



FEB 15 2018

FILE NO. 22584073

**ARTICLES OF INCORPORATION OF  
VILLAS AT HAVASU FOOTHILLS ASSOCIATION, INC.  
(Arizona nonprofit corporation)**

1. **Name:** The name of the corporation is Villas at Havasu Foothills **Owners** Association, Inc.

2. **Character of Affairs:** The character of affairs of the corporation will be to serve as the owner's association or governing body under a declaration of covenants, conditions and restrictions ("declaration") for the maintenance, repair, replacement, administration and operation of common elements and property and to perform such duties and functions and to exercise such rights as are given and assigned by the declaration as the same may be amended from time to time.

3. **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 the first annual meeting of the members, until their successors are elected and qualify are: Robert A. Janecck, 1900 McCulloch Boulevard, Ste. D-285, Lake Havasu City, Arizona, 86403, Brian Golic, 27625 Commerce Center Dr., Temecula, California, 92590, and Steve Lyman, 1011 Corte Sur, Lake Havasu City, Arizona, 86406. The number of persons to serve on the board of directors thereafter shall be fixed by the corporation's bylaws.

4. **Indemnification:** The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the corporation's bylaws. To the fullest extent permitted by the Arizona Revised Statutes as the same exists or may hereafter be amended, a director or member of the corporation shall not be liable to the corporation for monetary damages for any action taken or any failure to take any action as a director or member, as the case may be. No repeal, amendment or modification of these articles, whether direct or indirect, shall eliminate or reduce their effect with respect to any act or omission of a director of the corporation occurring prior to repeal, amendment or modification.

5. **Known Place of Business:** The street address of the known place of business of the corporation is 1990 McCulloch Boulevard, Ste. D-285, Lake Havasu City, Arizona, 86403.


6. **Statutory Agent:** The name and address of the statutory agent of the corporation is Jamie Kelley, 2031 Highway 95, Suite 1, Bullhead City, Arizona, 86442.

7. **Incorporator:** The name and address of the incorporator is The Robert A. Janecck, 1990 McCulloch Boulevard, Ste. D-285, Lake Havasu City, Arizona,

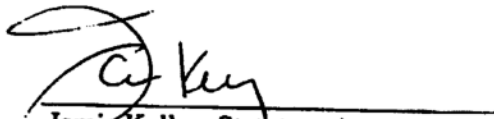
86403. All powers, duties and responsibilities of the incorporator shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

8. **Members:** The corporation will have members.

EXECUTED this 6<sup>th</sup> day of February, 2018.

  
Robert A. Janicek

I, Jamie Kelley, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.

  
Jamie Kelley, Statutory Agent

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

## CERTIFICATE OF DISCLOSURE

Read the Instructions C003i

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

Villas at Havasu Foothills <sup>Owners</sup> 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.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 five-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 five-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 five-year period immediately preceding the signing of this certificate, involving any of the following:<br>a. The violation of fraud or registration provisions of the securities laws of that jurisdiction;<br>b. The violation of the consumer fraud laws of that jurisdiction;<br>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 <b>MUST</b> complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.   |   |

|   |                              |  |
|---|------------------------------|--|
| <b>5. BANKRUPTCY QUESTION:</b>  |                              |  |
| <b>5.1</b> 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 <b>any other corporation</b> (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| <b>5.2</b> If the answer to number 5.1 is <b>YES</b> , you <b>MUST</b> complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.   |                              |  |

**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.

|                                    |  |
|------------------------------------|--|
| <b>SIGNATURE REQUIREMENTS:</b>     |  |
| Initial Certificate of Disclosure: | This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment 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.  |

Robert A. Janeczek  
Name

1990 McCulloch Blvd., Ste. D-285  
Address 1

Address 2

Lake Havasu City      AZ      86403  
City      State      Zip

Country      UNITED STATES

Name

Address 1

Address 2

City      State      Zip

Country

**SIGNATURE - see Instructions C0031:**

By typing or entering my name and 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

Robert A. Janeczek      2/6/17  
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.

**SIGNATURE - see Instructions C0031:**

By typing or entering my name and 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.

|  |   |
|--|---|
| Filing Fee: None<br>All fees are nonrefundable - see Instructions. | Mail: Arizona Corporation Commission - Corporate Filings Section<br>1300 W. Washington St., Phoenix, Arizona 85007<br>Fax: 602-542-4100 |
|--|---|

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.