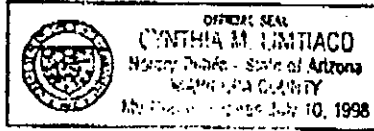


STATE OF ARIZONA )  
 ) ss.  
County of Maricopa )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of May, 1995, by HENRY D. IEDEMA, as an Assistant Secretary of TRANSAMERICA TITLE INSURANCE COMPANY, a California corporation, as Trustee under its Trust No. 7188.



Cynthia M. Lintiaco  
Notary Public

My Commission Expires:

\_\_\_\_\_

STATE OF ARIZONA )  
 ) ss.  
County of Maricopa )

The foregoing instrument was acknowledged before me this 11 day of May, 1995, by CRAIG M. AHLSTROM, as a Vice President of FARNSWORTH DEVELOPMENT COMPANY, an Arizona corporation, on behalf of the corporation.

Sylvia Carder  
Notary Public

My Commission Expires:

3-1-99



**WHEN RECORDED  
PLEASE MAIL TO:**  
Dyckman, Meda, Curtis, Cohen  
& Karow, P.L.C.  
6750 E. Camelback Rd. Suite 104  
Scottsdale, AZ 85251  
Attn: Donald E. Dyckman, Esp.

OFFICIAL RECORDS OF  
MARICOPA COUNTY RECORDER  
HELEN PURCELL  
99-0244215 03/15/99 03:41  
JAN 74 OF 185

---

210559

**CAPTION HEADING : FOURTH AMENDMENT TO CONDOMINIUM  
DECLARATION FOR SUNLAND VILLAGE EAST  
GARDEN CONDOMINIUMS-PHASE THREE**

This document is being re-recorded in order to correct two clerical errors under Paragraph 5, on page 3 hereof.

**TRANSNATION TITLE INS. CO.**

When Recorded Mail To:

Dyekman, Meda, Curtis, Cohen  
& Karow, P.L.C.  
6750 East Camelback Road  
Suite 104  
Scottsdale, Arizona 85251  
Attention: Donald E. Dyekman, Esq.

OFFICIAL RECORDS OF  
MARICOPA COUNTY RECORDER  
HELEN PURCELL

99-0013524 01/07/99 08:48

LILIAN 1 OF 1

*TRANSNATION TITLE*  
File No. 210559

**FOURTH AMENDMENT TO CONDOMINIUM DECLARATION  
FOR SUNLAND VILLAGE EAST GARDEN CONDOMINIUMS - PHASE THREE**

This Fourth Amendment to the Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three (this "Fourth Amendment") is made and entered into this 16<sup>th</sup> day of November, 1998, by Farnsworth Development Company, an Arizona corporation (the "Declarant"), as the owner of all the beneficial interest of Transnation Title Insurance Company Trust No. 7188 (formerly Transamerica Title Insurance Company Trust No. 7188), and being properly authorized so to act by the terms of the Trust, and by Transnation Title Insurance Company, an Arizona corporation (the "Trustee"), as Trustee under said Trust, solely as bare legal title holder (and not personally) of (a) all the real property described in Section 1 below, which is being annexed by this Fourth Amendment to the Condominium that was created by the Declaration referred to in Paragraph A below, and (b) all unsold portions of the real property that was originally created as a condominium by the Declaration described below, and acting at the proper direction of Declarant.

**RECITALS**

A. A Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three was recorded on August 31, 1992, as Recording No. 92-0483711, records of Maricopa County, Arizona, submitting certain real property located in Maricopa County, Arizona, to a condominium pursuant to the provisions of the Arizona Condominium Act, A.R.S. § 33-1201, *et seq.* The Condominium Declaration was amended by the instruments recorded at Recording No. 92-0560096, 94-0506205 and 95-0300099. The Condominium Declaration as previously amended shall be referred to herein in this Fourth Amendment as the "Declaration".

B. Capitalized terms used in this Fourth Amendment without definition shall have the meanings given to such terms in the Declaration.

C. Section 2.9 of the Declaration reserved to the Declarant the right to expand the Condominium created by the Declaration by annexing and submitting to the Declaration all or any portion of the Additional Property.

