



AUG 14 2014

FILE NO. 19450920

ARTICLES OF INCORPORATION
OF
THE SANCTUARY HOMEOWNERS ASSOCIATION, INC.

The undersigned, desiring to form a nonprofit corporation under the laws of the State of Arizona and in compliance with A.R.S. 10-3201 *et seq.*, does hereby adopt the following Articles of Incorporation:

1. Name. The name of the corporation is The Sanctuary Homeowners Association, Inc.
2. Purpose. The purpose for which the corporation is organized is to engage in any or all lawful activities for which nonprofit corporations may be incorporated under the laws of the State of Arizona, as amended from time to time.
3. Character of Affairs. The character of affairs of the corporation will be: to provide for the efficient management of the Property, to manage, maintain, and administer the Common Areas, to enforce the Architectural Standards, to enforce the Covenants, Conditions and Restrictions of The Sanctuary subdivision, and to perform such other acts as are provided in the Declaration or which generally benefit the Owners and the Property. In furtherance of, and in order to accomplish the foregoing, the corporation may transact any and all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as amended from time to time.
4. Defined Terms. Capitalized terms used in these Articles without definition shall have the meanings specified for such terms in the Declaration of Covenants, Conditions and Restrictions for The Sanctuary (the "Declarant" recorded as Instrument No. 3411750 on November 9, 2006, records of Coconino County, Arizona, as amended from time to time.
5. Known Place of Business. The street address of the known place of business for the corporation is 813 N. Beaver Street, Suite 5, Flagstaff, AZ 86001
6. Statutory Agent. The name and address of the statutory agent of the corporation is Caroline Hart, Hart's HOA Management Co., LLC., 813 N. Beaver Street, Suite 5, Flagstaff, AZ 86001
7. Membership and Voting Rights. Membership in the corporation shall be limited to Owners of Lots. Each Owner shall have such rights, privileges and votes in the corporation as are set forth in the Declaration. Without limiting the generality of the foregoing, there shall be Class A members who shall be all Owners other than Declarant who shall be entitled to one vote for each Lot owned and a Class B member who shall be the Declarant and shall be entitled to four (4) votes for each Lot owned.
8. Board of Directors. The number of Directors constituting the initial Board of Directors shall be 2. The name and addresses of the initial directors of the corporation who shall serve until the first annual meeting of the members or until their successors are elected and qualified are as follows: Michael Fischenich, 2020 N. Rio De Flag Drive, Flagstaff, AZ 86004, Paula Fischenich, 2020 N. Rio De Flag Drive, Flagstaff, AZ 86004.
9. Limitation on Liability. The personal liability of a director of the corporation to the corporation or its Members for monetary damages for any action taken, or failure to take any action, as a director is hereby eliminated to the extent permitted by Arizona law, as amended from time to time.
10. Indemnification. To the extent permitted under Arizona law, as amended from time to time, the corporation shall indemnify any person who was or is party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, other than an action by or in the right of the corporation, by reason of the fact that he or

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she is or was a member, director, officer, employee or agent of another corporation, partnership, joint venture, limited liability company, trust or other enterprise, against expenses, including attorneys' fees, and against judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted or failed to act and such action or failure to act was in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. Indemnification of any such person shall be made in accordance with the procedures set forth in the Arizona Revised Statutes.

11. Dissolution. The corporation may be dissolved (a) until the Transition Date, only by Declarant, and (b) from and after the Transition Date, with the assent given in writing and signed by Members representing not less than seventy-five percent (75%) of the authorized votes (including votes of the Declarant). Upon dissolution, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed or assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose.
12. Incorporator. The name and address of the incorporator is: Sanctuary at Lake Mary LLC, 2020 N. Rio De Flag Drive, Flagstaff, AZ 86004.


IN WITNESS WHEREOF, the incorporator has caused these Articles to be executed this 4th day of August, 2014.

SANCTUARY AT LAKE MARY LLC., an
Arizona limited liability company

By 
Michael Fischenich, its Managing Member

ACCEPTANCE OF STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 4th day of August, 2014

By 
Caroline Hart

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

CERTIFICATE OF DISCLOSURE

Read the Instructions C003

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

The Sanctuary Homeowners 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 seven 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 seven-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 seven-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; 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 MUST complete form C004. and attach a		

5. BANKRUPTCY QUESTION:

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

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.

SIGNATURE REQUIREMENTS:	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an 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.

Name: Sanctuary at Lake Mary LLC

Address 1: 2020 N. Rio De Flag Drive

Address 2: Flagstaff State: AZ Zip: 86004

City: UNITED STATES State: _____ Zip: _____

Country: _____

Name: _____

Address 1: _____

Address 2: _____

City: _____ State: _____ Zip: _____

Country: _____

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I intend to affix my electronic signature and (or through my physical signature appearing below) I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I intend to affix my electronic signature and (or through my physical signature appearing 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: Michael Fischenich Date: 8/5/2014

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.

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- 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 All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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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.