

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that the attached copy of the following document:

ARTICLES OF INCORPORATION 07/13/1981

consisting of 7 pages, is a true and complete copy of the original of said document on file with this office for:

UNION HILLS CONDOMINIUM ASSOCIATION
ACC file number: 01397974

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
October 19, 2012.




Executive Director

By: 

Phoenix Address: 1210 West Washington
Phoenix, Arizona 85007
CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-128 & 10-128.01

UNION HILLS CONDOMINIUM ASSOCIATION
EXACT CORPORATE NAME

THE UNDERSIGNED CERTIFY THAT:

- A. No person serving either by election or appointment as officers, directors, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
- 1. Have 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 execution of this certificate.
 - 1. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
 - 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding the execution of this certificate where such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
 - (c) Involved the violation of the antitrust or restraint laws of trade laws of that jurisdiction.

- B. For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, the following information "MUST" be attached.
- 1. Full name and prior names used.
 - 2. Full birth name.
 - 3. Present home address.
 - 4. Prior addresses (for immediate preceding 7 year period).
 - 5. Date and location of birth.
 - 6. Social Security number.
 - 7. The nature and description of each conviction or judicial action, the date and location, the court and public agency involved and the file or cause number of the case.

- C. No person (a) serving either by election or appointment as an officer, director, trustee or incorporator of the corporation or, (b) major stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, has served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked?
- YES NO X
- If your answer to the above question is "Yes", you "MUST" attach the following information, for each corporation:
- 1. Name and address of the corporation.
 - 2. Full name, including alias and address of each person involved.
 - 3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
 - 4. Dates of corporate operation.
 - 5. A description of the bankruptcy, receivership or charter revocation, including the date, the court or agency involved and the file or cause number of the case.

Under penalties of law, the undersigned officers declare that we have examined this certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

BY David W. Kreunberg DATE: 7-2-81
BY Richard F. Ross DATE: 7-2-81
TITLE: Incorporator TITLE: Incorporator

139787

ARIZONA COMMISSION FOR THE STATE OF AZ. FILED

ARTICLES OF INCORPORATION

OF

UNION HILLS CONDOMINIUM ASSOCIATION

JUL 13 4 37 PM '81
APPR. DATE 7/21/81
TERM DATE TIME

1. Name. The name of this corporation (hereinafter called the "Association") is UNION HILLS CONDOMINIUM ASSOCIATION. *[Signature]*

2. Duration. The period of duration of the Association shall be perpetual.

3. Principal Place of Business. The principal office for the transaction of business of the Association is located in Maricopa County, State of Arizona, at Phoenix.

4. Statutory Agent. The name and address of the initial Statutory Agent of the Association is: David W. Kreutzberg, Storey & Ross, 2100 N. Central Ave., Suite 110, Phoenix, Arizona 85004.

5. Non-Profit Corporation. This Association is organized as a non-profit corporation under the laws of the State of Arizona.

6. Purpose and Powers. This Association does not contemplate the distribution of gains, profits, or dividends to its members, and the specific primary purposes for which it is formed are to provide for the acquisition, construction, management, operation, administration, maintenance, repair, improvement, preservation and architectural control of the Association property within that certain tract of property situated in the City of Phoenix, County of Maricopa, State of Arizona, more particularly described in that certain Declaration of Covenants, Conditions and Restrictions (the "Declaration"), which was recorded on the 9th day of June, 1981, in Docket 15297, pages 98 through 148 of Official Records, Maricopa County, and to promote the health, safety and welfare of all the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

In furtherance of said purposes, this Association shall have power to:

(a) Perform all of the duties and obligations of the Association as set forth in the Declaration;

(b) Fix, levy, collect and enforce assessments and fines as set forth in the Declaration;

(c) Pay all expenses and obligations incurred by the Association in the conduct of its business including, without limitation, all licenses, taxes or governmental charges levied or imposed against the Association property;

(d) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(e) Borrow money and, only with the assent (by vote or written consent) of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(f) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(g) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional residential property and Common Area(s), subject to the requirements of the Declaration;

(h) Have and exercise any and all powers, right and privileges which a corporation organized under the General Nonprofit Corporation Law of the State of Arizona by law may now or hereafter have or exercise.

7. Membership Voting Rights. The number and qualifications of members of the Association, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as set forth in the Declaration and Bylaws.

