

REC'D OCT 1 5 1992

ARTICLES OF INCORPORATION
OF
SUNLAND VILLAGE EAST GARDEN CONDOMINIUMS - PHASE THREE
OWNERS ASSOCIATION

SEP 23 2 04 PM '92

In compliance with the requirements of §10-1001, et seq., Arizona Revised Statutes, as amended, the undersigned, all of whom are of full age, having this date voluntarily associated themselves for the purpose of forming a nonprofit corporation, and do hereby certify:

ARTICLE I

NAME

The name of the corporation is Sunland Village East Garden Condominiums - Phase Three Owners Association.

ARTICLE II

DEFINED TERMS

Capitalized terms used in these Articles without definition shall have the meanings specified for such terms in the Arizona Condominium Act, A.R.S. §33-1201, et seq., and the Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three recorded with the County Recorder of Maricopa County, Arizona, at Recording No. 92-0483711, as amended from time to time.

ARTICLE III

PRINCIPAL OFFICE

The principal office of the Association shall be located at 2150 S. Farnsworth Drive, Mesa, Arizona 85208.

ARTICLE IV

STATUTORY AGENT

Donald E. Dyekman, whose address is One East Camelback Road, Suite 1100, Phoenix, Arizona 85012, and who has been a bona fide resident of the State of Arizona for more than three (3) years last past, is hereby appointed and designated the initial statutory agent for the Corporation.

PPP02126\090492\10:44am

ARTICLE V

PURPOSE OF THE ASSOCIATION

The object and purpose for which the Association is organized is to provide for the management, maintenance, and care of the Common Elements and to perform such other duties as are imposed upon the Association under the Condominium Documents. 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 Common Elements and to exercise and perform such other powers and duties as are imposed upon or granted to the Association under the Condominium Act and the Condominium Documents.

ARTICLE VII

MEMBERSHIP AND VOTING RIGHTS

Membership in the Association shall be limited to the Unit Owners. Each Unit Owner shall have such rights, privileges and votes in the Association as are set forth in the Condominium Documents.

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 as directors until the first-annual meeting of the members or until their successors are elected and qualified are as follows:

<u>Name</u>	<u>Mailing Address</u>
Craig M. Ahlstrom	2150 S. Farnsworth Drive Mesa, Arizona 85208
Joseph A. Farnsworth	2150 S. Farnsworth Drive Mesa, Arizona 85208
David A. Palmer	2150 S. Farnsworth Drive Mesa, Arizona 85208

The number of directors may change from time to time by the Board of Directors, but the number of directors may not be less than three (3) nor more than nine (9) and must be an odd number.

The Board of Directors shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members except that during the Period of Declarant Control, the Declarant, without the consent of any Unit Owner, may amend the Bylaws in order to: (i) comply with the Condominium Act or any other applicable law if the amendment does not adversely affect the rights of any Unit Owner; (ii) correct any error or inconsistency in the Bylaws if the amendment does not adversely affect any Unit Owner; or (iii) comply with the regulations or guidelines in effect from time to time of any governmental or quasi-governmental entity or federal corporation guaranteeing or insuring mortgage loans or governing transactions involving mortgage instruments including, without limitation, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration or the Veterans Administration.

ARTICLE IX

OFFICERS

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

Craig M. Ahlstrom	President
Joseph A. Farnsworth	Vice President
David A. Palmer	Secretary
David A. Palmer	Treasurer

ARTICLE X

LIMITATION ON LIABILITY OF DIRECTORS

The personal liability of any director of the Association to the Association or its members for monetary damages for breach of his fiduciary duties as a director is hereby eliminated to the extent permitted by the Arizona Nonprofit Corporation Act, as amended from time to time.

ARTICLE XI

DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by Members representing not less than eighty percent (80%) of the total votes in the Association. Upon any such dissolution of the Association, other than incident to a merger or a consolidation, the assets of the Association shall be dedicated, granted, conveyed or assigned to any nonprofit corporation, association, trust or other organization designated by the Members approving the dissolution as being the entity which will thereafter perform the duties and obligations of the Association under the Condominium Documents.

ARTICLE XII

AMENDMENTS

These Articles may be amended by Members representing at least sixty-seven percent (67%) of the total votes in the Association except that during the Period of Declarant Control the Declarant shall have the right to amend these Articles in order to: (i) comply with the Condominium Act or any other applicable law if the amendment does not adversely affect the rights of any Unit Owner; (ii) correct any error or inconsistency in the Bylaws if the amendments does not adversely affect any Unit Owner; or (iii) comply with the requirements or guidelines in effect from time to time of any governmental or quasi-governmental entity or federal corporation guaranteeing or insuring mortgage loans or governing transactions involving mortgage instruments including, without limitation, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration or the Veterans Administration.

ARTICLE XIII

DURATION

The Corporation shall exist perpetually.

ARTICLE XIV

INCORPORATOR

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

Name

Address

Craig M. Ahlstrom

2150 S. Farnsworth Drive
Mesa, Arizona 85208

Dated this 17th day of September, 1992.



Craig M. Ahlstrom