BY-LAWS

OF

THE JOSHUA TREE CONDOMINIUMS ASSOCIATION

ARTICLE I

NAME AND LOCATION

The name of the corporation is THE JOSHUA TREE CONDOMINIUMS ASSOCIATION, hereinafter referred to as the "Association". The principal office of the corporation shall be located at 5721 North Monte Vista Drive, Phoenix, Arizona 85253 but meetings of members and directors may be held at such places within the State of Arizona, County of Maricopa, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to THE JOSHUA TREE CONDOMINIUMS ASSOCIATION, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Elements" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Unit" shall mean and refer to the separate freehold estate defined in the Declaration of Covenants, Conditions and Restrictions.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Unit which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to Amtitle Trust Company, an Arizona corporation, as Trustee, its successors and assigns if such successors or assigns should acquire more than one Unit from the Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the Maricopa County Recorder.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the Members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year thereafter, at the hour of 7 o'clock, p.m. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Members may be called at any time by the president or by a majority of the Board of Directors, by Declarant so long as Class

B membership exists, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A membership.

Section 3. Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Unit.

ARTICLE IV

BOARD OF DIRECTORS; SELECTION; TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be Members of the Association.

Section 2. Term of Office. At each annual meeting the Members shall elect three (3) directors for a term of one (1) year.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more Members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the Members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among Members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is permitted.

ARTICLE VI

MEETING OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by resolution of the

Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

(a) adopt and publish rules and regulations governing the use of the Common Elements and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and right to use of the recreational facilities of a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;

(c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not

reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;

(d) declare the office of a Member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

(e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A Members who are entitled to vote;

(b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment against each Unit at least thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to every Owner subject thereto; and

(3) foreclose the lien against any property for which assessments are delinquent or to bring an action at law against the owner personally obligated to pay the same.

(d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board of Directors for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) cause all officers, employees, or agents having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) cause the Common Elements to be maintained.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a president, who shall at all times be a member of the Board of Directors, a vice-president, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require,

each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

President

(a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

Vice-President

(b) The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the Members of the Association together with their addresses, and shall perform such other duties as required by the Board.

Treasurer

(d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy to each of the Members.

85 001946

prc

Planning Research Corporation

PRC Engineering
4131 North 24th Street
Phoenix, AZ 85016
602-954-9191

EXHIBIT "C-11"

26 December 1984

LEGAL DESCRIPTION
JOSHUA TREE
PARCEL 11

A parcel of land located in the West half of the Southwest quarter of the Northeast quarter of the Northeast quarter of Section 27, Township 3 North, Range 4 East, G&SRB&M, Maricopa County, Arizona, more particularly described as follows:

Commencing at the Northeast corner of said Section 27; thence S 00° 01' 14" W along the east line of the Northeast quarter of said Section 27, a distance of 660.95 feet to the Northeast corner of the South half of the Northeast quarter of the Northeast quarter of said Section 27; thence S 89° 22' 57" W along the north line of the South half of the Northeast quarter of the Northeast quarter of said Section 27, a distance of 990.87 feet to the Northeast corner of the West half of the Southwest quarter of the Northeast quarter of the Northeast quarter of said Section 27; thence S 00° 05' 29" E along the east line of the West half of the Southwest quarter of the Northeast quarter of the Northeast quarter of said Section 27, a distance of 30.00 feet to the TRUE POINT OF BEGINNING; thence continuing S 00° 05' 29" E along said east line, a distance of 240.04 feet; thence S 89° 52' 17" W, a distance of 128.09 feet; thence N 00° 07' 43" W, a distance of 76.16 feet; thence N 72° 18' 35" W, a distance of 65.90 feet; thence N 72° 03' 09" E, a distance of 65.90 feet; thence N 00° 07' 43" W, a distance of 52.33 feet; thence S 89° 52' 17" W, a distance of 20.20 feet; thence N 00° 37' 03" W, a distance of 69.95 feet; thence N 89° 22' 57" E, a distance of 149.04 feet back to the TRUE POINT OF BEGINNING.

Said parcel contains 0.76667 acres.

REGISTERED LAND SURVEYOR
CERTIFICATE NO. 13572
LARI D. SPIRE
Date Signed 12-26
ARIZONA, U.S.A.

