

ARTICLES OF INCORPORATION OF
SUNRIDGE ESTATES HOMEOWNER'S ASSOCIATION

The undersigned hereby adopt these Articles of Incorporation for the purpose of forming an Arizona non-profit corporation under and pursuant to Title 10, Chapter 5 of the Arizona Revised Statutes as they may be amended from time to time.

ARTICLE ONE

The name of the Corporation shall be SunRidge Estates Homeowner's Association.

ARTICLE TWO

The name and address of the incorporator is:

William M. Dallman, 380 N. Joesler Ct., Tucson, AZ 85716.

ARTICLE THREE

The Corporation intends to conduct the business of providing for the maintenance, preservation and recreational facilities of certain Lots 1 through 65 and for the ownership, maintenance and preservation of all common areas of SunRidge, a subdivision of Pima County, Arizona, according to the plat thereof recorded in Book 48 of Maps and Plats at page 33, in the Office of the Pima County Recorder, Arizona.

ARTICLE FOUR

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in , or intervene in (including the publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not

carry on any other activities not permitted to be carried on : (a) by a corporation exempt from Federal Income Tax under Section 501-C-4 of the Internal Revenue Code of 1996 (or the corresponding provision of any future United States Internal Revenue Law) or; (b) by a corporation, contributions to which are deductible under Section 501-C-3 of the Internal Revenue Code of 1996 (or the corresponding provisions of any future United States Internal Revenue Laws.

ARTICLE FIVE

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501-C-4 of the Internal Revenue Code of 1996 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE SIX

The name and address of the initial statutory agent is:
William M. Dallman, 380 N. Joesler Ct., Tucson, AZ 85716.

ARTICLE SEVEN

The initial Board of Directors shall consist of three directors. The persons who are to serve as directors until the first annual election of directors or until their successors are elected and qualified are as follows:

William M. Dallman, 380 N. Joesler Ct., Tucson, AZ 85716
Michael Arnold, 180 W. Linda Vista, Tucson, AZ 85737
Robert W. Lewis, 3902 N. Placita Vida, Tucson, AZ 85718

ARTICLE EIGHT

To the fullest extent allowed by law, the incorporators, officers, directors, employees, agents of or advisors to the Corporation, shall be exempt from any monetary liabilities to the Corporation or its members arising from a breach of his/her fiduciary duty owed to the Corporation and/or its members.

IN WITNESS WHEREOF, the incorporators hereunder sign their names this 5th day of September, 1996.

William M. Dallman, Incorporator
William M. Dallman

Michael E. Arnold, Director
Michael Arnold

Robert W. Lewis, Director
Robert W. Lewis

STATE OF ARIZONA)
) ss.
COUNTY OF PIMA)

The foregoing instrument was acknowledged before me this 5th day of September, 1996 by William M. Dallman.

Martha H. Bowes
Notary Public

My commission expires:

STATE OF ARIZONA)
) ss.
COUNTY OF PIMA)



The foregoing instrument was acknowledged before me this 5th day of September, 1996 by Michael Arnold.

Martha H. Bowes
Notary Public

My commission expires:

Page 3

