

**Buckskin Artists Community
Member Information Packet
January 1, 2023**

Amended
Articles of Incorporation

Buckskin Artists Community

Article 1

The name of this corporation shall be BUCKSKIN ARTISTS COMMUNITY and its principal place of business shall be in Heber, Navajo County, Arizona, but it may have branch offices and do business and its Board of Directors may meet for the transaction of business within or without the Navajo County as may be found necessary, convenient or proper for the conduct of corporation business.

Article 2

The general nature of the business of the Corporation shall be to assist its members to maintain, protect and service residential lots owned by them and to such end to cooperate with the United States Forest Service, public utilities chartered by the State of Arizona, Rural Electrical Co-Operatives and other public or private agencies and to carry out any and all lawful activities for which non-profit corporations may be formed under Arizona law.

Article 3

To carry out the business of the Association, the Corporation shall have all of the general powers of a corporation conferred by the laws of the State of Arizona, as the same are now in force or may be in force during the life of this Corporation, and said general powers, to be exercised by the Board of Directors shall include, but not be limited to, the following:

3.1 To purchase, hold or otherwise acquire, in whole or in part, governmental licenses, rights, franchises and property of every kind, and undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation, engaged in or authorized to conduct any activity authorized to be conducted by this Corporation or owning property necessary or suitable for its purpose including the installation and operation of utility services for members and the construction and maintenance of roads, bridges and related structures, and improvements; to hold or in any manner dispose of the whole or any part of property so acquired, when not needed to carry on the activities of this Corporation, and exercise all powers necessary, convenient or incidental to the conduct of the Corporation's business.

3.2 To receive real or personal property or money from any person, firm, corporation or governmental agency.

3.3 To guarantee the payment and performance of the provisions of contracts or other obligations of this Corporation or any person or members of this Corporation in furtherance of the objects of the corporate aims, including the power to borrow money with or without pledge or mortgage of any or all of the Corporation's property as security.

3.4 To make, alter, amend and substitute Bylaws, Rules and Regulations for governing the Corporation or its members or which may be necessary or convenient for the management of the Corporation's affairs, including Bylaws governing the manner of admission of members into the Corporation and conditions under which members may hold and continue to hold their membership and for the forfeiture and termination of such membership.

3.5 To do all things herein set forth to the same extent as any natural person might or could do in the State of Arizona as principal, agent, broker, factor, contractor, trustee or otherwise.

Article 4

This corporation shall be a non-profit, membership corporation and under no circumstances shall any stock of any class, kind or character be issued to any person. Membership in the Corporation will not be limited or restricted because of race, creed, color, nationality or political affiliation. The membership shall be constituted as belonging to two categories; "Regular" and "Auxiliary." Regular membership shall be limited to the owner of a lot or lots within Buckskin Artists Community, subdivision per plat book 6, page 2, official records of Navajo County, Arizona and Buckskin Artist Community West, subdivision per plat book 6, page 22, official records of Navajo County, Arizona located in Section 25, Township 12 North, Range 16 East, GSRB&M, Navajo County, Arizona. Auxiliary membership may be (is not required to be) granted to the owner of a lot or lots within the same Section 25, but not qualifying under the definition of "Regular" above. Auxiliary membership will only be granted upon such terms as the Board of Directors may prescribe. A condition of auxiliary membership shall be that the property owner execute an agreement, running with the land, subjecting his property to the BAC deed restrictions, if such an agreement has not been previously executed. Once designated as a member, either "Regular or Auxiliary," the term of membership is indefinite, provided that all conditions of membership continue to be met. Membership status shall pass to subsequent owners of the parcel giving rise to a membership provided the conditions of membership continue to be met. All members must adhere to the BAC deed restrictions and not be in violation of any deed restriction. If the member's property is not subject to said restrictions by virtue of location, an agreement, running with the member's land, binding the owners of the land to abide by said restrictions must be in place or be executed. Auxiliary membership will only be granted upon such terms and conditions as the Board of Directors may, from time to time, prescribe, including, but not limited to, the payment of initiation fees, annual membership dues, special project assessments and any other dues and/or fees in such amount as may be approved by the Board of Directors.

This Corporation shall not be operated for the pecuniary profit of its members or any member. Each regular member of this Corporation shall be entitled to only one vote at any meeting or election. If there be more than one owner of any such lot, said owners of such lot shall be entitled to one vote in the aggregate. Subject to the restrictions, contained herein, the Bylaws of this Corporation, as provided for herein, shall prescribe the qualifications of members, their

mode of election and terms of admission to membership, the fees of admission, if any, and dues, if any, to be paid by members, the expulsion and suspension for non-payment of fees and dues and for restoration of membership.

Article 5

The Corporation shall have perpetual life.

Article 6

The affairs of this Corporation shall be conducted by a Board of Directors of not less than three nor more than twenty five directors. All members of the Board of Directors must be qualified members of the Corporation. Here-after, the Board of Directors shall be elected from among the members at the annual meeting of Members, or at any Special Meeting of Members called for that purpose and said directors shall continue in office until their successors have been elected and qualified. The following named persons were duly elected directors of the corporation: Ben Avery, Jay Datus, Leland Shelley, Donald E. Deder, William V. O'Brien, Nicholas Udall, George Spaulding, Lyle Hiner, and Blaine Drake. Any director ceasing to be a qualified member of the corporation shall automatically cease to be a director and any vacancy so occurring shall be filled by appointment by the remaining members of the Board to serve until their successors be duly elected and qualified.

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer and such other officers and assistant officers as the Board of Directors may from time to time provide for. Other than the President, any other officer of the Corporation need not be a member of the Board of Directors.

The names and addresses of the incorporators are: Ben Avery, 2304 E. Belleview Ave. Phoenix, Arizona; Jay Datus, 3801 N. 30th Street, Phoenix, Arizona; Leland Shelley Non Del. Heber, Arizona; Donald E. Deder, 120 E. Van Buren, Phoenix, Arizona; Lyle Hiner, 1411 N. Central, Phoenix, Arizona; Nicholas Udall, Tiller & Truet Bldg., Phoenix, Arizona; George Spaulding, 6110 N 52nd Plc., Phoenix, Arizona; William V. Obrien, 82 W. Stetson Dr., Scottsdale, Arizona and Blaine Drake, 5210 N. 22nd Street, Phoenix, Arizona.

Article 7

Jay Datus, whose residence address was 3801 North 30th Street, Phoenix, Arizona, and who has been a bona fide resident of the State of Arizona for more than three years immediately preceding the date of August 30, 1963, was hereby appointed the initial Statutory Agent of this corporation.

Article 8

The directors, officers and members of this Corporation and the property of the said parties shall be forever exempt from corporate debts, obligations or liabilities of whatsoever kind and nature incurred by or for this Corporation for any purpose.

Article 9

These Articles of Incorporation may be amended provided that the Board of directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of those members, which may be either an annual or a special meeting. Written notice setting forth the proposed amendment or a summary of the changes to be effected shall be given to each member entitled to vote at the meeting within the time and in the manner provided in the Bylaws of this corporation. The proposed amendment(s) may be adopted only by the majority vote of the members, in good standing, present at any annual or at any special meeting called for that purpose at least ten (10) days prior to such meeting.