

ARTICLES OF INCORPORATION
OF
THE LANDINGS COMMUNITY ASSOCIATION

ARTICLE I
NAME

The name of the corporation is The Landings Community Association.

ARTICLE II
DEFINED TERMS

Capitalized terms used in these Articles of Incorporation without definition shall have the meanings specified for such terms in the Declaration of Covenants, Conditions and Restrictions for The Landings, recorded in the official records of the County Recorder of Maricopa County, Arizona (the "Declaration"), as such Declaration may be amended from time to time.

ARTICLE III
KNOWN PLACE OF BUSINESS

The known place of business of the Association shall be located at 1600 W. Broadway, Suite 200, Tempe, AZ 85282

ARTICLE IV
STATUTORY AGENT

Amanda Shaw, whose address is c/o AAM, LLC | 1600 W. Broadway Road, Suite 200, Tempe, AZ 85282 is hereby appointed and designated as the initial statutory agent for the corporation.

ARTICLE V
PURPOSE OF THE ASSOCIATION

The Association is organized as a nonprofit corporation pursuant to the Arizona Nonprofit Corporation Act. The object and purpose for which this Association is organized is to provide for the management, maintenance, and care of the Areas of Association Responsibility and other property owned by the Association or property placed under its jurisdiction and to perform all duties and exercise all rights imposed on or granted to the Association by the Community Documents or Arizona law. In furtherance of, and in order to accomplish the foregoing object and purpose, the Association may transact any or 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 VI
CHARACTER OF BUSINESS

The character of the business which the Association intends to conduct in Arizona is to provide for the management, maintenance and care of the Areas of Association Responsibility and to exercise and perform such other powers and duties as are imposed on or granted to the Association by these Articles of Incorporation, the Bylaws, the Declaration, the Association Rules and Design Guidelines (the "Community Documents").

ARTICLE VII
MEMBERSHIP AND VOTING RIGHTS

The Members of the Association shall be the Owners of Lots. All Owners of Lots shall be mandatory members of the Association, and no Member shall have the right to resign as a member of the Association. By acquiring fee title to or otherwise becoming the Owner of a Lot, a Person consents to becoming a member of the Association. As provided in the Declaration, there initially will be two classes of membership in the Association. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Community Documents. The provisions of the Declaration pertaining to classes of membership and the voting rights of the Members are incorporated in these Articles of Incorporation by reference.

ARTICLE VIII
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be three (3). The names and addresses of the initial directors of the Association who shall serve until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Michael Cronin	1600 W. Broadway, Suite 200 Tempe, AZ 85282
Tom Cheney	1600 W. Broadway, Suite 200 Tempe, AZ 85282
Diann Curley	1600 W. Broadway, Suite 200 Tempe, AZ 85282

The Board shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members in accordance with the Bylaws.

ARTICLE IX
OFFICERS

The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until their successors have been elected and qualify:

Michael Cronin	President	1600 W. Broadway, Suite 200 Tempe, AZ 85282
Tom Cheney	Vice President	1600 W. Broadway, Suite 200 Tempe, AZ 85282
Diann Curley	Secretary	1600 W. Broadway, Suite 200 Tempe, AZ 85282
Diann Curley	Treasurer	1600 W. Broadway, Suite 200 Tempe, AZ 85282

ARTICLE X
LIMITATION ON LIABILITY OF DIRECTORS

The personal liability of a director of the Association to the Association or its members for money damages for any action taken or any failure to take any action as a director is hereby eliminated to the fullest extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time. Any repeal or modification of this Article X shall be prospective only and shall not adversely affect the personal liability of a director or prior director for any act or omission occurring prior to the effective date of such repeal or modification.

ARTICLE XI
INDEMNIFICATION

The Association shall indemnify any person made a party to any civil suit or criminal, administrative or investigative action, other than an action by or in the right of the Association, by reason of the fact that he is or was a director, officer or agent of the Association against expenses, including attorneys' fees, and judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, if he acted, or failed to act, in good faith and he reasonably believed: (a) in the case of conduct in an official capacity with the Association, that the conduct was in its best interests; (b) in all other cases, that the conduct was at least not opposed to its best interests; and (c) in the case of any criminal action or proceeding, that he had no reasonable cause to believe the conduct was unlawful. Any indemnification of the directors, officers or agents of the Association shall be governed by and made in accordance with the provisions of the Arizona Nonprofit Corporation Act. The intent of this Article XI is to require the Association to indemnify its directors and officers to the greatest extent permitted by the Arizona Nonprofit Corporation Act. Any repeal or modification of this Article XI shall be prospective only

and shall not adversely affect, defeat or limit the right of any person to indemnification for any act, or failure to act, occurring prior to the effective date of such repeal or modification.

