSION  
OFFICIAL DOCUMENT

DEC 21 1961

3:30 P.M. request of  
Powers and Rehnquist  
2727 North Central Avenue  
Phoenix, Arizona  
By Beverly Reynolds

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*Bowers + Rehnquist*  
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*Beverly Jones*  
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