

**COMMISSIONERS**  
JEFF HATCH-MILLER - Chairman  
WILLIAM A. MUNDELL  
MIKE GLEASON  
KRISTIN K. MAYES  
BARRY WONG



**ARIZONA CORPORATION COMMISSION**

BRIAN C. MCNEIL  
Executive Director  
  
DAVID RABER  
Director, Corporations Division

September 8, 2006

KENNETH MOYER  
2240 MCCULLOCH BLVD  
LAKE HAVASU CITY, AZ 86403

RE: RIO DEL SOL HOMEOWNERS ASSOCIATION, INC.  
File Number: -1307956-8

We are pleased to notify you that your Articles of Incorporation were filed on September 1, 2006.

You must publish a copy of your Articles of Incorporation. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona (as filed with the Commission) for three (3) consecutive publications. A list of newspapers is available on the Commission web site. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing within NINETY (90) DAYS from the date of this letter. Make sure the newspaper publishes the corporation documents using the exact name filed with the Commission.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, on the anniversary of the date of incorporation. Each year, a preprinted Annual Report form will be mailed to the corporation's known place of business approximately two months prior to the due date of the report. Should the report fail to arrive, contact the Commission. It is imperative that corporations notify the Commission immediately (in writing) if they change their corporate address, statutory agent or agent address. Address change orders must be executed (signed) by a corporate officer. Postal forwarding orders are not sufficient.

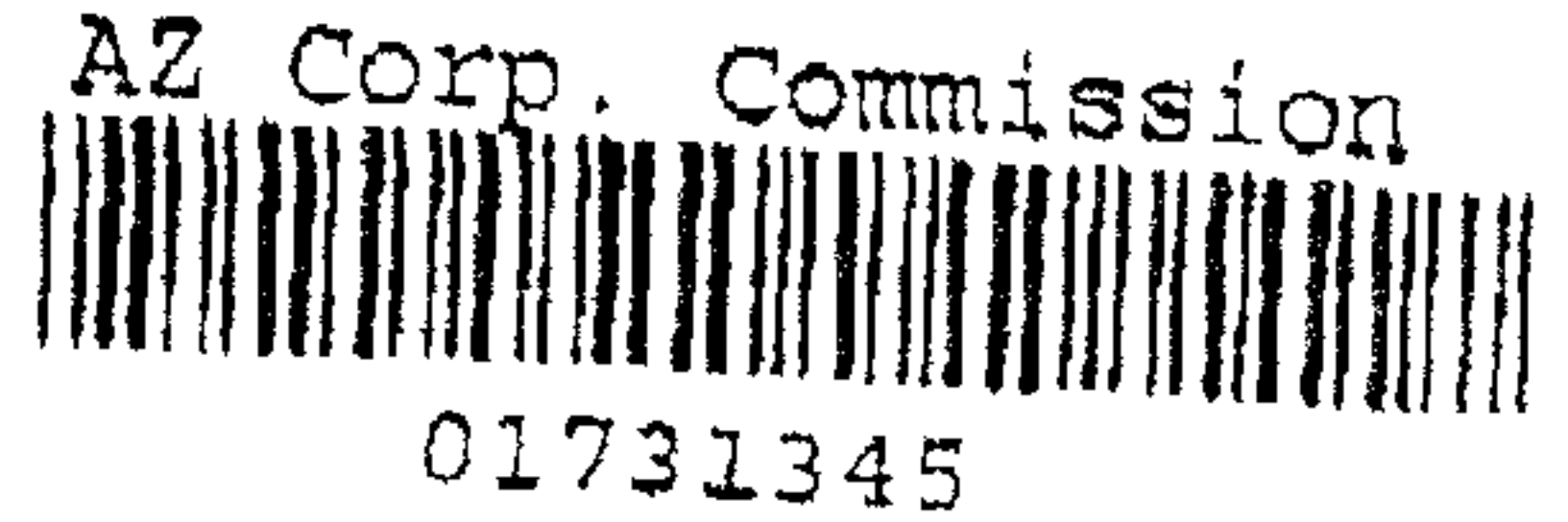
The Commission strongly recommends that you periodically check Commission records regarding the corporation. The Commission web site [www.cc.state.az.us/corp](http://www.cc.state.az.us/corp) contains information specific to each corporation of record and is a good general source of information.

