



AZ CORPORATION COMMISSION
FILED

ARTICLES OF INCORPORATION

AUG 07 2013

OF

FILE NO. 18055189 CAREFREE 60 COMMUNITY ASSOCIATION

In compliance with Arizona Revised Statutes § 10-3101, *et seq.*, as amended, the undersigned, for the purpose of forming a nonprofit corporation, hereby certify:

1. Name: The name of the corporation is Carefree 60 Community Association.
2. Duration: The period of the Corporation shall be perpetual.
3. Purpose: The purpose for which this Corporation is organized is to transact any or all lawful business for which nonprofit corporations may be incorporated under the laws of Arizona, as may be amended from time to time.
4. Character of Affairs: The character of affairs which the Corporation initially intends to conduct in Arizona is to provide for the orderly development, maintenance, preservation and architectural control of that residential subdivision known as Carefree 60 and to act in furtherance of the common good and general welfare of the Carefree 60 community.
5. Limitation of Director Liability: In accordance with the provisions of the Nonprofit Corporation Act (set forth at A.R.S. § 10-3101 *et seq.*, as may be amended from time to time), each Director shall be immune from civil liability and shall not be subject to suit indirectly or by way of contribution for any act or omission resulting in damage or injury if said Director was acting in good faith and within the scope of his official capacity (which is any decision, act, or event undertaken by the Corporation in furtherance of the purpose or purposes for which it is organized) unless such damage or injury was caused by willful and wanton or grossly negligent conduct of the Director. This provision intends to give all Directors the full extent of immunity available under the Nonprofit Corporation Act.
6. Indemnification of Directors, Officers, and Agents: The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact that he or she is or was an officer, director, or agent of the Corporation. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law; provided, however, that the Corporation shall have the right to refuse indemnification if the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the Corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.
7. Board of Directors. The initial board of directors shall consist of three (3) directors. The names and addresses of the persons who are to serve as the directors until their successors are elected and qualified are:

1. Dennis Palmer
8601 N. Scottsdale Road, Suite 220
Scottsdale, AZ 85253
2. Karen Murray
8601 N. Scottsdale Road, Suite 220
Scottsdale, AZ 85253
3. Brian Konderik
8601 N. Scottsdale Road, Suite 220
Scottsdale, AZ 85253

The number of persons to serve on the board of directors thereafter shall be one (1) to five (5) in accordance with the Bylaws.

8. Known Place of Business. The street address of the known place of business of the Corporation is:

8601 N. Scottsdale Road, Suite 220
Scottsdale, AZ 85253

9. Statutory Agent. The name and address of the statutory agent of the Corporation is:

Amanda F. Shaw
c/o AAM, LLC
1600 W. Broadway Road, Suite 200
Tempe, AZ 85282

10. Incorporators. The name and address of the incorporator is:

Carl Mulac
8601 N. Scottsdale Road, Suite 220
Scottsdale, AZ 85253

All powers, duties, and responsibilities of the incorporator shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

11. Members. The Corporation will have members.

12. Dissolution. Upon the dissolution or liquidation of the Corporation, the Corporation shall pay or adequately provide for the debts and obligations of the Corporation and otherwise comply with the Arizona Nonprofit Corporation Act. Upon such dissolution or liquidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Corporation was created.


13. Amendment. These Articles may be amended by the affirmative vote or written consent, or any combination thereof, of two-thirds (2/3) of the total votes in the Association.

EXECUTED THIS 10th day of July, 2013, by the incorporator.

Signed: 
Carl Mulac

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named Corporation effective this 10th day of July, 2013.

Signed: 
Amanda F. Shaw

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

CERTIFICATE OF DISCLOSURE

Read the Instructions C003

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:

Carefree 60 Community Association

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.azcc.gov/Divisions/Corporations>

3. **Check only one of the following to indicate the type of Certificate:**

- Initial (accompanies formation or registration documents)
 Annual (credit unions and loan companies only)
 Supplemental to COD filed _____ (supplements a previously-filed Certificate of Disclosure)

4. FELONY/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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES , you MUST complete and attach a <u>Certificate of Disclosure Felony/Judgment Attachment</u> form C004.		

5. BANKRUPTCY QUESTION:

<p>5.1 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 corporation?</p>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<p>5.2 If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of <u>Disclosure Bankruptcy Attachment</u> form C005.</p>		

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 ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

SIGNATURE REQUIREMENTS:	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an <u>Incorporator Attachment</u> form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

Name Carl Mulac

Address 1 8601 N. Scottsdale Rd.

Address 2 Suite # 225

City Scottsdale, Maricopa State AZ Zip 85253

Name _____

Address 1 _____


Address 2 _____

City _____ State _____ Zip _____

Country _____

SIGNATURE - see Instructions C003I:

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

 I ACCEPT

Signature _____

Printed Name Carl Mulac Date 7/10/13

SIGNATURE - see Instructions C003I:

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature _____

Printed Name _____ Date _____

REQUIRED - check only one:

- Incorporator** - I am an Incorporator of the corporation submitting this Certificate.
- Officer** - I am an officer of the corporation submitting this Certificate
- Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- Director** - I am a Director of the credit union or loan company submitting this Certificate.

REQUIRED - check only one:

- Incorporator** - I am an Incorporator of the corporation submitting this Certificate.
- Officer** - I am an officer of the corporation submitting this Certificate
- Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- Director** - I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None (regular processing) Expedited processing - add \$35.00 to filing fee. All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.