

# STATE OF ARIZONA



Office of the  
**CORPORATION COMMISSION**

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

**ARTICLES OF INCORPORATION, 01/13/1987**

consisting of 10 pages, is a true and complete copy of the original of said document on file with this office for:

**RANDOLPH COURT HOMEOWNER'S ASSOCIATION, INC.**  
**ACC file number: 01924071**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this 12 Day of April, 2021 A.D.



*Matthew Neubert*

Matthew Neubert, Executive Director

By

*Deasha Jackson*  
**DEASHA JACKSON**

ARIZONA CORPORATION COMMISSION  
INCORPORATING DIVISION

Phoenix Address: 1200 West Washington  
Phoenix, Arizona 85007

Tucson Address: 402 West Congress  
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE

A.R.S. Sections 10-128 & 10-1084

PLEASE SEE REVERSE SIDE

RANDOLPH COURT HOMEOWNER'S  
ASSOCIATION, INC.

EXACT CORPORATE NAME

CHECK APPROPRIATE BOX(ES) A or B  
ANSWER 'C'

THE UNDERSIGNED CERTIFY THAT:

- A. No persons serving either by election or appointment as officers, directors, incorporators and persons controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
1. Have been convicted of a felony involving a transaction in securities, consumer fraud or anitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
  2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
  3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate, where such injunction, judgment, decree or permanent order:
    - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction;
    - (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
    - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

B. For any person or persons who have been or are subject to one or more of the statements in items A.1 through A.3 above, the following information MUST be attached:

1. Full name and prior name(s) used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-129.01 and 10-1083

C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or (b) major stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES NO

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
  - (a) Was incorporated.
  - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership, or charter revocation, including the date, court or agency involved and the file or cause number of the case.

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

State of ARIZONA  
County of Maricopa ss

Subscribed, sworn to and acknowledged before me this  
6th DAY of January, 1987

*Charles A. Medina*  
NOTARY PUBLIC

My Commission expires 7/22/87

X BY *James A. Sharp* DATE 1-6-87  
TITLE Incorporator

XX BY *Charles A. Medina* DATE 1-6-87  
TITLE Incorporator

FISCAL DATE December 31

*Richard A. King*  
Incorporator  
1-5-87

FEB 02 1987

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ARIZONA COMMISSION  
FOR THE STATE OF AZ  
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ARTICLES OF INCORPORATION

OF

RANDOLPH COURT HOMEOWNER'S ASSOCIATION, INC.

The undersigned, for the purpose of forming a corporation under A.R.S. § 10-1002, et seq., do hereby adopt the following articles of incorporation:

ARTICLE I

The name of the corporation shall be Randolph Court Homeowner's Association, Inc.

ARTICLE II

The incorporators of the corporation are those persons who have executed these articles and their names and addresses are set forth immediately below their signatures.

ARTICLE III

The purpose for which the corporation is organized is to act as a property owners association ("the association") in accordance with Section 528 of the Internal Revenue Code of 1954, as the same may be amended from time to time, or if the corporation so elects, pursuant to Section 501(c)(4) of the Internal Revenue Code, as the same may be amended from time to time, and as such, shall serve as a unit owners association for the owners of the condominium units in a condominium formed under and pursuant to Title 33, Chapter 4.1, Arizona Revised Statutes ("the Act"), known as Randolph Court Homeowner's Association, Inc., as



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more fully set forth in the Declaration of Horizontal Property Regime and of Covenants, Conditions and Restrictions, as amended, establishing Randolph Court Homeowner's Association, Inc. ("the Declaration"), recorded in the office of the County Recorder of Maricopa County, Arizona. In furtherance of, and in order to accomplish the foregoing purposes, the association may transact any and all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time.

#### ARTICLE IV

The association shall have all of those powers provided by law, as the same may be amended from time to time, and all of those powers necessary or convenient to effect the corporation's purposes as set forth above, including but not limited to, the power to exercise all of the rights and privileges and perform all duties and obligations of the corporation, as set forth in the Declaration as the same may be amended from time to time.

#### ARTICLE V

Every person or entity who is a record owner of any unit in Randolph Court Homeowner's Association, Inc. shall be a member of the association, subject to and in accordance with the Declaration. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.

275004 001H

ARTICLE VI

Each member 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 voting for such unit shall be exercised as such persons among themselves determine, or, in the absence of such determination, as determined by the Board, but in no event shall more than one vote be cast with respect thereto. If any owner or owners cast a vote representing a certain unit, it will thereafter be conclusively presumed for all purposes that such owner or owners were acting with the authority and consent of all other owners of the same unit.

