

AZ CORPORATION COMMISSION  
FILED

ARTICLES OF INCORPORATION  
OF

AZ Corp. Commission  
02857822

JUL 28 2009

FILE NO. -1539849

ROCKRIDGE WEST HOMEOWNERS' ASSOCIATION, INC.

(An Arizona tax exempt non-profit corporation)

We, the undersigned, have associated ourselves for the purpose of forming a corporation not for profit under and pursuant to the law of the State of Arizona, and for that purpose do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be, ROCKRIDGE WEST HOMEOWNERS' ASSOCIATION INC.

ARTICLE II

The purpose for which the corporation is organized is organized is the transaction of any or all lawful business for which non-profit corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time. Specifically to provide management, maintenance, and care of the property of the Association as set forth in the subdivisions' community documents.

ARTICLE III

The character of affairs of the corporation will be to conduct the business of the Homeowners Association of Rockridge West a planned community in Coconino County, Arizona as set forth in the deed restrictions applicable to each unit.

ARTICLE IV

The Corporation will have Members. Membership in this corporation is limited to those persons having a beneficial ownership interest in one or more lots of the Rockridge West planned community in Coconino County, Arizona.

ARTICLE V

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or: (b)

---

by a corporation, contributions to which are deductible under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Laws).

#### **ARTICLE VI**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, distribute all its assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or the assets shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

#### **ARTICLE VII**

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the Bylaws.

#### **ARTICLE VIII**

The initial Board of Directors shall consist of two (2) Directors. The name and address of the persons who are to serve as Directors until the first annual meeting of the members, or until their successors are elected and qualified are: William Johnston 1068 N. Conifer Road Flagstaff, AZ 86001 and Martha Pahler 1094 N. Conifer Road Flagstaff, Arizona 86001.

The number of persons to serve on the Board of Directors thereafter shall be fixed by the By-laws.

#### **ARTICLE IX**

The street address of the known place of business of the corporation is 323 S. River Run Road, Suite 1, Flagstaff, Arizona 86001.

#### **ARTICLE X**

The name and address of the statutory agent of the corporation is: Mark Caro 323 S. River Run Road, Suite 1, Flagstaff, AZ 86001

**ARTICLE XI**

*Johnston*

The name and address of the incorporators are: William Johnston 1068 N. Conifer Road Flagstaff, AZ 86001 and Martha Pahler 1094 N. Conifer Road Flagstaff, Arizona 86001.

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

**ARTICLE XII**

The corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion or physical handicap or disability.

EXECUTED this 6 day of July, 2009, by the incorporators.

Signed: *William Johnston*  
William Johnston

Phone (928)213-9523

Signed: *Martha Pahler*  
Martha Pahler

Phone (928)226-1139

**Acceptance of Appointment by Statutory Agent**

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 1 day of July, 2009.

By *Mark Caro*  
Mark Caro

# STATE OF ARIZONA



Office of the  
**CORPORATION COMMISSION**

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that the attached copy of the following document:

**ARTICLES OF INCORPORATION**

consisting of 3 pages, is a true and complete copy of the original of said document on file with this office for:

**ROCKRIDGE WEST HOMEOWNERS' ASSOCIATION INC.**  
**ACC file number: 15390849**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: August 5, 2009.



  
Executive Director

By: \_\_\_\_\_