

AZ Corp. Commission



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AZ CORPORATION COMMISSION
FILED

JAN 03 2006

FILE NO. 12-532216-9

ARTICLES OF INCORPORATION

OF

ANATOLIAN COUNTRY ESTATES HOMEOWNERS ASSOCIATION

In compliance with the requirements of §10-3201, et seq., Arizona Revised Statutes, as amended, the undersigned, who is a person capable of contracting, states as follows:

ARTICLE 1

NAME

The name of the corporation is Anatolian Country Estates Homeowners Association.

ARTICLE 2

DEFINED TERMS

Capitalized terms used in these Articles without definition shall have the meanings specified for such terms in the Declaration of Covenants, Conditions and Restrictions for Anatolian Country Estates to be recorded hereafter in the Official Records of Maricopa County Recorder, Maricopa County, Arizona, as such Declaration may be amended from time to time.

ARTICLE 3

KNOWN PLACE OF BUSINESS

The known place of business of the Association shall be located at 4130 N. Goldwater Blvd., Suite 224A, Scottsdale, Arizona 85251.

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ARTICLE 4

STATUTORY AGENT

Shawn Richter 4600 East Shea Boulevard Suite # 100 Phoenix Az, Arizona, 85282, 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 as the initial statutory agent for the corporation.

ARTICLE 5

PURPOSE OF THE ASSOCIATION

The object and purpose for which this Association is organized is to provide for the management, maintenance, and care of the Areas of Association Responsibility and other property owned by the Association or property placed under its jurisdiction and to perform all duties and exercise all rights imposed on or granted to the Association by the Project Documents. 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 6

CHARACTER OF BUSINESS

The character of the business which the Association intends to conduct in Arizona is to provide for the management, maintenance and care of the Areas of Association Responsibility and to exercise and perform such other powers and duties as are imposed on or granted to the Association by the Project Documents.

ARTICLE 7

MEMBERSHIP AND VOTING RIGHTS

The Members of the Association shall be the Owners of Lots. All Owners of Lots shall be mandatory Members of the Association, and no Member shall have the right to resign as a Member of the Association. By acquiring fee title to or otherwise becoming the Owner of a Lot, a Person consents to becoming a Member of the Association. As provided in the Declaration, there initially will be two classes of Membership in the Association. Each Owner shall have such rights, privileges and voice in the Association as are set forth in the Project Documents. The provisions of the Declaration pertaining to classes of Membership and the voting rights of the Members are incorporated in these Articles of Incorporation by reference.

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ARTICLE 8

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be three (3). The names and addresses of the initial directors of the Association who shall serve until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Mailing Address</u>
David Richter	4130 N. Goldwater Blvd., Suite 224A Scottsdale, Arizona 85251

The Board shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members except that the Declarant, as long as the Declarant owns any Lot, and thereafter, the Board, without a vote of the Members, may amend the Bylaws in order to conform the Bylaws to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration, the Veterans Administration or any federal, state or local governmental agency whose approval of the Project, the Plan or the Project Documents is required by law or requested by the Declarant or the Association.

ARTICLE 9

OFFICERS

The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until their successors have been elected and qualify:

David Richter	- President
David Richter	- Secretary/Treasurer

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ARTICLE 10**LIMITATION ON LIABILITY OF DIRECTORS**

The personal liability of a director of the Association to the Association or its Members for monetary damages for breach of his fiduciary duties as a director is hereby eliminated to the extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time. Any repeal or modification of this Article 10 shall be prospective only and shall not adversely affect the personal liability of a director or prior director for any act or omission occurring prior to the effective date of such repeal or modification.

ARTICLE 11**INDEMNIFICATION**

The Association shall indemnify any Person made a party to any civil suit or criminal, administrative or investigative action, other than an action by or in the right of the Association, by reason of the fact that he is or was a Member, director, officer, employee or agent of the Association against expenses, including attorneys' fees, and judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, if he acted, or failed to act, in good faith and he reasonably believed (i) in the case of conduct in an official capacity with the Association, that the conduct was in its best interests, (ii) in all other cases, that the conduct was at least not opposed to its best interests and (iii) in the case of any criminal action or proceeding, that he had no reasonable cause to believe the conduct was unlawful. Any indemnification of the Members, directors, officers, employees or agents of the Association shall be governed by and made in accordance with the provisions of the Arizona Revised Statutes pertaining to nonprofit corporations. Any repeal or modification of this Article 11 shall be prospective only and shall not adversely affect, defeat or limit the right of any Person to indemnification for any act, or failure to act, occurring prior to the effective date of such repeal or modification.

ARTICLE 12**AMENDMENTS**

These Articles may be amended by Members who represent not less than seventy-five percent (75%) of the total votes in the Association; provided, however, that so long as the Declarant owns any Lot, the Declarant, and thereafter, the Board, without a vote of Members, may amend these Articles in order to conform these Articles to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration, the Veterans Administration or any federal, state or local governmental agency whose approval of the Project, the Plat or the Project Documents is required by law or

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requested by the Declarant or the Association. So long as the Declarant owns any Lot, any amendment to these Articles must be approved in writing by the Declarant.