ARTICLE IX

COMMITTEES

The Association shall appoint a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual, special, and supplemental assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent and shall bear interest from the date of delinquency at the rate of twelve percent (12%) per annum or the prevailing FHA/VA interest rate for new homes, whichever is higher. The Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such

action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Elements or abandonment of his Unit.

ARTICLE XII

CORPORATE SEAL

The Association shall provide a suitable corporate seal.

ARTICLE XIII

AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is Class B membership.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, we, being all of the directors of THE JOSHUA TREE CONDOMINIUMS ASSOCIATION, have hereunto set our hands this ____ day of _____, 198__.

_____
Richard W. Griffith

_____
Kim Griffith

_____
Alan S. Perry

STATE OF ARIZONA)
: ss.
County of Maricopa)

On this the 1st day of December, 1984, before me, the undersigned Notary Public, personally appeared Richard W. Griffith, Kim Griffith and Alan S. Perry of The Joshua Tree Condominiums Association, an Arizona corporation, who are known to me, and they acknowledged that they executed the within instrument on behalf of said corporation for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Notary Public

My Commission Expires:
August 7, 1988

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of THE JOSHUA TREE CONDOMINIUMS ASSOCIATION, an Arizona corporation, and,

THAT the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 1 day of December, 1984.

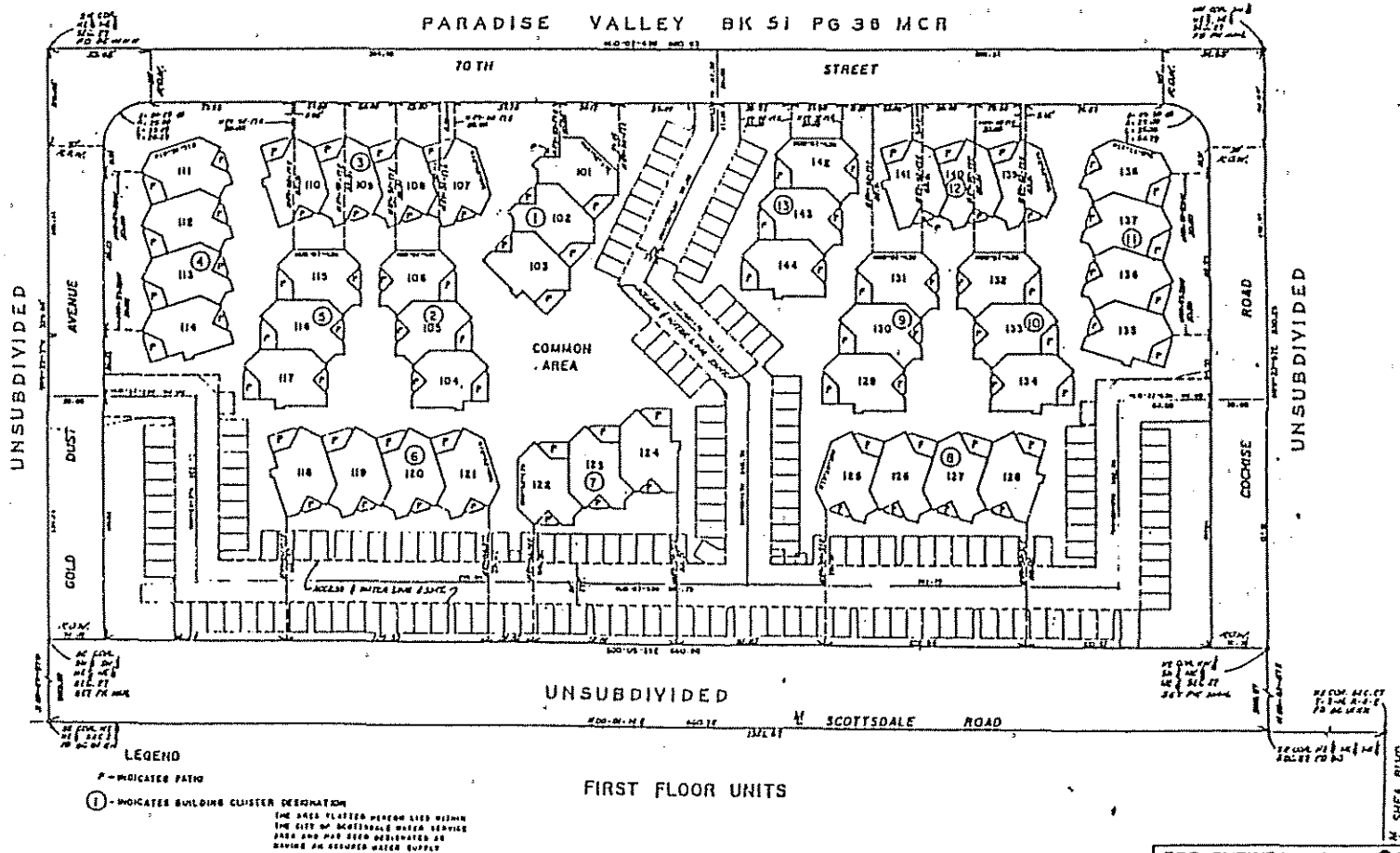
IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 1 day of December, 1984.