8. Board of Directors. The affairs of this Association shall be managed by a Board of not less than three (3) nor more than seven (7) Directors (the exact number of which shall be fixed by the Bylaws, or amendment thereof, duly adopted by the members or by the Board of Directors), who need not be members of the Association, until conversion of Class B membership to Class A Membership, after which time all Directors must be members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. The initial Board of Directors, who shall serve until their successors are qualified according to the Bylaws, were elected at a meeting of the members held on May 19, 1981, at Storey + Ross, 2100 N. Central, Suite 116, Phoenix AZ, and their names and addresses are as follows:

Gary M. Adcock
2399 Camino Del Rio South, Suite 101
San Diego, California 92108

Garry Grove
7820 N. 27th Avenue
Phoenix, Arizona 85021

W. Wayne Trice
2399 Camino Del Rio South
Suite 101
San Diego, California 92108

9. Dissolution. In the event of the dissolution, liquidation, or winding up of the Association, after paying or adequately providing for the debts and obligations of the Association, the Directors or persons in charge of the liquidation shall divide the remaining assets among the members in accordance with their respective rights therein, except where the Association holds its assets in trust, in which case the assets shall be disposed of according to the applicable provisions of the Arizona Corporations Code for nonprofit corporation.

10. Amendments. The Articles may be amended by the vote or written assent of members having seventy-five percent (75%) of the total voting power of the Association; provided, however, that the percentage of the voting power necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause. For so long as two (2) classes of membership exist, amendment of the Articles shall require the vote or written assent of the prescribed percentage of each class of membership.

11. FHA/VA Approval. As long as there is Class B Membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, and dissolution and amendment of these Articles.

12. Incorporators. The incorporators and their names and addresses are:

Richard F. Ross
Storey & Ross
2100 N. Central Ave., Suite 110
Phoenix, Arizona 85004

David W. Kreutzberg
Storey & Ross
2100 N. Central Ave., Suite 110
Phoenix, Arizona 85004

IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Arizona, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 19th day of May, 1980.

1981.


RICHARD F. ROSS
Incorporator

David W. Kreutzberg
DAVID W. KREUTZBERG
Incorporator

STATE OF ARIZONA)
) ss.
County of Maricopa)

On this day, May 10th, 1981, before me, the undersigned Notary Public, personally appeared RICHARD F. ROSS and DAVID W. KREUTZBERG, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year first above written.

Joyce E. Stringer
Notary Public

My commission expires:

January 23, 1984

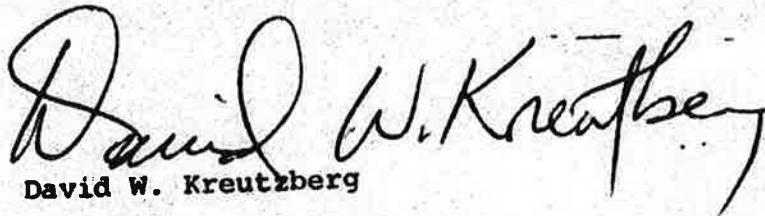
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Arizona Corporation Commission
Incorporating Division
1210 West Washington Street
Phoenix, Arizona 85007

RE: UNION HILLS CONDOMINIUM ASSOCIATION

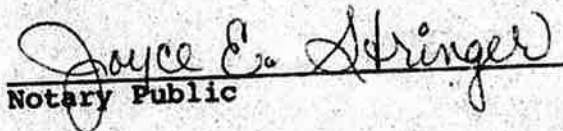
Gentlemen:

I, David W. Kreutzberg, having been designated to act as Statutory Agent hereby consent to act in that capacity until renewal or resignation is submitted in accordance with the Arizona Revised Statutes.


David W. Kreutzberg

STATE OF ARIZONA)
) ss.
County of Maricopa)

2nd The foregoing instrument was acknowledged before me this day of July, 1981, by David W. Kreutzberg, Statutory Agent for Union Hills Condominium Association.


Notary Public

My Commission Expires:

January 23, 1984

STOREY & ROSS

ATTORNEYS AT LAW

NORMAN C. STOREY
LAWRENCE C. PETROWSKI
RICHARD F. ROSS
THOMAS G. LUIKENS
GARY R. ZWILLINGER
DAVID W. KREUTZBERG
MICHAEL F. DIESSNER
DENNIS I. WILENCHIK

2100 NORTH CENTRAL AVENUE
SUITE 110
PHOENIX, ARIZONA 85006
(602) 262-7500

July 7, 1981

Arizona Corporation Commission
Incorporating Division
1210 West Washington Street
Phoenix, Arizona 85007

RE: UNION HILLS CONDOMINIUM ASSOCIATION

Gentlemen:

Enclosed please find the following in connection with the above captioned corporation:

1. Two (2) originals of Articles of Incorporation.
2. Certificate of Disclosure.
3. Letter from statutory agent for the corporation accepting appointment to that position.
4. A check for \$30.00 for the filing fee for a non-profit corporation.

Please file the Articles of Incorporation and return one copy to my office.

The fiscal year of the corporation ends on December 31.

Very truly yours,

David W. Kreutzberg / JS

David W. Kreutzberg

DWK:js
Enclosures

(dictated but not read)