D. Declarant desires to expand the Condominium by annexing and subjecting to the Declaration a portion of the Additional Property.

**NOTE:** This Document is being re-recorded in order to correct two clerical errors under Paragraph 5 on page 3 hereof.

Fourth Amend.V3  
11/09/98


991013524

E. Declarant has caused a plat entitled "Sunland Village East Garden Condominiums Phase Three, Unit Three", recorded in Book 489, page 29, records of Maricopa County, Arizona, and at Recording No. 98-1180330, records of Maricopa County, Arizona (the "Unit Three Plat"). The Unit Three Plat shows the Common Elements and Units being annexed and subjected to the Declaration by this Fourth Amendment.

### AMENDMENT

NOW, THEREFORE, the Declarant amends the Declaration as follows:

1. The portion of the Additional Property that is described on Exhibit A, attached to and made a part of this Fourth Amendment by this reference (the "Annexed Property"), is hereby annexed and subjected to the terms and conditions of the Declaration, subject to the easements shown on the Unit Three Plat.

2. The total number of Units being added by this Fourth Amendment is 37. The identifying numbers of the Units in the Annexed Property are Units 472 through 508, inclusive. 

3. All of the Annexed Property, except for the Units, shall be Common Elements.

4. The following portions of the Common Elements in the Annexed Property shall be Limited Common Elements and are allocated to the exclusive use of one Unit as follows:

(i) Each Unit is allocated the patio and/or storage area adjoining the Unit as shown on the Plat;

(ii) Each Unit is allocated the driveway which provides access to the garage of the Unit from the public street or private drive adjoining the Unit;

(iii) Any chute, flue, pipe, duct, wire, conduit, bearing wall, bearing column or other fixtures, whether located within or outside of the boundaries of a Unit, which serves only one Unit is a Limited Common Element allocated solely to the Unit served;

(iv) If a chute, flue, pipe, duct, wire, conduit, bearing wall, bearing column or other fixture lies partially within and partially outside the designated boundaries of a Unit, the portion only serving the Unit is a Limited Common Element allocated solely to the Unit, the use of which is limited to that Unit; and

993013524

(v) Any shutters, awnings, window boxes, doorsteps, stoops, porches and exterior doors and windows or other fixtures designed to serve a single Unit, located outside the boundaries of the Unit, are Limited Common Elements allocated exclusively to the Unit and their use is limited to that Unit.

5. Upon the recording of this Fourth Amendment with the County Recorder of Maricopa County, Arizona, the undivided interest in the Common Elements and in the Common Expenses of the Association shall be allocated among all the Units then subject to the Declaration based upon the square footage of each Unit as compared to the total square footage of all Units then subject to the Declaration. The square footage of all the Units in the Annexed Property shall be included in the total square footage of all Units then in the Condominium. In making such allocation, the square footage of the various Units shall be deemed to be as follows: 1,000 square feet for each Type B Unit; 1,191 square feet for each Type C Unit; 1,400 square feet for each Type D Unit; 1,566 square feet for each Type E Unit; 1,294 square feet for each Floor Plan 1200 Unit; and 1,608 square feet for each Floor Plan 1600 Unit. The square footages of the Units as set forth in this Paragraph 5 is the approximate square footage of each Unit calculated by excluding the garage included within the boundaries of the Unit and measuring from the exterior surfaces of all exterior walls that are adjacent to the living area (the "Living Area" means the Unit less the garage) of the Unit, except that such measurement shall be only to the center of any wall that is a common wall between any two Units. With the addition of the Units in the Annexed Property, the total square footage of all Units in the Condominium shall be 360,266 square feet. Based upon that total square footage and the square footage of the Living Area of the individual Units as set forth above, the undivided percentage interests of the respective Units in the Common Elements and in the Common Expenses of the Association shall be as follows: .278 for each Type B Unit; .331 for each Type C Unit; .389 for each Type D Unit; .434 for each Type E Unit; .359 for each Floor Plan 1200 Unit and .446 for each Floor Plan 1600 Unit.