Secretary

HORIZONTAL PROPERTY REGIME

THE JOSHUA TREE CONDOMINIUMS

LOCATED IN THE W 1/2 OF THE SW 1/4 OF THE NE 1/4 OF THE NE 1/4 OF SECTION 27, T-3-N, R-4-E, G. & S.R.B. & M. MARICOPA COUNTY, ARIZONA



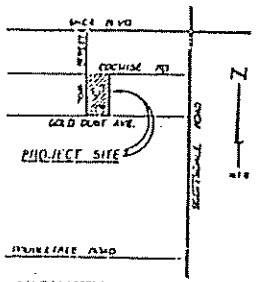
LEGEND

P - INDICATES PATIO

① - INDICATES BUILDING CLUSTER DESIGNATION

THE AREA PLATTED HEREON LIES WITHIN THE CITY OF SCOTTSDALE WATER SERVICE AREA AND HAS BEEN DESIGNATED AS HAVING AN ASSURED WATER SUPPLY

FIRST FLOOR UNITS



VICINITY MAP

PRC ENGINEERING prc

A Planning Research Company

4110 N. 36th St. Suite 110, Phoenix, Arizona 85018

Telephone (602) 955-8181

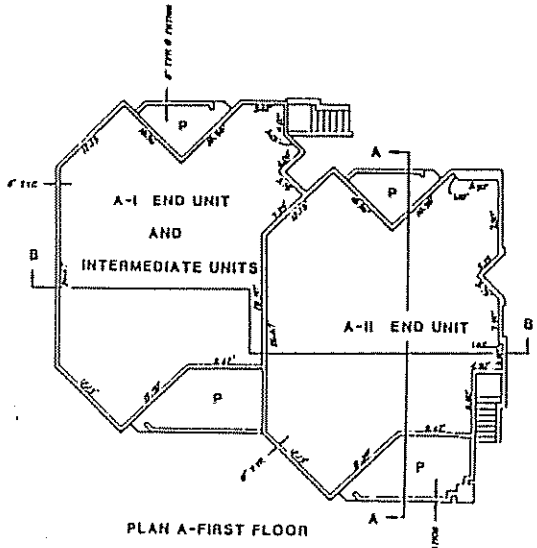
DATE 1-86 | DRAWN | CHK BY | DWG BY LS

SCALE 1"=50' | FILE NO. 86-2114 | SHEET 1 OF 3

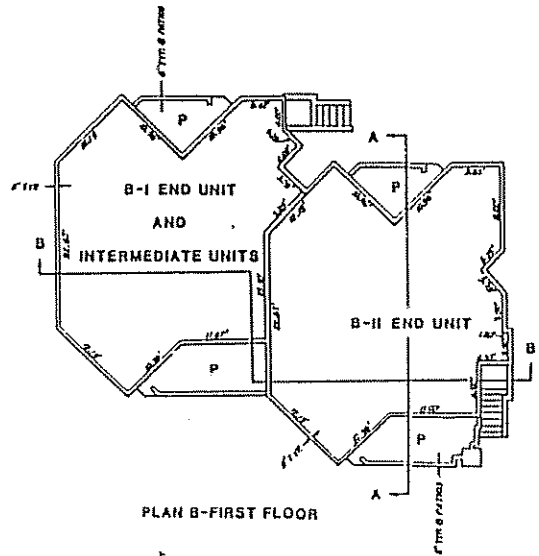
EXHIBIT B-1

HORIZONTAL PROPERTY REGIME

THE JOSHUA TREE CONDOMINIUMS



PLAN A-FIRST FLOOR



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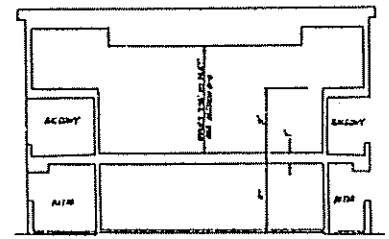

