

ARTICLES OF INCORPORATION

OF

FEB 12 3 41 PM '86

FEB 27 4 30 PM '86

APPROVED BY Betty Baylor
DATE APPROVED 2-28-86
TERM _____
DATE _____ TIME _____

GREEN VALLEY VILLAS WEST CONDOMINIUM ASSOCIATION

FILED
DATE APPROVED _____
TERM _____
B. Baylor
2-23-86 11:30

The undersigned, by these Articles, associate themselves

514663 for the purpose of forming a not for profit corporation under

A.R.S. § 1001 et seq, and certify as follows:

ARTICLE I

NAME

The name of the Corporation is Green Valley Villas West
Condominium Association, hereinafter called the "Association".
The business address of the Association shall be P. O. Box 339,
Green Valley, Arizona.

ARTICLE II

DURATION

The duration of the Corporation is perpetual.

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

The 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 the maintenance, preservation and
control of the common elements, facilities and roads, within that
certain tract of property described in Exhibit "A" of that certain
Declaration of Submission to Horizontal Property Regime recorded
in the Office of the Pima County Recorder as such Declaration may
be amended from time to time, and to promote the health, safety

and welfare of the residents within the above described property and for these purposes:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Covenants, Conditions and Restrictions for this Association, such being incorporated herein as though set forth in full:

(b) To fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of the Declaration and the By-Laws of the Association; to pay all expenses in connection therewith and 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) To 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) To borrow money to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(e) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Arizona Non-Profit corporation Act by law may now or hereafter have or exercise.

ARTICLE IV

MEMBERSHIP

Every person or entity who is a record owner of a fee interest in any Unit which is subject to assessment by the Association, and qualifies in accordance with the By-Laws and the Declaration of Submission to Horizontal Property Regime recorded at Docket 5234, pages 1 through 6 on March 25, 1976, shall be a member of the Association. This does not include persons or entities who hold an interest merely as security for the performance of an obligation. Ownership of any such Unit shall be the sole qualification for membership. Upon termination of the interest of the Unit Owner, his/her membership shall automatically terminate and shall be transferred and shall inure to the new Unit Owner succeeding him/her in interest. The owner or owners of each unit shall be entitled to one (1) vote per unit as a member of the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V

STATUTORY AGENT

The name and address of the initial statutory agent is Tanis A. Duncan, 548 E. Speedway, Tucson, Arizona 85705.

ARTICLE VI

BOARD OF DIRECTORS

A. The initial Board of Directors will consist of nine directors.

B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

C. The names and addresses of the members of the first Board of Directors who shall hold office until the annual meeting or until their successors are elected and have qualified, or until removed, are as follows:

Kenneth Bjorkman, 160 B Paseo Sarta, Green Valley, Arizona, 85614.

Donald Freeman, 444D Paseo Sarta, Green Valley, Arizona, 85614.

Joseph Daretta, 387 A Paseo Tierra, Green Valley, Arizona 85614.

Dorothy Disell, 144D Paseo Pena, Green Valley, Arizona 85614.

Maxine Heimerl, 316D Paseo Sarta, Green Valley, Arizona 85614.

James Lyon, 414B Paseo Sarta, Green Valley, Arizona 85614.

Robert Pelander, 18021 Placita Mayo, Green Valley, Arizona 85614.

Herbert Rosten, 919 S. Los Zafiros, Green Valley, Arizona 85614.

W. K. Walden, 457 A Paseo Quinta, Green Valley, Arizona 85614.

ARTICLE VII

INCORPORATORS

The names and addresses of the incorporators are W. K. Walden, 457 A Paseo Quinta, Green Valley, Arizona 85614 and Dorothy Disell, 144D Paseo Pena, Green Valley, Arizona 85614.

ARTICLE VIII

AMENDMENT

Amendment of these Articles of Incorporation or the By-Laws of the Corporation may be made only by a majority of the members at any annual meeting or a special meeting called for that purpose and after notice, required by law, is given.

ARTICLE IX

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney fees, reasonable incurred or imposed upon him/her in connection with any proceeding or any settlement of any proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been a director or officer of the Association, whether or not he/she is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of