6. Upon the recording of this Fourth Amendment with the County Recorder of Maricopa County, Arizona, the votes in the Association shall be allocated equally among all of the Units then subject to the Declaration with each Unit having one vote.

7. A perpetual easement eight (8) feet in width is hereby created upon, over, under and across the areas shown as a public utility and fence easement on the Unit Three Plat and along and adjacent to Baseline Road and South Hawes Road (the "Fence Easement") for the benefit of the Declarant for the construction and maintenance of a perimeter wall ("Wall") of Sunland Village East. Declarant may, but shall not be required to construct, a Wall upon all or any portion of the Fence Easement. If Declarant constructs a Wall upon any part of any Fence Easement, then the entire width of the Fence Easement for the length of the Wall shall also be for the benefit of the Sunland Village East Association for the maintenance, repair and replacement of such Wall.

8. The streets shown on the Plat for Sunland Village East Garden Condominiums - Phase Three recorded in Book 353 of Maps, page 16 or on the Plat of Sunland Village East Garden

991015524

Condominiums - Phase Three, a condominium, Unit Two, recorded in Book 378 of Maps, page 7, which by the terms of the dedication on such Plats or by the terms of other written instruments recorded with the County Recorder of Maricopa County, Arizona, have been dedicated to the City of Mesa are not subject to the Condominium Declaration and, therefore, the legal descriptions of the real property submitted to the Declaration which are part of the Declaration are amended so that such legal descriptions do not include any such dedicated streets.

9. All of the Development Rights and Special Declarant Rights granted to or reserved by the Declarant in the Declaration shall apply to the Annexed Property.

10. All provisions of the Declaration as heretofore amended which are not inconsistent with the foregoing provisions are hereby reaffirmed.

TRANSNATION TITLE INSURANCE COMPANY, an Arizona corporation, as Trustee under its Trust No. 7188

By: Henry D. Iedema  
Henry D. Iedema  
Its: Assistant Secretary

FARNSWORTH DEVELOPMENT COMPANY, an Arizona corporation

By: Craig M. Ahlstrom  
Craig M. Ahlstrom  
Its: Vice President

State of Arizona )  
                          ) ss.  
County of Maricopa )

The foregoing instrument was acknowledged before me this 31st day of December, 1998, by Henry D. Iedema, Assistant Secretary of Transnation Title Insurance Company, an Arizona corporation, as Trustee under its Trust No. 7188, on behalf of the corporation.



Cynthia M. Limtiaco  
Notary Public

My Commission Expires \_\_\_\_\_

993013524

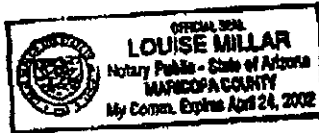
State of Arizona )  
 ) ss.  
County of Maricopa )

The foregoing instrument was acknowledged before me this 16 day of November 1998, by Craig M. Ahlstrom, Vice President of Farnsworth Development Company, an Arizona corporation, on behalf of the corporation.

*Louise Millar*  
Notary Public

My Commission Expires:

4/24/2002



991013524

**EXHIBIT A**

That part of the northeast quarter of Section 5, Township 1 south, Range 7 east, of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

From the northeast corner of the said northeast quarter Section 5, measure thence south  $00^{\circ}21'49''$  east along the east line of the said northeast quarter a distance of 100.14 feet; thence north  $88^{\circ}46'15''$  west 55.02 feet to the point of beginning;

Thence south  $00^{\circ}21'49''$  east parallel to and 55.00 feet westerly of the east line of said northeast quarter a distance of 273.58 feet to a point on the north line of Sunland Village East Garden Condominiums Phase Three Unit Two as recorded in Book 378, page 7 M.C.R.;

Thence north  $88^{\circ}46'15''$  west along the north line of the said Sunland Village East Garden Condominiums a distance of 595.37 feet;

Thence north  $01^{\circ}13'45''$  east 317.97 feet;

Thence south  $88^{\circ}49'32''$  east parallel to and 55.00 feet southerly of the north line of the said northeast quarter of Section 5 a distance of 532.74 feet;

Thence south  $01^{\circ}13'45''$  west 45.00 feet;

Thence south  $88^{\circ}46'15''$  east 55.02 feet to the point of beginning.



