

ARTICLES OF INCORPORATION OF
AMBERWOOD TOWNHOMES PROPERTY OWNERS ASSOCIATION, INC.
an Arizona Nonprofit Corporation

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be AMBERWOOD TOWNHOMES PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II

The name and post office address of the incorporator is CRAIG DIBLE, 1491 North Edgewood St., Flagstaff, AZ 86004.

ARTICLE III

The principal place at which the business of the corporation is to be transacted is 1491 North Edgewood St., Flagstaff, Coconino County, Arizona.

ARTICLE IV

1.Purposes:

(a) The specific and primary purpose for which this corporation is formed is to serve as an association of property owners in AMBERWOOD TOWNHOMES, Flagstaff, Arizona; to maintain, enforce and promote the purposes and restrictions of the property as set forth in the Declaration of Covenants, Conditions and Restrictions, and to maintain the commonly held property of AMBERWOOD TOWNHOMES.

(b) This corporation shall have and exercise all rights and powers conferred on corporations under the laws of the State of Arizona, provided, however, that this corporation is not empowered to engage in any activity which in itself is not in furtherance of its purposes as set forth in subparagraph (a) of Paragraph 1 of this Article IV.

2.No part of the net earnings of this corporation shall inure to the benefit of any member, director or officer of the corporation or any private individual; and no member, director or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution.

3. Upon dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to a successor organization, or to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and Regulations applicable thereto, as they are now existing or as they may hereafter be amended.

4. The corporation shall have, and may exercise any and all powers, rights and privileges which a corporation organized under the nonprofit corporation laws of the State of Arizona by law may now or hereafter exercise.

5. All actions of the corporation shall be in accordance with, and subject to the provisions of Chapter 9 of Title 33, Arizona Revised Statutes (Condominiums).

ARTICLE V

The date of the commencement of this corporation shall be the date of the filing of its Article with the Corporation Commission of the State of Arizona, and after publication pursuant to the nonprofit corporate laws of the State of Arizona, it shall endure a perpetual existence.

ARTICLE VI

The corporation formed hereby is a non-profit corporation and shall have no capital stock. The conditions and regulations of membership shall be determined and fixed by the By-Laws, and by the Declaration of Covenants, Conditions and Restrictions for AMBERWOOD TOWNHOMES.

ARTICLE VII

1. The affairs of this corporation shall be conducted by a Board of Directors of not less than three (3) nor more than twenty-five (25) persons.

2. The first Board of Directors shall be: CRAIG DIBLE, RAYMOND E. SCOTT, RICHARD A. HOGELAND, and HARRISON A. BURNETT of 1491 North Edgewood St., Flagstaff, AZ 86004, who shall serve until their successors have been elected and qualified.

3. The initial bylaws of the corporation shall be adopted by the first Board of Directors. The power to amend the bylaws is reserved to a majority of the membership by such procedures as the Board of Directors may set.

ARTICLE VIII

The private property of the directors and members of this corporation shall forever be exempt from all corporate debts and liability. The Directors of the corporation shall have

no liability to the corporation or its members for monetary damages for breach of fiduciary

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duty as director; however, elimination of liability shall not apply to those actions currently set forth in ARS §10-2342.A.8(a) through (e).

ARTICLE IX

JAMES R. McARTHUR, of 830 North Tegner, Wickenburg, Arizona 85390, who has been a bona fide continuous resident of the State of Arizona for more than three (3) years last past, is hereby appointed the lawful or statutory agent of this corporation for and on behalf of said corporation, to accept and acknowledge service of all necessary processes and all purposes required by law. The board of directors may, at its option, revoke such appointment and shall have power to fill such vacancy.

ARTICLE X

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

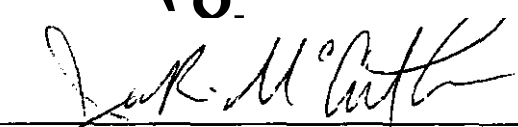
IN WITNESS WHEREOF I have hereunto set my hand this 7-11, day of **zji-4** A_r ktt, 1996.

STATE OF ARIZONA) CRAIG DIBLti
) ss.
County of GOGeRic10

On this the day of kk't.\%.\\., 1996, before me, the undersigned Notary Public, personally appeared CRAIG DIE, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purpose therein contained.

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

I, JAMES R. McARTHUR, having been designated to act as statutory agent, hereby consent to act in that capacity until removed or resignation is submitted in acpoydance with the Arizona Revised Statutes.

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JAMES R. McARTHUR
- 3 -



RENZ D. JENNINGS
CHAIRMAN

MARCIA WEEKS
COMMISSIONER

CARL J. KUNASEK
COMMISSIONER

ARIZONA CORPORATION COMMISSION

JUNE 18, 1996

AMBERWOOD TOWNHOMES PROPERTY OWNERS ASSOCIATION, INC.

We are pleased to notify you that your Articles of Incorporation were filed on
05-20-96

You must publish a copy of your Articles of Incorporation WITHIN SIXTY (60) DAYS from the File Date. The publication must be in a newspaper of general circulation in COCONINO County, for three (3) consecutive publications. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, no later than the 15th day of the fourth (4th) month following the close of each fiscal year. Your fiscal year end is 12-31-96. Each year, a preprinted Annual Report Form will be mailed to you prior to the due date of the report.

Your first annual report will be due 04-15-97

If you have any questions or need further information, please contact us at (602) 542-3135 or Toll Free (Arizona residents only) at 1-800-345-5819.