ARTICLE 13

DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by Members representing not less than two-thirds (2/3) of the authorized votes in each class of membership. 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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes. So long as the Declarant owns any property within the Project, any dissolution of the Association must be approved in writing by the Declarant.

ARTICLE 14

DURATION

The corporation shall exist perpetually.

ARTICLE 15

ASSESSMENTS AND FEES

Each Member shall be obligated to pay Assessments and other fees and charges to the Association in accordance with the Project Documents.

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**ARTICLE 16
INCORPORATOR**

The name and address of the incorporator of the Association is:

<u>Name</u>	<u>Address</u>
David Richter	4130 N. Goldwater Blvd., Suite 224A Scottsdale, Arizona 85251

Dated this 29 day of Dec., 2005.



David Richter

ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for this corporation, hereby accepts such appointment and agrees to act in that capacity until removal or resignation is submitted in accordance with applicable provisions of the Arizona Revised Statutes.

Dated this 3 day of Jan., 2006.



Shawn M Richter

FORM [REDACTED]
12211

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2399

Tucson Address: 400 West Congress
Tucson, Arizona 85701-4347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

Italian Country Services **HOMEWORKERS**
Association
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. Been convicted of a felony involving a false statement in securities, consumer fraud or securities in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or receipt of funds or moneys in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. Been or was subject to an injunction, judgment, decree or permanent order of any state or federal court within the seven-year period immediately preceding the execution of this Certificate which:
 - (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 securities or material of funds laws of that jurisdiction?

Yes No X

B. IF YES, the following information MUST be attached:

1. Full name and phone number(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.
6. Social Security number.
7. The nature and description of such conviction or judgment, date and location, the court and public agency involved and the or case number of case.

- C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any other corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved, by any jurisdiction?

Yes No X

IF YOU ANSWER TO THE ABOVE QUESTIONS IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including title and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transferred business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or administrative dissolution, including the date, court or agency and the file or case number of the case.

D. The fiscal year end adopted by the corporation is 12/31

Under penalty of law, the undersigned incorporator/officer declares that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY John Helle DATE 01/03/06 BY _____ DATE _____
 TITLE INCORPORATOR TITLE _____

BY _____ DATE _____ BY _____ DATE _____
 TITLE _____ TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATIONS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and this person was not indicated in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.

CP-6601 - Non-Profit
Rev: 4/94

**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION
SUBMISSION COVER SHEET**

Important: USE A SEPARATE COVER sheet for each document.
Please Select AND Complete all the Appropriate Sections 1 through 10:

Recording Office/Proposed Name for CORD/LLC/LLP:

1. Type In Name: Avantia County Estate Encumbrance Amendment

2. **Fees Type:** (Select Only One)
- Articles of Domiciliation \$160.00
 - Articles of Incorporation (PI) \$ 40.00
 - Articles of Incorporation (NP) \$ 40.00
 - Articles of Organization \$ 50.00
 - Application to Transfer Business (IS) \$175.00
 - Application to Conduct Affairs (M) \$175.00
 - Application for New Authority \$175.00
 - Application for Registration \$165.00
 - Articles of Amendment \$ 25.00
 - Articles of Amendment & Restatement \$ 25.00
 - Articles of Correction \$ 25.00
 - Articles of Merger/Share Exchange \$100.00
 - Affidavit of Publication No Fee
 - Other: _____

4. Processing Type (Select One)
- Expedited (\$35.00) priority service. Additional Fee For Document(s) Completed on same or possible. View current processing times at www.azcc.com/azcc/index
 - Regular: View current processing times at www.azcc.com/azcc/index

6. Select Payment type:
- Check Amt. 75.00 Check # 93150
 - Cash Amt. _____
 - MCD Amt. _____ MCD # _____
 - No fee required

3. Extras:
- Certified Copies (1 Copy @ \$1 each for Copies)
 - Certified Copies (1 Copy @ \$1 each for LLC's)
 - Good Standing Certificate (1 Copy @ \$10.00)
 - Expedite Good Standing (\$25 extra)
 - Expedite Certified Copies (\$10 extra)

5. Total Payment Type Entered: \$ 75.00

RECEIVED

7. Other Special Instructions: _____

JAN 9 9 2006

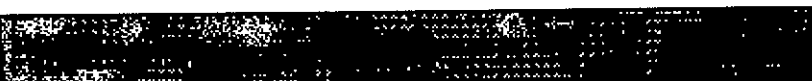
8. SELECT ONE RETURN DELIVERY OPTION:

- Mail Pick Up Fax # ()

ARIZONA CORP COMMISSION
CORPORATIONS DIVISION

9. The following individual should be called to pick up completed documents:

Name/Service Co: Trust Dorns Phone: (602) 242-8821



10. Please respond promptly to phone messages. Documents will be mailed if they are not picked up in a timely manner - approximately two weeks. In that event, the documents should be mailed to the following address:

Firm Name: Anderson Brady Bechtel, Nator Attn: Lydia L. Raska

Address: 4600 E. Shea Blvd., Suite 609

City/State, Zip: Phoenix, Arizona 85016