FEB 0 2 2000

## When Recorded Mail To:

Dyckman, Curtis, Cohen  
& Karow, P.L.C.  
6750 East Camelback Road  
Suite 104  
Scottsdale, Arizona 85251  
Attention: Donald E. Dyckman, Esq.

00-0139622  
RECORDED 2-25-2000 IN  
MARICOPA COUNTY

**FIFTH AMENDMENT TO CONDOMINIUM DECLARATION  
FOR SUNLAND VILLAGE EAST GARDEN CONDOMINIUMS - PHASE THREE**

This Fifth Amendment to the Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three (this "Fifth Amendment") is made as of this 16<sup>th</sup> day of February, 2000, by Farnsworth Development Company, an Arizona corporation (the "Declarant").

**RECITALS**

A. A Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three was recorded on August 31, 1992, at Recording No. 92-0483711, records of Maricopa County, Arizona, submitting certain real property located in Maricopa County, Arizona, to a condominium pursuant to the provisions of the Arizona Condominium Act, A.R.S. § 33-1201, et seq. The Condominium Declaration was amended by the instruments recorded at Recording Nos. 92-0560096, 94-0506205, 95-0300099 and 99-0013524. The Condominium Declaration as previously amended shall be referred to herein in this Fifth Amendment as the "Declaration".

B. Capitalized terms used in this Fifth Amendment without definition shall have the meanings given to such terms in the Declaration.

C. The Declaration and the Condominium Act grant to the Declarant certain Development Rights including, but not limited to, the right to convert Units into Common Elements and convert Common Elements into Units.

D. An Affidavit of Amendment was recorded on February 9<sup>th</sup>, 2000, at Recording No. 0096041, records of Maricopa County, Arizona (the "Affidavit of Amendment"), amending the plat for Sunland Village East Garden Condominiums Phase Three Unit Three recorded in Book 489, page 29, records of Maricopa County, Arizona (the "Phase Three Plat"), to correct the Phase Three Plat to show Unit 486 as a Floor Plan 1200 rather than a Floor Plan 1600.

E. The Declaration allocates the undivided interest in the Common Elements and in the Common Expenses of the Association among all the Units subject to the Declaration based upon the square footage of each Unit as compared to the total square footage of all Units subject to the Declaration. As a result of the Affidavit of Amendment, the total square footage of the Units subject to the Declaration and the undivided interest in the Common Elements and in the Common Expenses

FEB 02 2000

## When Recorded Mail To:

Dyckman, Curtis, Cohen  
& Karow, P.L.C.  
6750 East Camelback Road  
Suite 104  
Scottsdale, Arizona 85251  
Attention: Donald E. Dyckman, Esq.

00-0139822  
RECORDED 2-25-2000 IN  
MARICOPA COUNTY

**FIFTH AMENDMENT TO CONDOMINIUM DECLARATION  
FOR SUNLAND VILLAGE EAST GARDEN CONDOMINIUMS - PHASE THREE**

This Fifth Amendment to the Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three (this "Fifth Amendment") is made as of this 16<sup>th</sup> day of February, 2000, by Farnsworth Development Company, an Arizona corporation (the "Declarant").

**RECITALS**

A. A Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three was recorded on August 31, 1992, at Recording No. 92-0483711, records of Maricopa County, Arizona, submitting certain real property located in Maricopa County, Arizona, to a condominium pursuant to the provisions of the Arizona Condominium Act, A.R.S. § 33-1201, et seq. The Condominium Declaration was amended by the instruments recorded at Recording Nos. 92-0560096, 94-0506205, 95-0300099 and 99-0013524. The Condominium Declaration as previously amended shall be referred to herein in this Fifth Amendment as the "Declaration".

B. Capitalized terms used in this Fifth Amendment without definition shall have the meanings given to such terms in the Declaration.

C. The Declaration and the Condominium Act grant to the Declarant certain Development Rights including, but not limited to, the right to convert Units into Common Elements and convert Common Elements into Units.