ARTICLE XII
AMENDMENTS

During the Declarant Control Period, these Articles of Incorporation may be amended by the Board of Directors. Thereafter, these Articles of Incorporation may be amended by the Members holding at least two-thirds (2/3) of the Eligible Votes. Any amendment to these Articles of Incorporation must be approved in writing by the Declarant if the Declarant owns one or more Lots at the time the amendment is approved by the Members.

ARTICLE XIII
DISSOLUTION

The Association may be dissolved by the affirmative vote of Members holding not less than two-thirds (2/3) of the Eligible Votes. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association 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. Any dissolution of the Association must be approved in writing by the Declarant if the Declarant owns one or more Lots at the time the dissolution is approved by the Members.

ARTICLE XIV
DURATION

The Association shall exist perpetually.

ARTICLE XV
ASSESSMENTS AND FEES

Each Member shall be obligated to pay Assessments and other fees and charges to the Association in accordance with the Community Documents.

ARTICLE XVI
INCORPORATOR

The name and address of the incorporator of the Association is:


Name

Address

Michael Cronin

1600 W. Broadway, Suite 200
Tempe, AZ 85282

Dated this 1ST day of MAY, 2019.




Michael Cronin
Incorporator

ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for this corporation, hereby accepts such appointment and agrees to act in that capacity until removal or resignation is submitted in accordance with applicable provisions of the Arizona Revised Statutes.

Dated this 1st day of May, 2019.



Amanda Shaw
Statutory Agent



ARIZONA CORPORATION COMMISSION
Powering Arizona's Future

Corporations Division

Commissioners

Chairman, Robert "Bob" Burns
Andy Tobin
Boyd Dunn
Sandra D. Kennedy
Justin Olson

Date: 5/7/2019

Delivered via: Email

MSMITH@ASSOCIATEDASSET.COM

AZ
USA

RE: Entity Name: THE LANDINGS COMMUNITY ASSOCIATION
ACC File Number: 1982492
ACC Order Number: 201905030441613
Document Received Date: 05/03/2019

We are pleased to notify you that the Articles of Incorporation - Nonprofit submitted for the above-referenced entity have or has been APPROVED for filing.

If the known place of business of the corporation is NOT in Maricopa County or Pima County, the document must be published. The publication must be completed within 60 days after 05/07/2019, which is the date the ACC approved the document for filing, and must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of acceptable newspapers in each county is available on the ACC website at www.azcc.gov/divisions/corporations/newspaper-list-for-publishing.pdf. You may receive an Affidavit of Publication from the newspaper that may be filed with the ACC, but filing it is not mandatory.

If the known place of business of the corporation is in Maricopa County or Pima County, the Commission has already posted notice of the approved document on its website at <http://ecorp.azcc.gov/publicnotice>. This posting by the Commission satisfies the statutory requirement for public notice, and no further action on your part is required in order to satisfy the notice requirement. You may, however, choose to provide additional public notice by publishing a copy of the approved document in a newspaper. If you choose to publish, the publication must be completed within 60 days after 05/07/2019, which is the date the ACC approved the document for filing, and must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of acceptable newspapers in each county is available on the ACC website at www.azcc.gov/divisions/corporations/newspaper-list-for-publishing.pdf.

IMPORTANT: Corporations are required by statute to file an Annual Report with the ACC once each year. Your Annual Report is due on 05/03/2020 and on the anniversary of that date each subsequent year. Annual Reports can be submitted electronically through the ACC website. It is the corporation's sole responsibility to file its Annual Report on or before the due date each year. If the corporation provided an entity email address, it will receive an email reminder at that email address to file the annual report. Individual users who have created user accounts on our website and who have associated the corporation to that account through the "My Entities" section will also receive an email reminder. Whether or not the corporation or any individual user requests or receives any email reminder, however, if the corporation fails to file its Annual Report by the due date, penalties will accrue and the corporation will be subject to being administratively dissolved.

Corporations are required by statute to notify the ACC immediately, in writing, of any change in address or statutory agent information. Forms are available on the ACC website to make address and statutory agent changes. Failure to notify the ACC of such changes may subject the corporation to being administratively dissolved. A forwarding order placed with the U.S. Postal Service is not sufficient to change addresses on file with the ACC. (Foreign corporations have additional filing requirements under A.R.S. § 10-1504 or § 10-11504 for other types of changes – see the statute for details.)

The Corporations Division strongly recommends that you periodically monitor your corporation's public record, which can be viewed at www.ecorp.azcc.gov. If you have questions or for further information, contact Customer Service at 602-542-3026, or, within Arizona only, 800-345-5819.

Division Director Tanya Gibson
1300 W.Washington Street,Phoenix, AZ 85007 | 602-542-3026 | ecorp.azcc.gov