SEP 1 9 2014



FIEND 1951029-4

ARTICLES OF INCORPORATION

OF

SCOTTSDALE MOUNTAIN VILLAS HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the Declaration of Covenants, Conditions, and Restrictions of Scottsdale Mountain Villas, recorded or to be recorded in the Office of the Maricopa County Recorder, as the same may be amended from time to time (the "Declaration"), the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify: (All capitalized terms used but not defined herein shall have the meanings set forth in the Declaration.)

ARTICLE I CORPORATE NAME

The name of the corporation is Scottsdale Mountain Villas Homeowners Association, Inc., hereafter called the "Association".

ARTICLE II PRINCIPAL OFFICE

The principal office of the Association is located at 7377 E. Doubletree Ranch Road, Suite 190, Scottsdale, Arizona 85258.

ARTICLE III STATUTORY AGENT

Gary Jones, whose address is 7377 E. Doubletree Ranch Road, Suite 190, Scottsdale, Arizona 85258 is hereby appointed the initial registered agent of this Association.

ARTICLE IV PURPOSE AND POWERS OF THE ASSOCIATION

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 residences, Lots and Common Area within the property described as:

See Exhibit A attached hereto

and to promote the health, safety and welfare of the residents within the above-described property 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 the Declaration, 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 expenses in connection therewith and all

AZ CORPORATION COMMISSION

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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;

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- (c) acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) finance capital improvements in the Project by encumbering future Assessments if such action is approved by the affirmative vote of Lot Owners as may be required by the Declaration;
- (e) have and to exercise any and all powers, rights and privileges which a corporation organized under the Planned Communities Act and the Nonprofit Corporation Act of the State of Arizona by law may now or hereafter have or exercise.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to the Declaration, including contract sellers, 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 Lot which is subject to assessment by the Association.

ARTICLE VI VOTING RIGHTS

All Owners shall be entitled to one vote for each Lot owned, except as expressly provided otherwise in the Declaration or Bylaws. When more than one person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII BOARD OF DIRECTORS

The affairs of this Association shall initially be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Name Address

Gary Jones 7377 E. Doubletree Ranch Road. Suite 190

Scottsdale, AZ 85258

William Cleverly 7377 E. Doubletree Ranch Road, Suite 190

Scottsdale, AZ 85258

David Paltzik 7114 E. Stetson, Suite 190

Scottsdale, AZ 85258

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Scottsdale, AZ 85258

I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

⊠ I ACCEPT

Dated: September 4, 2014.

Gary Jones

Acceptance of Appointment by Statutory Agent

The undersigned, having been designated to act as Statutory Agent, hereby consents to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

Gary Jones

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACCUSE ONLY.

CERTIFICATE OF DISCLOSURE

Read the Instructions <u>C003i</u>

1. ENTITY NAME - give the exact name of the corporation in Arizona:												
	Scotts	tale Mountain Villas Homeowners Association, Inc.										
2,	. A.C.C. FILE NUMBER (if already incorporated or registered in AZ): Find the A.C.C. file number on the upper corner of filed documents OR on our website at: http://www.szcr.gov/Divisions/Corporations											
3.	Check only one of the following to indicate the type of Certificate:											
		Initial (accompanies formation or registration documents)										
		Supplemental to COD filed (supplements a previous	usty-filed									
		Certificate of Disclosure)	·									
4.	PELONY	/JUDGMENT QUESTIONS :		· · · · · · · · · · · · · · · · · · ·								
	Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:											
	4.1	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 signing of this certificate?	☐ Yes	■ No								
	4.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by faise pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?	☐ Yes	■ No								
A	4.3	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following:										
		 a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction? 	☐ Yes	i No								
	4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you MU and attach a Certificate of Disclosure Felony/Indoment Attachment for		е								

corporation, served in any other corporation (not the one filling this Certificate) on the bankruptcy or receivership of the other corporation? 5.2 If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form COO5. IMPORTANT: If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or tan per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation are submit a SulpH_BERENTA_Certificate providing information about thet person, signed by all incorporators of the issued and outstanding shares or tan per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation as under a submit sale place. This Certificate or Disclosure: Original Certif	5. BANK	RUPTCY QUEST	ION;	 						. <u> </u>		
Disclosure Bankruptcy Attachment form COOS. IMPORTANT: If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over bein per cent of the issued and containeding shares or tan per cant of any other proprietary, beneficial or memberships inferest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators of the comporation must submit and person of the corporation and attach an incorporator attachment form CO84. This Certificate must be signed by all incorporators. If more space is needed, complete and attach an incorporator Attachment form CO84. This Certificate must be signed by a fully sufficience or by the Chairmen of the Board of Directors. This Certificate must be signed by a fully sufficience or by the Chairmen of the Board of Directors and attach an incorporator Attachment form CO84. This Certificate must be signed by a fully sufficience or by the Chairmen of the Board of Directors and attach an incorporator attachment form CO84. This Certificate must be signed by a fully sufficience or by the Chairmen of the Board of Directors and attach an incorporator attachment form CO84. This Certificate must be signed by a fully sufficience or by the Chairmen of the Board of Directors of the corporation submitting this Certificate. This Certificate and attach an incorporator of the corporation submitting this Certificate. This Certificate and attach an incorporator of the corporation submitting this Certificate. This Certificate and attach an incorporator of the corporation submitting this Certificate. This Certificate and attach an incorporator of the corporation submitting this Certificate. This Certificate and attach an incorporator of the corporation submitting this Certificate. This Certificate and attach an incorporator of the corporation submitting this Certificate. This Certificate and	B.1 Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in any other corporation (not the one filing this Certificate) on the bankruptcy or receivership of the other								☐ Yes	■ No		
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