D. An Affidavit of Amendment was recorded on February 9<sup>th</sup>, 2000, at Recording No. 0096041, records of Maricopa County, Arizona (the "Affidavit of Amendment"), amending the plat for Sunland Village East Garden Condominiums Phase Three Unit Three recorded in Book 489, page 29, records of Maricopa County, Arizona (the "Phase Three Plat"), to correct the Phase Three Plat to show Unit 486 as a Floor Plan 1200 rather than a Floor Plan 1600.

E. The Declaration allocates the undivided interest in the Common Elements and in the Common Expenses of the Association among all the Units subject to the Declaration based upon the square footage of each Unit as compared to the total square footage of all Units subject to the Declaration. As a result of the Affidavit of Amendment, the total square footage of the Units subject to the Declaration and the undivided interest in the Common Elements and in the Common Expenses

FEB 02 2000

When Recorded Mail To:

Dyekman, Curtis, Cohen  
& Karow, P.L.C.  
6750 East Camelback Road  
Suite 104  
Scottsdale, Arizona 85251  
Attention: Donald E. Dyekman, Esq.

**FIFTH AMENDMENT TO CONDOMINIUM DECLARATION  
FOR SUNLAND VILLAGE EAST GARDEN CONDOMINIUMS - PHASE THREE**

This Fifth Amendment to the Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three (this "Fifth Amendment") is made as of this \_\_\_\_ day of \_\_\_\_\_, 2000, by Farnsworth Development Company, an Arizona corporation (the "Declarant").

**RECITALS**

A. A Condominium Declaration for Sunland Village East Garden Condominiums - Phase Three was recorded on August 31, 1992, at Recording No. 92-0483711, records of Maricopa County, Arizona, submitting certain real property located in Maricopa County, Arizona, to a condominium pursuant to the provisions of the Arizona Condominium Act, A.R.S. § 33-1201, *et seq.* The Condominium Declaration was amended by the instruments recorded at Recording Nos. 92-0560096, 94-0506205, 95-0300099 and 99-0013524. The Condominium Declaration as previously amended shall be referred to herein in this Fifth Amendment as the "Declaration".

B. Capitalized terms used in this Fifth Amendment without definition shall have the meanings given to such terms in the Declaration.

C. The Declaration and the Condominium Act grant to the Declarant certain Development Rights including, but not limited to, the right to convert Units into Common Elements and convert Common Elements into Units.

D. An Affidavit of Amendment was recorded on \_\_\_\_\_, 2000, at Recording No. \_\_\_\_\_, records of Maricopa County, Arizona (the "Affidavit of Amendment"), amending the plat for Sunland Village East Garden Condominiums Phase Three Unit Three recorded in Book 489, page 29, records of Maricopa County, Arizona (the "Phase Three Plat"), to correct the Phase Three Plat to show Unit 486 as a Floor Plan 1200 rather than a Floor Plan 1600.

E. The Declaration allocates the undivided interest in the Common Elements and in the Common Expenses of the Association among all the Units subject to the Declaration based upon the square footage of each Unit as compared to the total square footage of all Units subject to the Declaration. As a result of the Affidavit of Amendment, the total square footage of the Units subject to the Declaration and the undivided interest in the Common Elements and in the Common Expenses

FEB 02 2000

of the Association of each Type E Unit and of each Floor Plan 1600 Unit has changed. Pursuant to the Declarant's development rights under the Condominium Act and the Declaration, the Declarant desires to amend the Declaration to correct the Declaration to make the Declaration consistent with the Phase Three Plat, as corrected by the Affidavit of Amendment.

**AMENDMENT**

**NOW, THEREFORE**, the Declarant amends and corrects the Declaration as follows:

1. The Declaration is amended and corrected to reflect that the total square footage of the Units subject to the Declaration is 359,952 square feet. The Declaration is further amended and corrected to reflect that the undivided interest in the Common Elements and in the Common Expenses of the Association of each Type E Unit is .435 and that the undivided interest in the Common Elements and in the Common Expenses of the Association of each Floor Plan 1600 Unit is .447.

2. Except as amended by this Fifth Amendment, the Declaration shall remain unchanged and in full force and effect. In the event of any conflict or inconsistency between the provisions of this Fifth Amendment and the Declaration, this Fifth Amendment shall control.