If you have questions or need of further information, please contact us at (602) 542-3135 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona residents only) at 1-800-345-5819.

Sincerely,

Blanca Espino  
Examiner  
Corporations Division

CF:04  
REV. 01/2004



AZ CORPORATION COMMISSION  
FILED

SEP - 1 2006

- 1307956-8

FILE NO. \_\_\_\_\_ ARTICLES OF INCORPORATION OF

RIO DEL SOL HOMEOWNERS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That I, do hereby associate myself for the purpose of forming a non-profit corporation pursuant A.R.S. §10-2301, et. seq. of the State of Arizona and for that purpose do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be RIO DEL SOL HOMEOWNERS ASSOCIATION, INC. The initial place of business shall be at 1989 Mesquite Avenue, Lake Havasu City, AZ 86403. (Mailing address - 161 Swanson Avenue, Lake Havasu City, AZ 86403.) The corporation shall have members.

ARTICLE II

The name and address of the incorporator is as follows:

JUDY MUSELMAN  
2224 Littler Lane, #12  
Lake Havasu City AZ 86406

ARTICLE III

The name and address of the initial statutory agent of this corporation is KENNETH E. MOYER, 2240 McCulloch Boulevard, Lake Havasu City, AZ 86403.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

ARTICLE IV

- 1307956-8

The purpose for which this corporation is organized for the transaction of any and all business for which corporations may be incorporated under the laws of the State of Arizona. The character of the business which the corporation initially intends to conduct in this State is that of the operation and management of an owners association for the RIO DEL SOL HOMEOWNERS ASSOCIATION, INC., including but not limited to, the collection of dues, contracting for maintenance and repairs, landscaping and other related and necessary obligations.

ARTICLE V

The corporation may indemnify, in its discretion, to the extent permitted by the laws of the State of Arizona, any person who incurs liability by reason of the fact that he or she is an officer, director or agent of the corporation.

ARTICLE VI

Five (5) persons shall constitute the initial Board of Directors, and the names and addresses of those who are to serve as such are as follows:

NOREEN LEHMANN  
1989 Mesquite, #61  
Lake Havasu City AZ 86403

JUDY MUSELMAN  
2224 Littler Lane, #12  
Lake Havasu City AZ 86406

ROBYN BROWN-McKIE  
11660 Church Street, Apt. 302  
Rancho Cucamonga CA 91730

sd

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

- 1307956-8

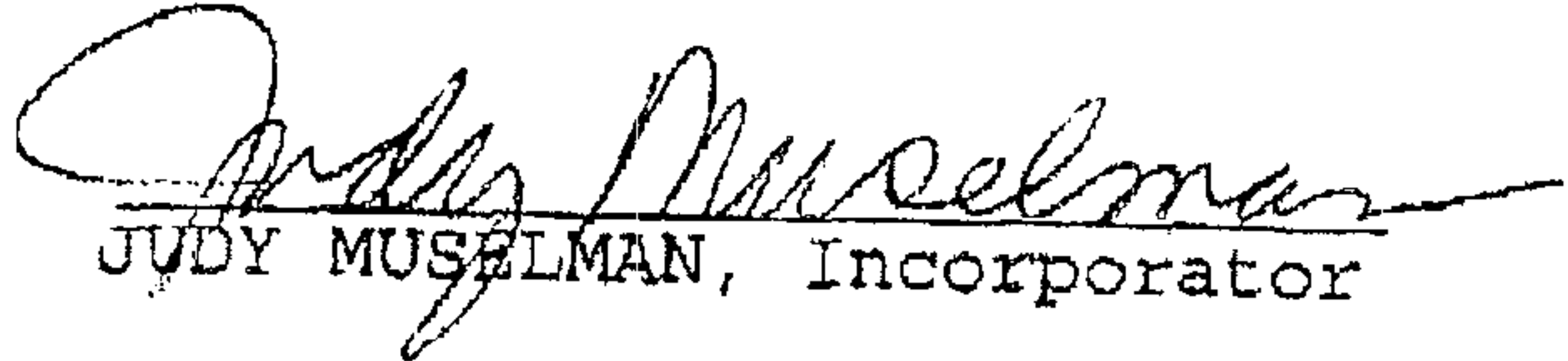
KAREN JAMES  
114 Country Road 33 26  
Gunnison CO 81230

SHANNON McNAMARA  
1989 Mesquite, #75  
Lake Havasu City AZ 86403

Until the next annual meeting, NOREEN LEHMANN shall  
be President, KAREN JAMES shall be Vice President, ROBYN  
BROWN-McKIE, Secretary and JUDY MUSELMAN shall be Treasurer.