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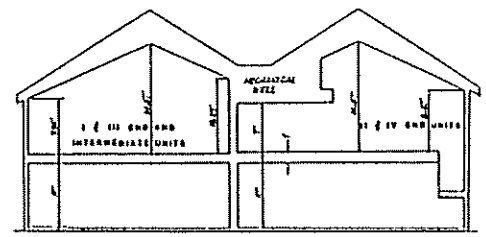
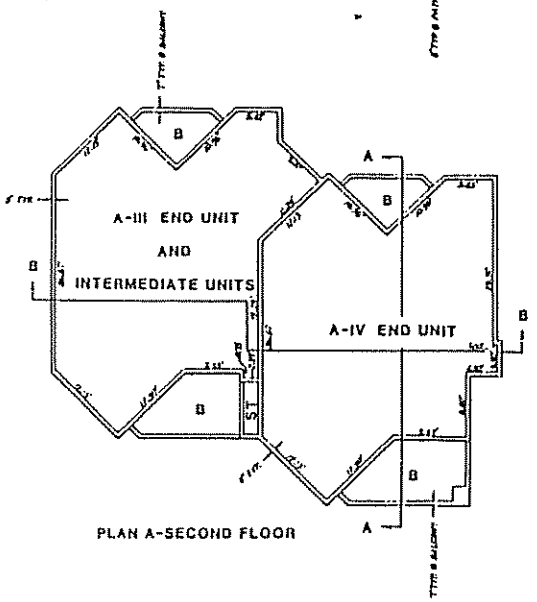
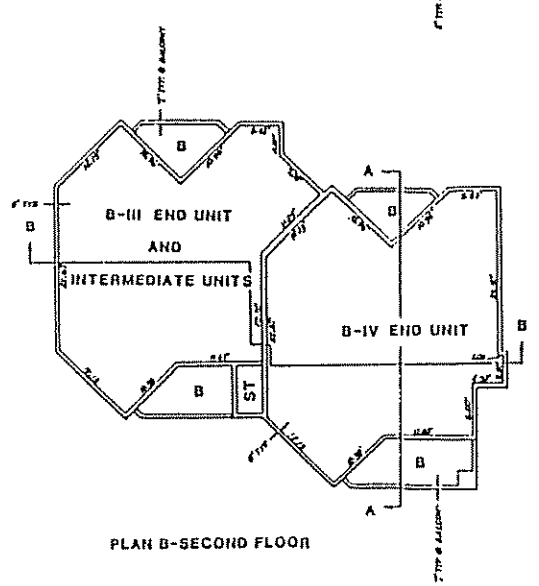


SECTION B-B



PLAN A-SECOND FLOOR



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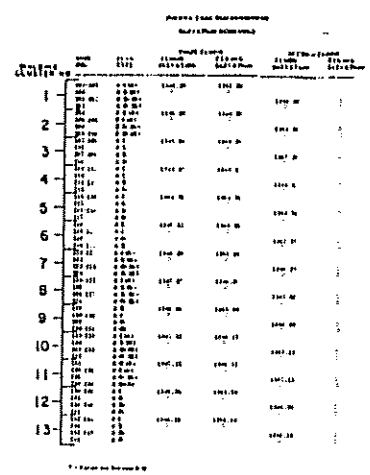


