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

ARTICLES OF INCORPORATION
OF
GREENVIEW HOMEOWNERS ASSOCIATION, INC.

OCT 31 12 21 PM '86
APPR. Q. Mendez
DATE APR 17 FILED 0
TERM _____
DATE _____ TIME _____

KNOW ALL MEN BY THESE PRESENTS:

190405

That we, the undersigned, having associated ourselves together for the purpose of forming a non-profit corporation under and by virtue of the laws of the State of Arizona, Title 10, Chapter 5, Article 2, Arizona Revised Statutes, 1979, do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION:

The name of this corporation shall be GREENVIEW HOMEOWNERS ASSOCIATION, INC., and its principle place of business shall be Sun City West, Maricopa County, Arizona, but other offices, and places of business, may be established to maintain within or without the State of Arizona, at such place as the Board of Management of the corporation may designate, where meetings of the membership and/or Board of Management may be held.

ARTICLE II

NAME OF INCORPORATORS:

The names and addresses of the incorporators are:

G. Neil Van Wie
13323 Meeker Boulevard
Sun City West, Arizona 85375

Nancy Kallas
13323 Meeker Boulevard
Sun City West, Arizona 85375

ARTICLE III

DATE OF INCORPORATION:

The time of the commencement of this corporation shall be the day these Articles are filed, and the term thereof shall be perpetual.

ARTICLE IV

PURPOSES AND POWERS OF THE ASSOCIATION:

SECTION 1: 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 residents' lots and common area and the ownership and maintenance of the common area as defined in that certain Declaration of Covenants, Conditions and Restrictions recorded at Instrument No. 86-578891 in the County of Maricopa, State of Arizona, on the following described real property and all structures and improvements located thereon:

Lots 31 through 80, inclusive, and Tracts B and C, of Sun City West Unit 29, a subdivision recorded at Book 304 of Maps, Page 23, in the office of the Maricopa County, Arizona Recorder.

And to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereinafter be brought within the jurisdiction of this Association, and 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 the Maricopa County, Arizona Recorder, 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 of the Association 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 Association, 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 two-thirds (2/3) of the members, 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 Area 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 two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;

(f) participate in mergers, and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the members; and

(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.

SECTION 2. The foregoing statement shall be construed as a statement both of purposes and of power in each clause and shall be in no way limited or restricted by reference to or inference from the terms or provisions of any other clauses, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of powers and purposes, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

ARTICLE V

MEMBERSHIP:

SECTION 1. The corporation shall be a non-stock corporation and shall be owned by its members, who shall be collectively called the members of the Association, and no dividends or pecuniary profits shall be paid to its members. Membership in the Association, except for membership of the incorporators and the initial Board of Management, shall be limited to record owners of equitable title (or legal title if the equitable title is merged) of the dwellings constructed or planned to be constructed on the property described above and any addition thereto as may hereafter be brought within the jurisdiction of this Association by annexation. An owner of a dwelling shall automatically, upon becoming the owner of the dwelling, be a member of the Association and shall remain a member of the Association until such time as his ownership ceases for any reason, at which time his membership in said Association shall automatically cease. No certificates of membership shall be issued and membership shall be

evidenced by an official list of said members, which list shall be kept by the Secretary of the Association. No membership shall be issued to any other person or persons except as they may be issued in substitution for outstanding memberships assigned to the new record owners of equitable title (or legal title if equitable title has merged).

SECTION 2. In the event said dwelling is owned by two (2) or more persons whether by join tenancy, tenancy in common, community property or otherwise, the membership as to each dwelling unit shall be joint and a single membership for such dwelling shall be issued in the names of all and they shall designate to the Association, in writing, at the time of issuance, one of their number who shall hold the membership and have the power to vote said membership, and in the absence of such designation and until such designation is made, the Board of Directors of the Association shall make such designation. In no event shall more than one (1) vote be cast with respect to any lot.

ARTICLE VI

BOARD OF MANAGEMENT:

SECTION 1: The affairs of the corporation shall be conducted by a Board of Management consisting of an odd number of not less than three (3) nor more than nine (9) members, and such other officers as the Board of Management may select from time to time, including a President, a Vice President, a Secretary and a Treasurer. The same person may hold any two (2) offices, except that the President may not, at the same time, hold the office of the Vice President or Secretary.