IN WITNESS WHEREOF, I have hereunto set my hand this

19th day of July, 2006.

  
JUDY MUSELMAN, Incorporator

AZ. CORP. COMMISSION  
FOR THE STATE OF AZ.  
FILED

AZ. CORP. COMMISSION  
FOR THE STATE OF AZ.  
FILED

ARTICLES OF INCORPORATION  
OF

JAN 18 3 34 PM '89

DEC 15 4 55 PM '88

*Handwritten signature*

APPR. DATE 10-1001  
FILED  
*Handwritten signature*  
1-4-89

In compliance with the requirements of A.R. etc., 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:

211435

ARTICLE I

The name of the corporation is Rio Del Sol Homeowners Association, Inc., hereinafter called the "Association."

*Handwritten mark*

ARTICLE II

The principal office of the Association is located at 1940 Mesquite Boulevard, Lake Havasu City, Arizona 86403.

ARTICLE III

Ray W. Jackson III, whose address is 1940 Mesquite Boulevard, Lake Havasu City, Arizona 86403, is hereby appointed the initial registered agent of this Association. The following persons are the incorporators of the Corporation, and their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Ray W. Jackson III	1940 Mesquite Boulevard Lake Havasu City, AZ 86403
John A. Marxer	1400 North Woodward Avenue Bloomfield Hills, MI 48013

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 residential Condominium Units and Common Elements within that certain tract of property described as:

Condominium Units 1-96, inclusive  
Garage Units 1-38 inclusive,  
Rio Del Sol Condominiums according to the Declaration  
of Condominium Ownership to be recorded in Official  
Records and the Plat recorded May 18, 1988 as Fee  
No. 88-19961, Records of Mohave County, together with an  
undivided interest in the common elements as set forth  
in said Declaration and Plat.

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 that certain Declaration of  
Covenants, Conditions and Restrictions, hereinafter  
called the "Declaration," applicable to the property  
and recorded or to be recorded in the Office of  
Official Records, Mohave County, Arizona 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 expenses in  
connection therewith and all office and other expenses  
incident to the conduct of the business of the Associa-  
tion, 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  
or otherwise dispose of real or personal property in  
connection with the affairs of the Association;

(d) borrow money, and with the assent of eighty  
percent (80%) of the votes in the Association 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 Elements 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 eighty percent (80%) of  
the votes in the Association agreeing to such  
dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Elements, provided that, subject to the provisions of the Declaration regarding development and annexation and "Special Declarant Rights", any such merger, consolidation or annexation shall have the assent of eighty percent (80%) of the votes in the Association; provided, however, that the Federal Housing Administration ("FHA") and the Veterans Administration ("VA") shall first determine, if required by law, that the annexation is in accord with the general plan approved by them;

(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.

## ARTICLE V

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject by covenants of record to assessment by the Association, 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 Unit which is subject to assessment by the Association.

## ARTICLE VI

### VOTING RIGHTS

All owners shall be entitled to one vote for each Unit owned. When more than one person holds an interest in any Unit, all such persons shall be members. The vote for such Unit shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Unit, and fractional votes shall not be allowed. In the event more than one vote is cast for a particular Unit, the vote shall be allowed as provided in the Declaration. Declarant (as defined in the Declaration) shall be entitled to appoint and remove the officers and members of the Board of Directors as provided in Article II, Section 13 of the Declaration.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than five (5) Directors, who need not be members of the Association. The initial Board of Directors shall consist of three directors until the first annual meeting of the members. 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:

<u>NAME</u>	<u>ADDRESS</u>
Ray W. Jackson III	1940 Mesquite Boulevard Lake Havasu City, AZ 86403
Donald R. Nelson	1945 Mesquite Lake Havasu City, AZ 86403
John A. Marxer	1400 N. Woodward Avenue Bloomfield Hills, MI 48303

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than eighty percent (80%) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be disposed of as provided in §13-1228, Arizona Revised Statutes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of sixty-seven percent (67%) of the entire membership.



ARTICLE XI

FHA/VA APPROVAL

During the period of Declarant control as provided in the Declaration applicable regulations may require that the following actions receive the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Elements, dedication of Common Elements, 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 \_\_\_ day of June, 1988.

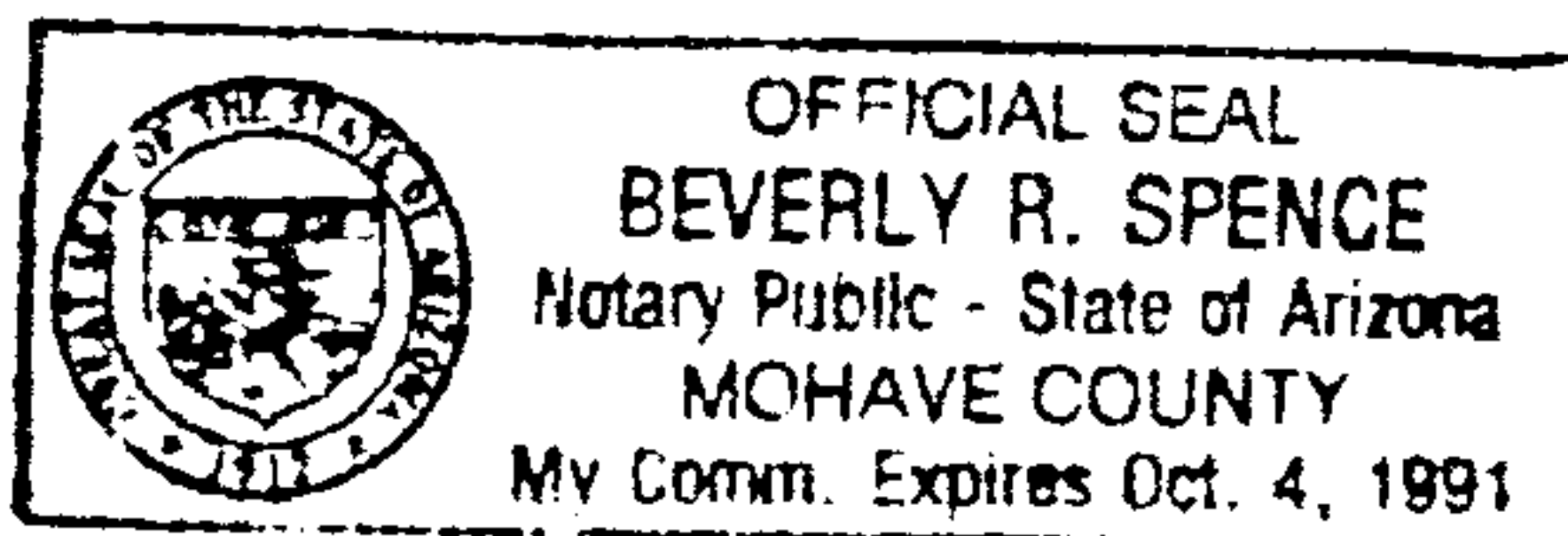
*Ray W. Jackson III*  
Ray W. Jackson III

*John A. Marxer*  
John A. Marxer

STATE OF ARIZONA        )  
                                      : SS  
COUNTY OF MOHAVE     )

