

SECRETARY OF STATE OF ARIZONA  
TUCSON

ARTICLES OF INCORPORATION  
OF  
CASA BONITA CONDOMINIUMS ASSOCIATION OF TUCSON, INC.

JAN 9 3 14 PM '07  
DATE APPL 7-22-07  
TERM  
CASE TIME

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The undersigned do hereby associate ourselves for the purpose of forming a non-profit corporation under the laws of the State of Arizona and for that purpose hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is CASA BONITA CONDOMINIUMS ASSOCIATION OF TUCSON, INC., hereafter referred to as the "Association" or "Corporation."

ARTICLE II

Principal Place of Business

The principal place of transacting business of the Association shall be 9420 East Speedway, Tucson, Arizona 85710. Other offices may be maintained within or without the State of Arizona at such places as the Board of Directors may designate where meetings of the board and members of the Association may be held, and all corporate business transacted.

ARTICLE III

Agent

LAWRENCE C. POTTER, whose address is 800 North Swan Road, Suite 110, Tucson, Arizona 85711, who has been a bona fide resident of the State of Arizona for at least three

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years, is hereby appointed the lawful agent of this Corporation, for and on behalf of this Corporation, to accept and acknowledge service and upon whom may be served all necessary process or processes of action, suit or proceeding that may be brought against this Corporation in any of the courts of the State of Arizona, and for all purposes required by law. The Board of Directors of this Corporation may revoke this appointment of agent at any time and shall have the power to fill any vacancy in such position.

#### ARTICLE IV

##### Purpose and Powers

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence units and Common Area within that certain tract of property described on Exhibit A attached hereto and hereby incorporated by reference and to promote the health, safety and welfare of the residents within the property described on Exhibit A and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers 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 called the "Declaration," applicable to the property and recorded in the

Office of the Pima County Recorder, Pima County, Arizona, in Book 6879 beginning at page 612, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

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

(d) Borrow money, and with the assent 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;

(e) 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;

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Arizona by law may now or hereafter have or exercise.

During the period of Declarant control, as set forth in the Declaration, the Declarant, as defined in the Declaration, shall exercise all rights granted to the Association hereunder and the Declaration.

#### ARTICLE V

##### Membership

Every person or entity who is a record owner of a fee or undivided fee interest in any dwelling unit which is subject by covenants of record to assessment by the Association, including contract buyers, shall be a member of the Association. 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

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dwelling unit which is subject to assessment by the Association. This shall be a non-stock corporation. No part of the net income of this Association shall inure to the benefit of any member, and no member, officer or employee of the Association shall receive any pecuniary profits of any kind therefrom except reasonable compensation for services rendered in effecting one or more of its purposes, and no dividend or pecuniary profits shall be declared or paid to any member of the Association.

#### ARTICLE VI

##### Voting

The Association shall have one class of voting membership, and votes may be cast by proxy except with respect to the election of Directors of the Association.

Members shall be all Owners, with the exception of the Declarant, and they shall be entitled to one vote for each dwelling unit owned. When more than one person holds an interest in any dwelling unit, all such persons shall be members. The vote for such dwelling unit shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any unit.

#### ARTICLE VII

##### Directors, Incorporators and Officers

The affairs of this Association shall be managed by a Board of Directors of five (5) Directors, of which two (2) need not be members of the Association. The number of

directors may be changed as provided in the By-Laws of the Association or by amendment of those By-Laws. The names and addresses of the three (3) persons who are to act in the capacity of directors during the period of Declarant Control are:

<u>Name</u>	<u>Address</u>
Lawrence C. Potter	800 North Swan Road, Suite 110 Tucson, Arizona 85711
Kathryn W. Potter	800 North Swan Road, Suite 110 Tucson, Arizona 85711
Malcolm P. Gyllenhaal	800 North Swan Road, Suite 110 Tucson, Arizona 85711

During the period of Declarant Control of the Association, the Declarant or person designated by him may appoint and remove the members of the Board of Directors of the Association. At the first annual meeting, following the expiration of the period of Declarant Control of the Association, the members shall elect three directors for a term of one year, and two directors for a term of two years. Thereafter, the number of directors elected will equal the number whose term has expired and the directors so elected will each serve for a two year term. In the event a vacancy shall occur on the Board of Directors other than through the expiration of a director's term, the vacancy shall be filled as provided in the By-Laws of the Association. The annual meeting of this Corporation for the purpose of determining the number of directors, electing Board of Directors, filling

vacancies, electing officers, and reviewing the affairs of this Corporation shall be held each year on the first Monday in May, or such other date as shall be established by the By-Laws.

#### ARTICLE VIII

##### Dissolution

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

#### ARTICLE IX

##### Incorporators

The name, residence and post office address of the incorporators of this Association are as follows:

<u>Name</u>	<u>Address</u>
Lawrence C. Potter	800 North Swan Road, Suite 110 Tucson, Arizona 85711
Kathryn W. Potter	800 North Swan Road, Suite 110 Tucson, Arizona 85711

ARTICLE X

Officers

The affairs of the Association are to be conducted by the officers of the Association which shall include a president, vice-president, secretary, treasurer and such other officers as the board may from time to time by resolution create. During the period of Declarant Control of the Association the Declarant or person designated by him may appoint and remove the officers. Upon the expiration of the period of Declarant Control, the officers shall be elected following each annual meeting of the members and shall hold office for one year unless he/she shall sooner resign or shall otherwise be removed or otherwise disqualified to serve.

ARTICLE XI

By-Laws

By-Laws for this Corporation shall be adopted by the Board of Directors and may be amended or revised by the Board of Directors as provided in the By-Laws. The By-Laws shall provide, among other things, for the contracting, security, paying, and limiting the amount of this Corporations indebtedness and for such other rules and regulations for the management, control and regulation of the affairs of the Corporation as are not repregnant to the laws of the State of Arizona, and as are consonant and agreeable with the objects of the Corporation.



ARTICLE XII

Duration

The commencement of this Corporation shall be the date of filing with the Arizona Corporation Commission, with the privilege of perpetual succession as provided by law.

ARTICLE XIII

Amendment

Amendment of these Articles shall require the assent of two-thirds (2/3) of the members, upon notice given as required by law; provided, however, the Declarant shall have the right to amend these Articles during the period of Declarant Control. These Articles shall not be amended to be inconsistent with, or in opposition to, any provisions in the Declaration.

ARTICLE XIV

FHA/VA Approval

As long as there exists a period of Declarant Control, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties (other than those described in Phase I or Phase II), mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

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 ~~14th~~ <sup>14th</sup> day of December, 1986.

Lawrence C. Potter

Kathryn W. Potter

STATE OF ARIZONA     )  
                                  ) ss.  
County of Pima         )

This instrument was acknowledged before me this 14th  
day of December, 1986, by Lawrence C. and Kathryn W. Potter

My commission expires:  
Commission Expires January 17, 1988

Heleen D. Noe  
Notary Public

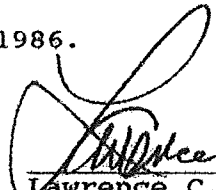
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ACCEPTANCE OF APPOINTMENT

BY STATUTORY AGENT OF

CASA BONITA CONDOMINIUMS ASSOCIATION, INC.

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation this ~~5<sup>th</sup>~~ <sup>4<sup>th</sup></sup> day of December, 1986.

  
Lawrence C. Potter  
800 North Swan Road, Suite 110  
Tucson, Arizona 85711

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A.C.C. CORPORATIONS DIV.  
RECEIVED  
1986  
ALL DOCUMENTS ARE SUBJECT  
TO REVIEW BEFORE FILING

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