**FARNSWORTH DEVELOPMENT COMPANY**, an Arizona corporation

By: Craig M. Ahlstrom

Its: Pres.

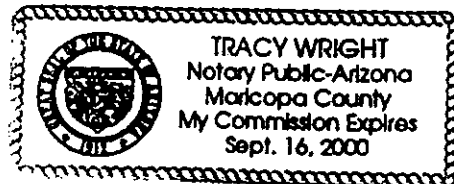
State of Arizona )  
 ) ss.  
County of Maricopa )

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of February, 2000, by Craig M. Ahlstrom the President of Farnsworth Development Company, an Arizona corporation, on behalf of the corporation.

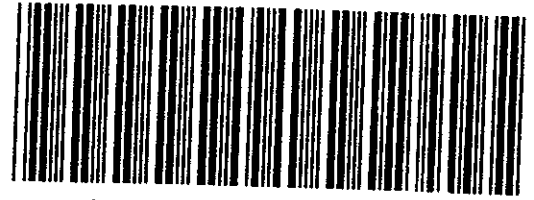
Tracy Wright  
Notary Public

My Commission Expires:

9-16-2000



FEB 11 2000



OFFICIAL RECORDS OF  
MARICOPA COUNTY RECORDER  
HELEN PURCELL

00-0096041 02/09/00 09:54

CLARK 1 OF 1

When recorded please return to:  
Clouse Engineering, Inc.  
1642 E. Orangewood Ave.  
Phoenix, AZ 85020

Affidavit of Amendment

Sunland Village East Garden Condominiums Phase Three Unit Three

This is to certify that I, Robert B. Moreno, being a member of the firm of Clouse Engineering, Inc., 1642 East Orangewood Avenue, Phoenix, Arizona, and Clouse Engineering, Inc., having prepared the Condominium Plat of Sunland Village East Garden Condominiums Phase Three Unit Three and said plat having been duly recorded in the Maricopa County Recorder's Office in Book 489, Page 29, Docket 98-1180330 hereby publish this Affidavit of Amendment to amend same, as indicated by the amended information shown on attached exhibit.

Amendment

Sheet 2 and 3 of 3:

Sheet 2: Amend Unit 486 from a Floor Plan 1600 to a Floor Plan 1200 per attached exhibit.

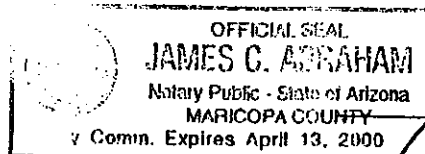
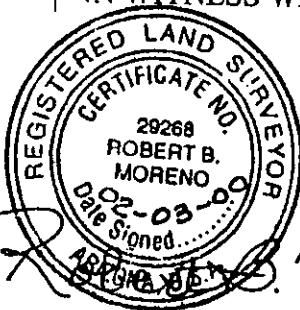
Sheet 3: Remove Unit 486 from Floor Plan 1600 and add to Floor Plan 1200 per attached exhibit.

Acknowledgment

State of Arizona  
County of Maricopa

On this, the 3<sup>RD</sup> day of February, 2000 before me, the undersigned notary, personally appeared Robert B. Moreno, know to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF; I set my hand and official seal. My commission expires:  
April, 13, 2000



*James C. Abraham*  
Notary Public

*Robert B. Moreno*

FEB 11 2000

Consent to Amendment

Farnsworth Development Company, an Arizona Corporation, as the Declarant under the Condominium Declaration for Sunland Village East Garden Condominiums Phase Three recorded at recording No. 92-0483711 Records of Maricopa County, Arizona, hereby ratifies and approves the foregoing Affidavit of Amendment to the plat of Sunland Village East Garden Condominiums Phase Three Unit Three.