SECTION 2: The Board of Management shall be elected by the members of the Association at the first and each ensuing annual meeting thereof, as provided for in the Bylaws of this corporation. The Board of

Management will adopt Bylaws for the corporation and such Bylaws may be amended, supplemented, repealed or suspended and new Bylaws may be adopted as provided for therein.

SECTION 3: A meeting was held at 13323 Meeker Boulevard, Sun City West, Arizona 85375, by the incorporators and an election of the initial Board of Management was held, said Board to serve until at least sixty percent (60%) of the lots legally described herein have been conveyed to individual purchasers. Within one hundred twenty (120) days after at least sixty percent (60%) of the lots have been sold, the first annual meeting of the members of the corporation shall be called at which time there shall be an election by the members of the Association of the new Board of Management. The following persons were elected and shall serve as the initial Board of Management of the Association:

G. Neil Van Wie
13323 Meeker Boulevard
Sun City West, Arizona 85375

Kent L. Trempala
13950 Meeker Boulevard
Sun City West, Arizona 85375

Nancy Kallas
13323 Meeker Boulevard
Sun City West, Arizona 85375

SECTION 4. Initial Advisory Board of Owners. An initial Advisory Board of Owners shall be appointed, which shall consist of three (3) members appointed by Developer from among the owners of the first lots conveyed in the properties. The initial Advisory Board shall serve until the first official meeting of the Association following conveyance of at least sixty percent (60%) of the lots covered by this Declaration, at which time said Advisory Board shall be dissolved and replaced by the Board of Management elected at said meeting.

ARTICLE VII

The private property of each and every officer, director and member of the Association of this corporation shall at all times be exempt from all debts and liabilities of the corporation.

ARTICLE VIII

STATUTORY AGENT:

The corporation hereby appoints G. NEIL VAN WIE, of 13323 Meeker Boulevard, Sun City West, Arizona 85375, who is now and has been for more than three (3) years past, a bona fide resident of the State of Arizona, as its lawful Statutory Agent upon whom all notices and processes, including service of summons, may be served, and which when served, shall be lawful, personal service upon this corporation. The Board of Management may, at any time, appoint another agent for such purpose and the filling of such appointment shall revoke this or any other previous appointment of such agent.

ARTICLE IX

DISSOLUTION:

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the entire membership. Upon dissolution of the Association, the assets, both real and personal, of the Association shall be dedicated to an appropriate public agency to be devoted to purposes, as nearly as practicable, the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes and uses that would most

nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE X

MEETINGS OF MEMBERS:

The first annual meeting of the Members of the Association of the corporation shall be held within one hundred twenty (120) days after the builder has constructed and conveyed at least sixty percent (60%) of the total number of residence units to be constructed within the premises. Thereafter, the annual meetings of the Members of the Association shall be on the anniversary of the first annual meeting of the Membership. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday, or, the annual meeting shall be held at such other time as shall be specified by the Bylaws of this corporation duly adopted or amended. Any such amendment of the Bylaws, thus duly adopted, changing the date of the annual meetings shall be valid and effective without the necessity of amending the Articles of Incorporation of the corporation. The annual meetings of the Board of Management and the Members of the Association shall be held at the office of the corporation or at such other office or offices at such other places within the County of Maricopa, State of Arizona, as may be designated by the Board of Management. There shall be no less than two (2) meetings of the Board of Management during each fiscal year.

ARTICLE XI

AMENDMENTS:

These Articles of Incorporation may be amended by the affirmative vote of seventy-five percent (75%) of the entire membership.

IN WITNESS WHEREOF, the undersigned persons have hereunto set their hands this 28th day of Oct., 1986.

G. Neil Van Wie
G. NEIL VAN WIE

Nancy Kallas
NANCY KALLAS

STATE OF ARIZONA }
County of Maricopa } ss.

Oct. This instrument is acknowledged before me this 28th day of Oct., 1986, by G. NEIL VAN WIE and NANCY KALLAS.

WITNESS my hand and official seal.

Karen S. Zuckerman
Notary Public

My Commission Expires:



