

AZ Corp. Commission



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AZ CORPORATION COMMISSION
FILED

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FILE NO. 1427371.5

**ARTICLES OF INCORPORATION
OF
OSBORN CIRCLE HOMEOWNERS ASSOCIATION**

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Arizona, does adopt the following Articles of Incorporation.

1. **Name.** The name of the corporation (hereinafter "Association") is Osborn Circle Homeowners Association.

2. **Duration.** The period of the duration of the Association shall be perpetual.

3. **Principal Place of Business.** The initial know place of the business and principal office for the transaction of business of the Association is located at 3217 East Shea # 224 Phoenix, Arizona 85028.

4. **Statutory Agent.** The name and address of the Association's initial Statutory Agent, a domestic business corporation, are:

Nick Yarnin
#224
3217 East Shea
Phoenix, Arizona 85028

5. **Nonprofit Corporation.** This Association is organized as a nonprofit corporation under the laws of Arizona.

6. **Purpose and Powers.** This Association does not contemplate the distribution of gains, profits or dividends to its Members. The specific primary purpose for which the Association is formed are to provide for the management, operation, administration, maintenance, repair, improvement, preservation and architectural control of the Areas of Association responsibility and the health, safety and welfare of all Residents within the Osborn Circle Project. The Project is more fully described in the Declaration of Covenants, Conditions, Restrictions and Easements (the Declaration).

In furtherance of said purposes, this Association shall have the power to;

A. Perform all of the duties and obligations of the Association as set forth in the Declaration.

B. Fix, Levy, Collect and Enforce Assessments, Late Charges, Monetary Penalties, Fines, Fees or other charges as set forth in the Declaration.

C. Pay all expenses and obligations incurred by the Association in the conduct of its business, including without limitation, all licenses, taxes or governmental charges levied or other charges against any property owned by the Association.

D. Acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate, for the use of the public or otherwise dispose of real or personal property by the Association.

E. Grant Easements over the Common Area to for any reason.

F. Convey the Common Area or to mortgage the Common Area subject to the Declarations.

G. Have and exercise the any and all powers, rights, and privileges of a Nonprofit Corporation.

7. **Membership Voting Rights.** The Association will have Members with voting rights that are stated in the Declarations and Bylaws.

8. **Board of Directors.** While B class membership exists, the Board shall be comprised of (1) director, serving until his replacement thru election or appointment according to the Bylaws. The initial director will be:

Jeff Harwell
P.O. Box 10183
Phoenix, Arizona 85064

After B class membership expires or is terminated; the Board shall be increased to (3) members thru election or appointment to serve as provided in the Bylaws. No Board Member shall be related or share interest in a Unit, with another Board Member serving at the same time.

9. **Elimination of Director Liability; Indemnification.** As set forth in the Arizona Nonprofit Corporation Act, each Director shall be immune from civil liability and shall not be subject to suit directly or indirectly or for any

act or omission resulting in damage or injury, while acting in good faith and within the his/her official capacity, unless such acts are willfully and wanton or grossly negligent by the Director. Without limiting the foregoing, it is the intention of this paragraph to provide the Director the full benefits and immunities provided under the provisions A.R.S. 10-3202(B) and 10-3830(D), as the same maybe changed or modified in the future. To the fullest extent permitted under Arizona law, as the same maybe changed and modified, the Association will indemnify and pay the expenses of a Person who incurs expenses or liabilities from any civil action or criminal, administrative or any other action by right of the Association, by reason of the fact that he/she was a member, officer, employee, or agent of the Association. The foregoing indemnification and the advancement of expenses is mandatory in all circumstances. Section 9 maybe amended by a vote or written assent of the Owners of 5 of the 8 lots in the Project. No repeal, amendment or changes to this Section 9, shall eliminate or reduce the effect with respect to any matter giving rise to indemnification and advancement of expenses occurring prior to such repeal, amendment or modification.

10. **Dissolution.** The Association may be dissolved in writing and signed by no less than 2/3 of the authorized votes in each class of Membership. Upon dissolution of the Association, all debts, not standing balances and obligations of the Association shall be paid in full and comply with the Arizona Nonprofit Corporation Act including without limitation, 10-11405.

11. **Amendments.** These Articles maybe amended through a vote or written assent of 5 of the 8 Ltd Owners in the Project.

12. **Incorporator.** Osburn Circle LLC, P.O. Box 10183, Phoenix Arizona, 85064.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as the Incorporator this 9th day of January, 2008.

Osburn Circle LLC
Arizona Limited Liability Corporation

By Jeff Harwell
Jeff Harwell, Manager

**Acceptance of Appointment as Statutory Agent
Arcadian Estates Homeowners Association**

The undersigned, having been appointed to act as statutory agent for this Arizona non profit LLC, hereby accepts the appointment and agrees to carryout the duties until its removal or resignation.

Nick Partain

By *Nick Partain*

Date *Jan 22, 2008*

NONPROFIT
CERTIFICATE OF DISCLOSURE
Pursuant to A.R.S. § 10-3202 (D)

Delaware Child Development Association
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. Been convicted of a felony involving a misapplication in securities, consumer fraud or restraint in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been 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 seven-year period immediately preceding the execution of this Certificate?
 3. 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 wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of liquid or registration provisions of the securities laws of that jurisdiction?; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - (c) Involved the violation of the anti-trust or restraint of trade laws of that jurisdiction?

Yes _____ No

B. IF YES, 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 the or cause number of case.

- C. Has any person serving as an officer, director, trustee or incorporator of the corporation, served in any such capacity in any other corporation in any jurisdiction on the bankruptcy, receivership, charter revocation, administrative dissolution or judicial dissolution of the other corporation?

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 title 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 and the file or cause number of the case.

D. The fiscal year and adopted by the corporation is 12/31

Under penalty of law, the undersigned incorporator/officer declares that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declares as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY Joyelle A. [Signature] DATE 2/3/08 BY _____ DATE _____
TITLE President/Secretary TITLE _____

BY _____ DATE _____ BY _____ DATE _____
TITLE _____ TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty (60) days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.
FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.

OP: 0001 - Non-Profit
Rev. 10/2005

Arizona Corporation Commission
Corporation Division