ARTICLE VII

The affairs of the corporation shall be conducted by a board of not less than three (3) nor more than nine (9) directors and such officers as the directors may elect and appoint. Each director shall be a member or the spouse of a member (or if a member is a corporation, partnership or trust, a director may be an officer, authorized agent, partner or beneficiary of such member). If a director shall cease to meet such qualifications during his term he will thereupon cease to be a director, and his place on the board shall be deemed vacant.

The initial board of directors of the corporation who shall hold office until their successors have been duly elected and qualified and their addresses are as follows:

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ARTICLE VIII

The private property of the members, directors and officers of the corporation shall be forever exempt from the corporation's debts and obligations, except as otherwise provided herein.

ARTICLE IX

Subject to the provisions of A.R.S. § 10-1005(B), the Association shall indemnify and hold harmless each of its Directors and officers, each member of any committee appointed by the Board, the Declarant, against any and all liability arising out of any acts of the Directors, officers, committee members, Board, or Declarant (including any and all officers and directors of Declarant), or arising out of their status as Directors, officers, committee members, Board or Declarant, unless any such act is a result of gross negligence or criminal intent. It is intended that the foregoing indemnification shall include indemnification against all costs and expenses, including by way of illustration but not of limitation, attorneys' fees and costs, reasonably incurred in connection with the defense of any claim, action or proceeding, whether civil, criminal, administrative or other, in which any such director, officer, committee member, Board, Declarant or director or officer of Declarant, may be involved by virtue of such person having the status of a Director, officer, committee member, Board, Declarant,



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Declarant's director or officer, provided, however, that indemnity shall not be operative with respect to any matters to which such person shall have been finally adjudged in such action or proceeding to be liable for gross negligence or criminal intent in the performance of his duties.

ARTICLE X

The name and address of the initial statutory agent of the corporation is:

Randall J. Kries  
2715 North Third Street  
Phoenix, Arizona 85004

ARTICLE XI

For the purpose of providing necessary funds for carrying out the purposes of the corporation, there shall be levied against each unit and the common elements appurtenant to each unit and each member, certain assessments, which shall be determined in accordance with, and shall be due, payable and enforceable in the manner set forth in the Declaration, as the same may be amended from time to time.

ARTICLE XII

Amendment of these articles shall require two-thirds (2/3) of the votes entitled to be cast at a meeting called for that purpose.

375904 001

Power to amend, change or modify the by-laws of the association shall be reserved to the membership, subject to the provisions for amendment provided in the by-laws.

IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation as of the 21st day of June, 1986.

Russell S. King

Address: 2816 N. 14th St #31  
Phoenix, Ariz 85014

Edwin Haffner

Address: 2946 N. 14th St #2  
Phoenix, Ariz 85014

James V.A. Thompson

Address: 2846 N. 14th St #30  
Phoenix, Ariz 85014



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STATE OF ARIZONA )  
 ) ss.  
County of Maricopa )

SUBSCRIBED AND SWORN to before me this 31st day of  
December, 1986, by Randall J. Kries, Eileen Goffney, and Jessie  
A. Turpin.

*Charles J. Medina*  
Notary Public

My Commission expires:  
7-22-87

27-004-001A

RANDOLPH COURT HOMEOWNER'S  
ASSOCIATION, INC.  
2946 North 14th Street, #34  
Phoenix, Arizona 85014

January 12, 1987

Arizona Corporation Commission  
Incorporating Division  
P. O. Box 6019  
Phoenix, Arizona 85009

Re: Randolph Court Homeowner's Association, Inc.

Dear Sirs:

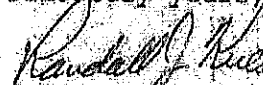
Enclosed for filing is the executed original of the  
Articles of Incorporation for the above-named corporation.

Also enclosed is our check in the amount of \$31.00 made  
payable to the Arizona Corporation Commission to cover the filing  
fee, and one certified copy of the Articles of Incorporation.

Please be advised that the above corporation shall  
adopt a fiscal year ending December 31.

Should there be any questions with respect to any of  
the above, please call the undersigned.

Sincerely yours,

  
Randall J. Fries  
For the Board

RJK:clb

Enclosures

2750010012

January 5, 1987

Arizona Corporation Commission  
Incorporating Division  
P. O. Box 6019  
Phoenix, Arizona 85009

Re: Randolph Court Homeowner's Association, Inc.

Gentlemen:

I, Randall J. Kries, having been designated as statutory agent, hereby consent to act in that capacity until renewal or resignation is submitted in accordance with Arizona Revised Statutes.

  
\_\_\_\_\_  
Randall J. Kries