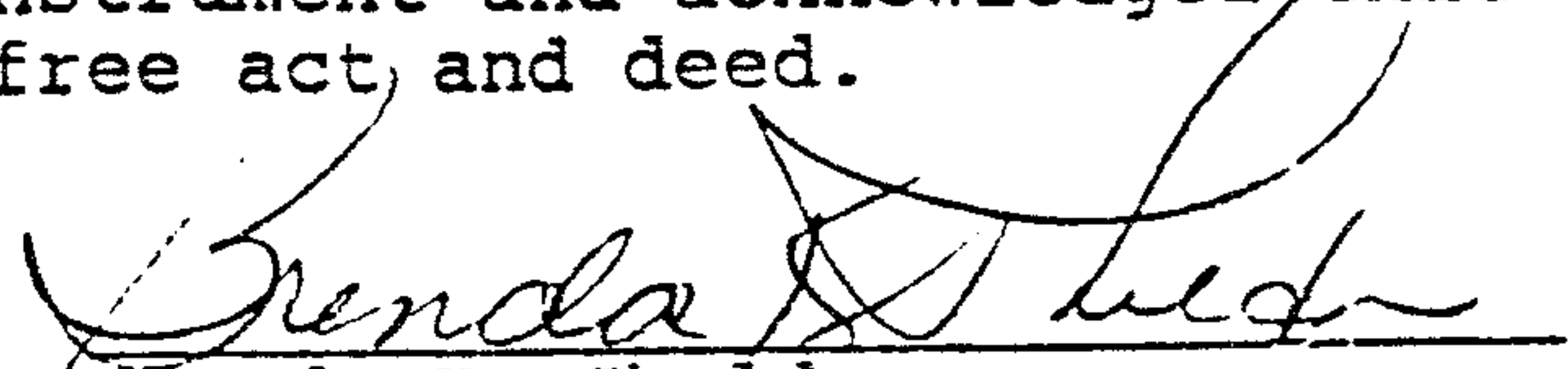
On this 6<sup>th</sup> day of June, 1988, personally appeared RAY W. JACKSON III to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.

*Beverly R. Spence*  
Notary Public, Mohave County,  
State of Arizona  
My Commission Expires: Oct. 4, 1991



STATE OF MICHIGAN     )  
  : SS  
COUNTY OF OAKLAND    )

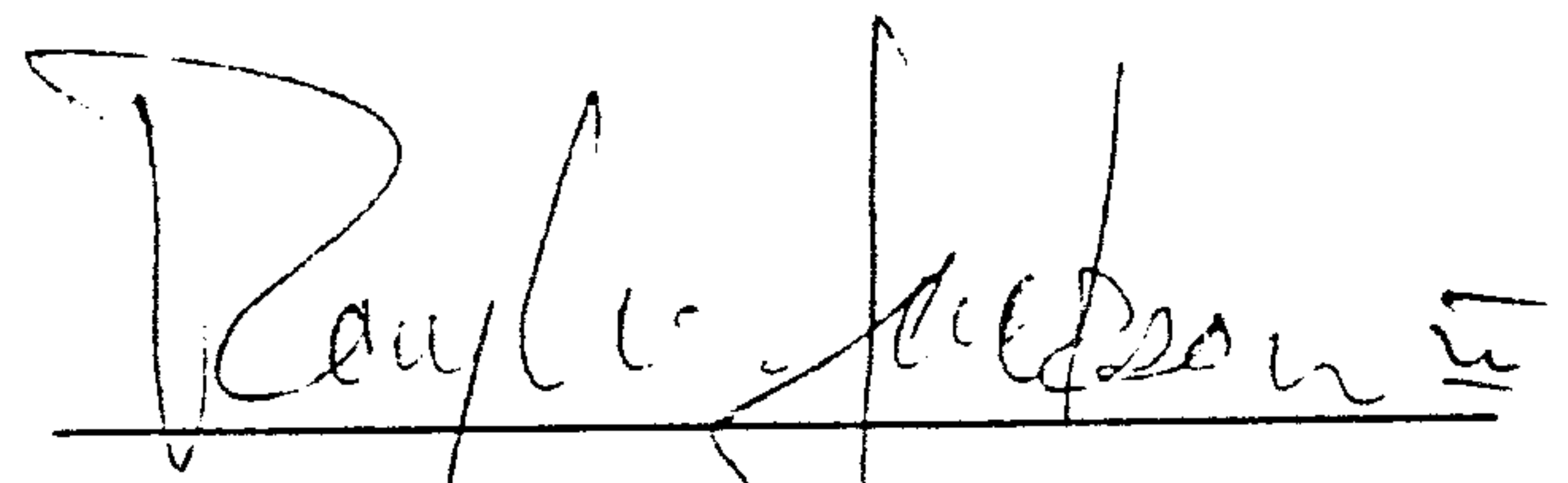
On this 2nd day of June, 1988, personally appeared JOHN A. MARXER to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.



Brenda K. Sheldon  
Notary Public, Macomb County,  
State of Michigan  
My Commission Expires: 2/05/91  
ACTING IN OAKLAND COUNTY

Dated this 6<sup>th</sup> day of June, 1988.

I, Ray W. Jackson III, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.



Ray W. Jackson, III