Very truly yours,

ELVA MENDIVLL,
Examiner
Corporation Division
Arizona Corporation Commission

RENZ D. JENNINGS
CHAIRMAN

MAROANEKS
COISSAIONER

CARL J. KUNASEK
COIAMISSIONER



JAMES MATTHEWS
EXECUTIVE SECRETARY

ARIZONA CORPORATION COMMISSION

TO: AMBERWOOD TOWNHOMES PROPERTY OWNERS ASSOCIATION, INC.

RE:

Please be advised that we have filed your Articles of Incorporation/Application for Authority; however, you have failed to provide a fiscal year end date. For your convenience and expediency of processing, we have selected the date of December 31.

If you wish to change this date, please submit a written request to the address provided below.

ARIZONA CORPORATION COMMISSION
ANNUAL REPORTS DEPARTMENT
P. O. BOX 6019
PHOENIX, ARIZONA 85005

Sincerely

ELVA MENDIVIL
Examiner Technician
Corporate Filings
Corporations Division

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ABBERWOOD TOWNHOMES PROPERTY OWNERS ASSOCIATION,
INC.

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D. 7/1/11
DATE 7/1/11
EM!
04IF II.

ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION

Phoenix Address: 1200 West Washington Tucson Address: 402 West Congress
Phoenix, Arizona 85007 Tucson, Arizona 85701

PLEASE SEE REVERSE -SIDE

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-128 & 10-1084
AMBERWOOD TOWNHOMES PROPERTY OWNERS ASSOCIATION, INC.

EXACT CORPORATE NAME

CHEOX APPROPRIATE BOX(ES) A or 8
ANSWER "C"

THE UNDERSIGNED CERTIFY THAT:

- B .
- No persons serving either by elections 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 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 of trade laws of that jurisdiction.

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:

- | | |
|--|---|
| <ol style="list-style-type: none"> 1. Full name and prior name(s) used. 2. Full birth name. 3. Present home address. 4. Prior addresses (for immediate preceding 7-year period). 5. Date and location of birth. | <ol style="list-style-type: none"> 4. 5. The nature and description of each conviction or judicial action, date and location, the court <i>and</i> public agency involved and file or cause number of case. |
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STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-128.01 and 10-1083

C.Has any person serving (a) 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, served in any such capacitor held such interest many corporation which has been placed in bankruptcy or receivership or had its charter revoked? YESNO

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES". YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

<p>State Name <u>ARIZONA</u> and address of the corporation.</p> <p>2. Full name, including alias and address of each person involved.</p> <p>3. State(s) in which the corporation:</p> <p>(a) Was incorporated.</p> <p>(b) Has transacted business</p> <p>Subscribed to the certificate before me this</p> <p>1. DAY of <u>10</u>, 19<u>91</u></p>	<p>BY <u>[Signature]</u></p> <p>TITLE</p> <p>5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency involved and the file or cause number of the case.</p>
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Under penalties of law, the undersigned incorporators/Officers declare that we have examined this Certificate and to the best of our knowledge and belief it is true, correct and complete. A

BY DATE

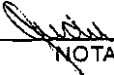
TITLE

FISCAL DATE:

Re PUBLIC

My Commission expires: —^rb

Inc. 0001 - rinmectin Rev. 5/87

( _____
NOTA

NOTICE

ARTICLES OF INCORPORATION OF THE PROPERTY OWNERS ASSOCIATION, INC.

Profit Corporation
of forming a non-profit corporation under
adopt the following Articles of Incorporation:
ARTICLE I
Name of the Corporation shall be the PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II
The office of the Corporation shall be located at 1491 N. ...

ARTICLE III
The business of the Corporation shall be to be transacted in ...

ARTICLE IV
The Corporation shall have the right to acquire, hold, lease, ...

into, ... and, ...
Paragraph 1 of:

... of ...
... and ...

... Shall ...
... private ...

... on ...
... a successor which would ...

... and ...
... of the ...

... (subject)
... of ...

... for ...
... of ...

... by a Board of Directors of not
...
... have been elected

... of ...

ARTICLE VIII
The members of this corporation shall forever
... shall be liable for the ...

ARTICLE IX
The Corporation shall consist of carrying on
... and the corporation shall ...

ARTICLE X
This corporation shall consist of carrying on
... and the corporation shall ...

ARTICLE XI
The Corporation shall consist of carrying on
... and the corporation shall ...

ARTICLE XII
The Corporation shall consist of carrying on
... and the corporation shall ...


ARTICLE XIII
The Corporation shall consist of carrying on
... and the corporation shall ...

ARTICLE XIV
The Corporation shall consist of carrying on
... and the corporation shall ...

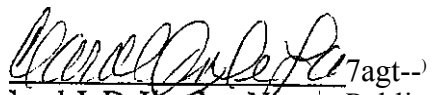
ARTICLE XV
The Corporation shall consist of carrying on
... and the corporation shall ...

Affidavit of

I, Douglas F. Wells, Publisher of the WILLIAMS-GRAND CANYON NEWS, a newspaper of general circulation published at Williams, Coconino County, Arizona, do solemnly swear that a copy of this notice, as per clipping attached, was published weekly in the regular and entire issue of said newspaper and not in any supplement thereof, for three (3) consecutive weeks, commencing with 17.


Douglas F. Wells, Publisher

Subscribed and sworn to before me this 17th day of July 1996.


Carol J. DeLander, Notary Public

My commission expires April 21, 1998.