BENCH MARK

PRC ENGINEERING

A Planning Research Company

Telephone: (602) 954-0181

DATE: 7-81 | DRAFTSMAN | DES BY | CHK BY LS

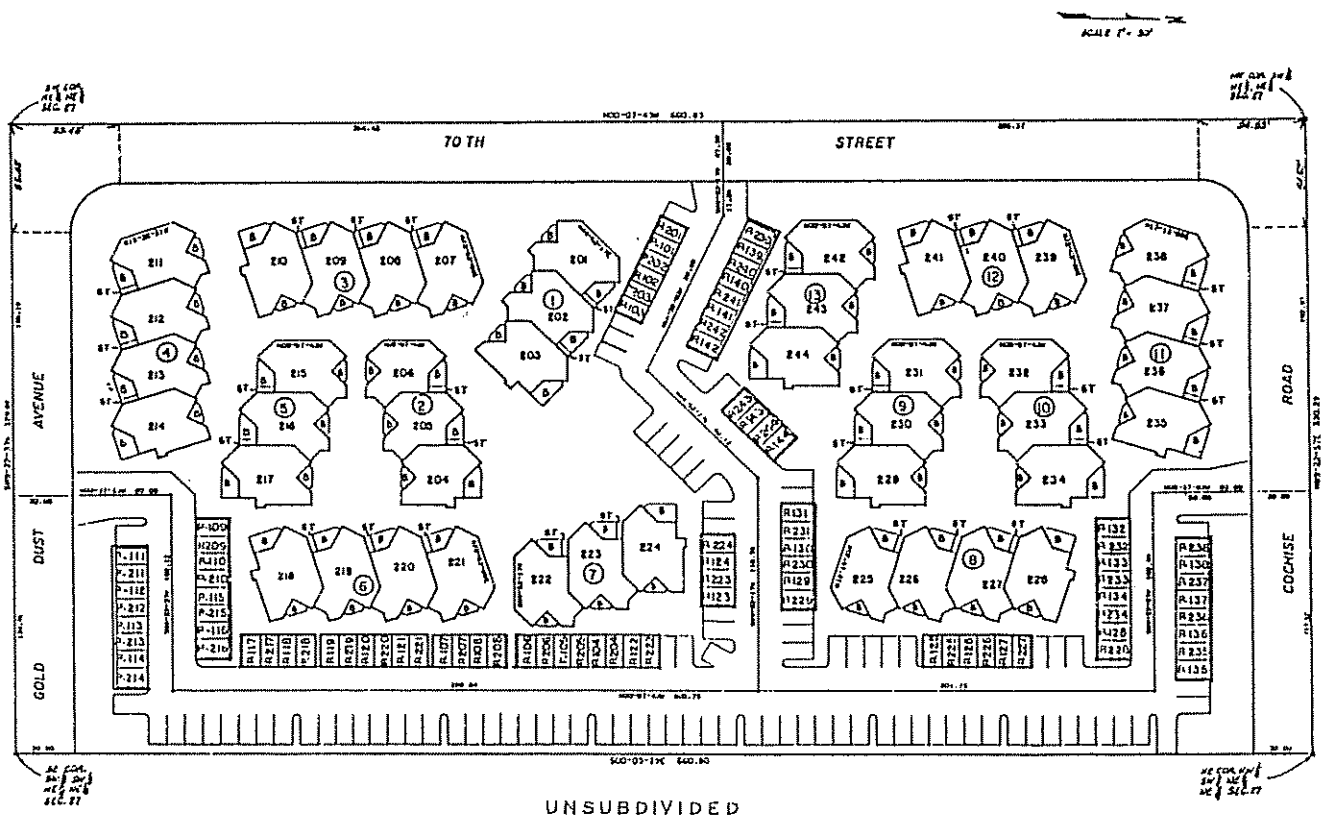
JOB NO. 1140-870 | FILE NO. 71-218 | SHEET 3 OF 4

Exhibit B-3

Exhibit B-3

HORIZONTAL PROPERTY REGIME

THE JOSHUA TREE CONDOMINIUMS



UNSUBDIVIDED

SECOND FLOOR UNITS

LEGEND

- INDICATES COVERED PARKING
- P-101 - INDICATES UNIT ASSIGNED PARKING
- ST - INDICATES STORAGE AREA
- B - INDICATES BALCONY
- (1) - INDICATES BUILDING CLUSTER DESIGNATION

PRC ENGINEERING prc
A Planning Research Company
4132 N. 24th St. Suite 110, Phoenix Arizona 85016
Telephone: (602) 954-9131

DATE 1-84	DRAWN	DES BY	CHK BY LG
JOB NO. 1000-000	FILE NO. A-2.2		SHEET 2 OF 3

Exhibit B-2

Exhibit B-2