

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF INCORPORATION, 04/08/1980

consisting of 11 pages, is a true and complete copy of the original of said document on file with this office for:

VILLA NORTE HOMEOWNERS' ASSOCIATION, INC.
ACC file number: 01294960

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
May 17, 2019.



Matthew Neubert

Matthew Neubert, Executive Director

By: *Jillian Cockrill*

JILLIAN COCKRILL

ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION

Phoenix Address: 2222 West Encanto Blvd.
Phoenix, Arizona 85009

Tucson Address: 415 West Congress Street
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-128 & 10-128.01

Check Appropriate Box(es) "A", "B", or "C"

Villa Norte Homeowners 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.
 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining of 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

If your answer to the above question is "Yes", you "MUST" attach the following information, for each corporation:

1. Name and address of 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 Sandy D. Wyatt

DATE: 3/19/80

BY Shirley Ross

DATE: 3/19/80

TITLE: President

TITLE: VIC PRESIDENT

ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION

Phoenix Address: 2222 West Encanto Blvd.
Phoenix, Arizona 85009

Tucson Address: 415 West Congress Street
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-126 & 10-128.01

Check Appropriate Box(es) "A", "B", or "C"

VILLA STATE HOMESHOPPING CENTER, INC.
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.
2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining of 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. 5. Date and location of birth.
2. Full birth name. 6. Social Security number.
3. Present home address 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.
4. Prior addresses (for immediate preceding 7 year period).

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 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 Quincy B. Habeeb DATE: 3-19-80

BY _____ DATE: _____

TITLE: Secretary

TITLE: _____

April 4, 1980

VILLA NORTE HOMEOWNERS ASSOCIATION
C/O Larry D. Wyatt
7840 N. 21ST. Drive
Phoenix, Arizona 85021

ARIZONA CORPORATION COMMISSION
P O BOX 6019
Phoenix, Arizona 85005

ATTENTION: Sue Lish

Arizona Corporation Commission,

Enclosed find the original and one copy of the proposed articles of incorporation for VILLA NORTE HOMEOWNERS ASSOCIATION, INC. an Arizona non-profit organization to be formed.

As per your letter, dated March 31, 1980, the citation to A.R.S. 10-451 et. seq. has been changed to 10-1029. The statutory agent is now one of the incorporators, and his signature to the proposed articles indicates his acknowledgement of acceptance.

The fiscal date for the corporate fiscal year end is December 31.

Cordially,



Larry D. Wyatt

enclosures

129496

AZ CORP. COMMISSION
FOR THE STATE OF AZ.
FILED

AZ CORP. COMMISSION
FOR THE STATE OF AZ.
FILED

ARTICLES OF INCORPORATION

MAR 8 12 53 PM '80

OF

MAR 21 11 35 AM '80

APPR. [Signature]
DATE APPROX. FILE
TERM
DATE

VILLA NORTE HOMEOWNERS' ASSOCIATION, INC.

APPR. [Signature]
DATE APPROX. FILE
TERM
DATE

In compliance with the requirements of § 10-1029
~~XXX~~, Arizona Revised Statutes as amended, the undersigned,
all of whom are of full age, have this date voluntarily as-
sociated themselves for the purpose of forming a corporation
not for profit, and do hereby certify:

ARTICLE I

NAME

The name of the corporation is VILLA NORTE HOME-
OWNERS' ASSOCIATION, INC., hereinafter referred to as the
"Association".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located
at 7840 N 21st Drive, Phoenix, Arizona 85021.

ARTICLE III

STATUTORY AGENT

Larry D. Wyatt, whose address is 7840 N 21st Dr.,
Phoenix, Arizona 85021, and who has been a bona fide
resident of the State of Arizona for more than three (3) years
last past, is hereby appointed and designated Statutory Agent
for the corporation, for the State of Arizona, upon whom ser-
vice of process may be had. This appointment may be revoked
at any time by the filing of the appointment of another agent.

ARTICLE IV

PURPOSE OF THE ASSOCIATION

The object and purpose for which this Associa-
tion is organized is to act as a tax-exempt homeowners'

association in accordance with § 528 of the Internal Revenue Code of '954 as amended, and as such, it is to be operated to provide for the acquisition, construction, management, maintenance, and care of the Association's property. 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 V

THE CHARACTER OF THE BUSINESS

The character of the business which the Association intends to conduct in Arizona is to provide for the acquisition, construction, management, maintenance and care of the Association's property, and to promote and protect the common good and general welfare of the people of the community encompassed within the Association, through the preservation and maintenance of the architecture, ecology and aesthetic beauty of the common area, and the lots included within that certain property description on Exhibit "A" attached hereto and incorporated herein by this reference and any additions hereto as may hereafter be brought within the jurisdiction of the Association, hereinafter referred to as the "Property".

ARTICLE VI

POWERS

The Association shall have all of those powers provided by law, including those set forth in the Arizona Revised Statutes, as the same may be amended from time to time, and all of those powers necessary or convenient to effect the corporation's purposes as set forth above,

including, but without limitation, the power to exercise all of the rights and privileges and to perform all of the duties and obligations of the Association, as set forth in that certain Declaration of Covenants, Conditions, and Restrictions (hereinafter referred to as the "Declaration"), applicable to the Property and recorded or to be recorded in the Office of the County Recorder of Maricopa County, Arizona, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by this reference.

ARTICLE VII

MEMBERSHIP

Every person or entity who is a record owner in any lot which is subject by covenants of record to assessment by the Association shall be a member of the Association, subject to and in accordance with the Declaration. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

ARTICLE VIII

VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A.

Class A members shall be all owners, with the exception of the Declarant of Lots in

Townhouses, according to Book 13147 of Maps, Page 1203-24 records of Maricopa County, Arizona, and each Class A membership shall be entitled

to one (1) vote for each lot owned.

Class B.

Class B members shall be the Declarant and shall be entitled to nine (9) votes for each lot owned. The Class B membership shall cease when the total number of votes outstanding in the Class A membership equal or exceed the total number of votes outstanding in the Class B membership.

When more than one person holds an interest in any Lot only one (1) person shall be a member. Such persons holding an interest shall designate the person to be the member and shall give written notice thereof to the association. The vote for such lot may be exercised as the owners among themselves determine, but in no event shall more than one (1) ballot be cast with respect to any lot.

The vote for each lot must be cast as a unit, and fractional votes shall not be allowed. In the event that joint owners are unable to agree among themselves as to how their vote or votes shall be cast, they shall lose their right to vote on the matter in question. If any owner or owners cast a vote representing a certain lot, it will thereafter be conclusively presumed for all purposes, that he or they were acting with the authority and consent of all other owners of the same lot. In the event that more than one ballot is cast for a particular lot, said ballots shall not be counted and shall be deemed void.

In any election of the members of the Board of Directors, every owner entitled to vote at such election shall have the right to accumulate his vote and give one candidate, or divide among any number of candidates, a number of votes equal to the number of lots owned by the owner, multiplied by the number of votes the owner is entitled to cast per lot, multiplied by the number of directors to be elected. The candidates receiving the highest number of votes up to the number of the board members to be elected shall be deemed elected.

Each member shall have such other rights, duties and obligations as set forth in the Declaration and the By-Laws of the Association as the same may be amended from time to time.

ARTICLE IX

BOARD OF DIRECTORS

The affairs of the Association shall be conducted by a Board of Directors and such officers as the directors may elect and appoint. Neither the directors nor the officers need be members of the Association. The number of directors shall not be fewer than three (3) nor more than eleven (11). The number of directors may be changed by amendment of the by-laws of the Association. The number of directors constituting the initial Board of Directors shall be three (3). The names, residences, and post office addresses of the first directors of the Association are as follows, the election of directors having been held at 2107 W. Lane Ave., Phoenix, Az, 85021 on the 13th day of February, 1980, at 7 P. M.

<u>Name</u>	<u>Residence</u>	<u>Mailing Address</u>
Larry D. Wyatt	7840 N. 21st Dr. Phoenix, Az. 85021	SAME
Diane Ross	2107 W. Lane Ave. Phoenix, Az. 85021	SAME
Sunny Hobein	2101 W. Lane Ave. Phoenix, Az. 85021	SAME

The election of the members of the Board of Directors is hereby ratified and the directors shall serve until the first annual meeting of the members and until their successors have been elected and qualified.

Directors shall be elected by the members of the Association at the annual meeting thereof, to be held on the third Monday in February, beginning in 1980. Directors shall hold office for one (1) year, or until their successors are elected and qualified. Any vacancy occurring on the Board of Directors by reason of death, resignation, or disqualification of any such director shall be filled by the remaining directors, such replacement director to serve the unexpired portion of the prior director's term. The Board is expressly authorized to adopt, amend and rescind by-law: for the Association, by a majority vote of the members of the Board, at a regular or special meeting called therefor.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. 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 non-profit corporation, association, trust or other organization to be devoted to such similar purpose.

ARTICLE XI

AMENDMENTS

Amendment of these Articles shall require the assent of sixty-six and two-thirds (66-2/3%) per cent of the votes entitled to be cast by the members of the Association.

ARTICLE XII

ASSESSMENT

For the purpose of providing necessary funds for the carrying out of the purposes of this Association as aforesaid and the necessary operating expenses of this Association, there shall be levied against each lot, and each lot owner, an annual assessment and other assessments, in the amounts and by the procedures set forth in the Declaration, which assessments shall be due, payable and enforceable in the manner set forth in the Declaration, as the same may be amended from time to time.

ARTICLE XIII

INCORPORATORS

The names and addresses of the incorporators of this Association are:

Larry D. Wyatt	7840 N. 21st Dr., Phoenix, Arizona	85021	
Diane Ross	2107 W. Lane Ave., Phoenix, Arizona	85021	✓
Sunny Hobein	2101 W. Lane Ave., Phoenix, Arizona	85021	✓

IN WITNESS WHEREOF, for the purpose of forming this corporation 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 March, 1980.

Larry D. Wyatt
LARRY D. WYATT

Diane Ross
DIANE ROSS

Sunny Hobein
SUNNY HOBEIN

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

On this, the 19th day of March, 1980, before me, the undersigned Notary Public, personally appeared Larry D. Wyatt & Diane Ross, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

Claudett M. Hopfinger
Notary Public

My Commission Expires:

My Commission Expires July 6, 1981

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

On this, the 19th day of March, 1980, before me, the undersigned Notary Public, personally appeared Sunny Hobein, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

Claudett M. Hopfinger
Notary Public

My Commission Expires:

My Commission Expires July 6, 1981