FARNSWORTH DEVELOPMENT COMPANY,  
an Arizona corporation;

By: C. Ahlstrom  
Craig Ahlstrom  
It's President

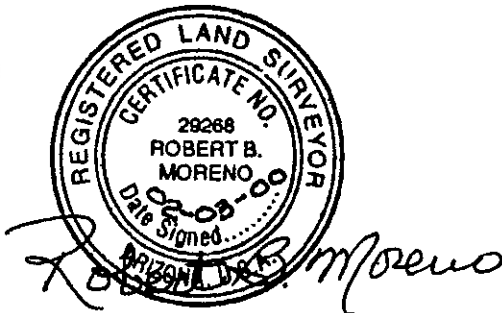
State of Arizona  
County of Maricopa

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of February, 2000, by Craig Ahlstrom, the President of Farnsworth Development Company, an Arizona corporation, on behalf of the corporation.

IN WITNESS WHEREOF; I set my hand and official seal.

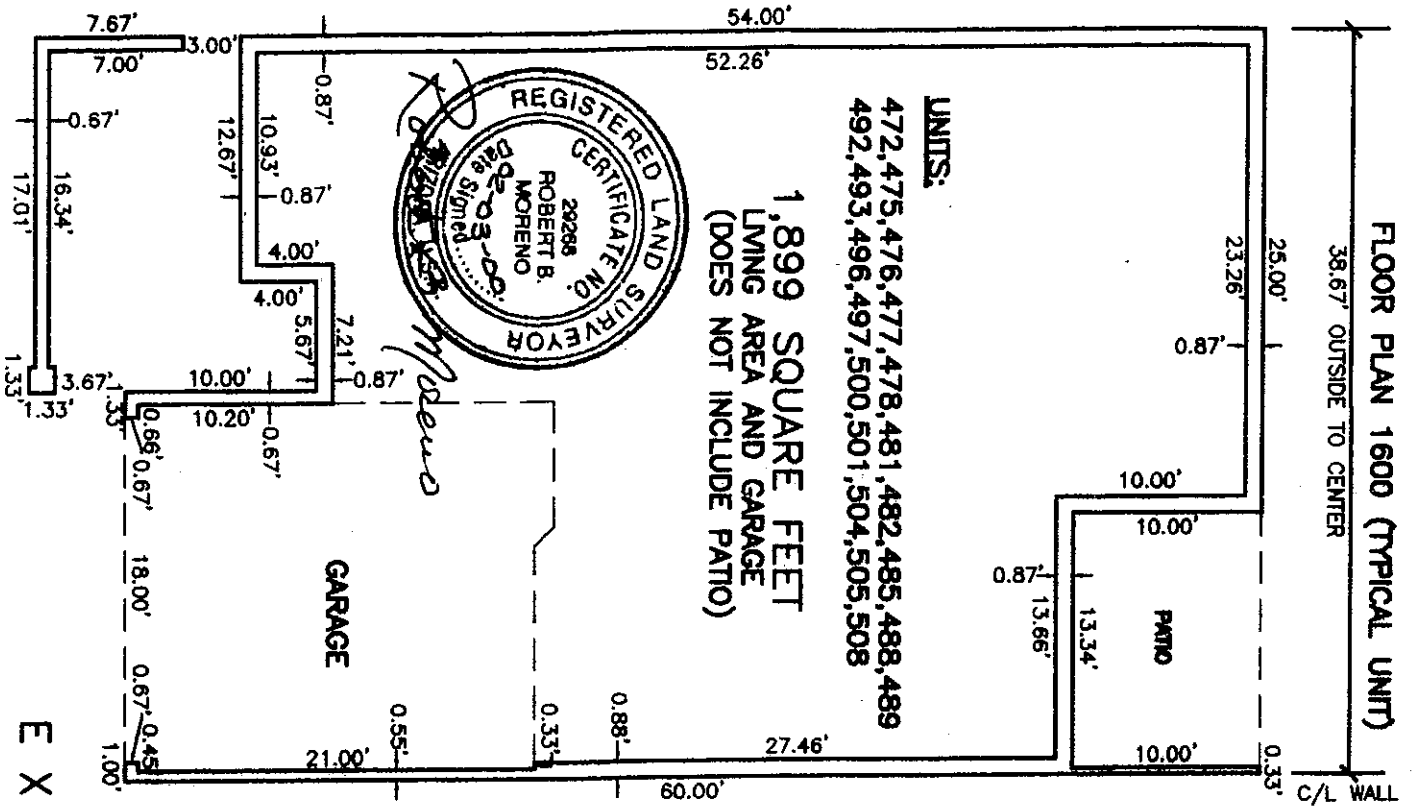
My commission expires: 9-16-2000

Tracy Wright  
Notary Public

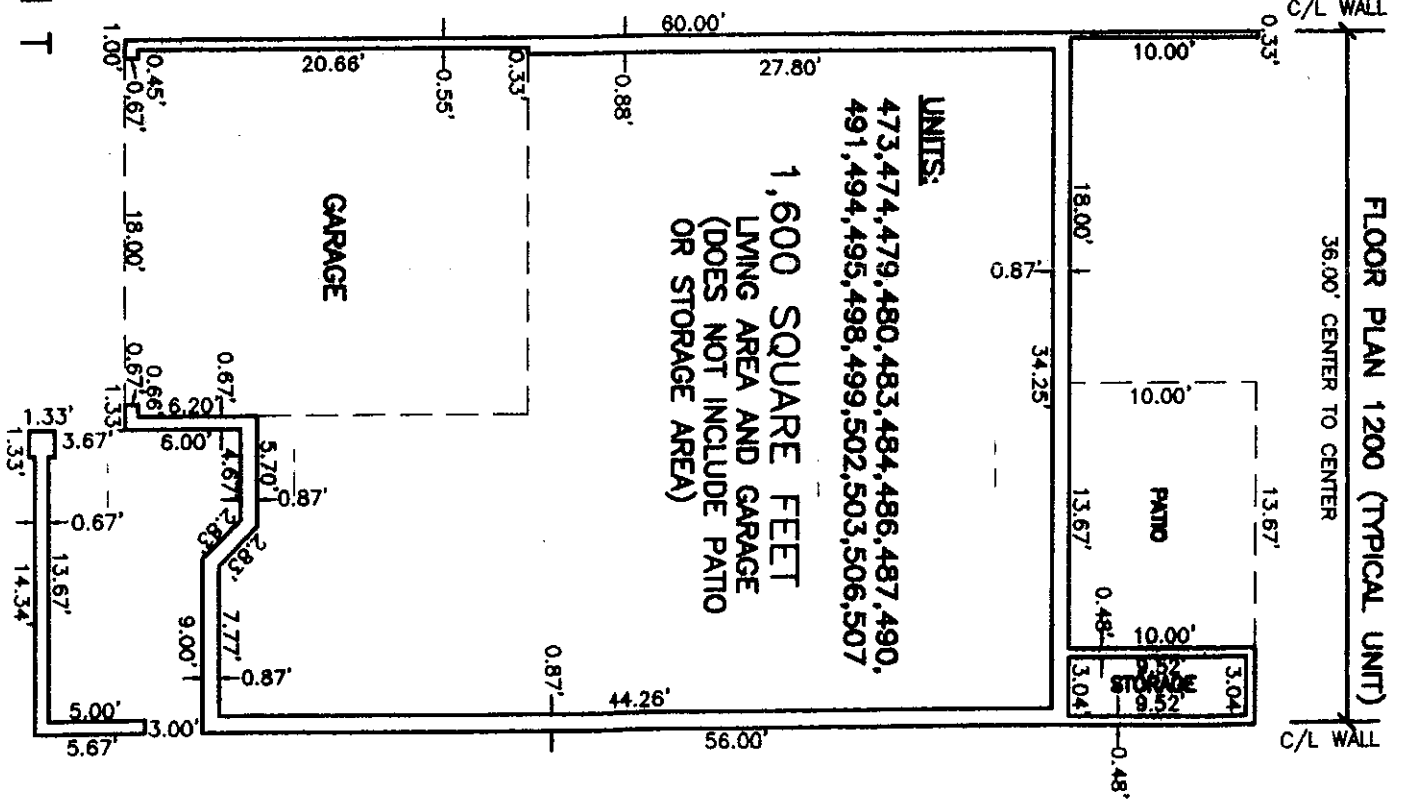


FEB 11 2000

FLOOR PLAN 1600 (TYPICAL UNIT)



FLOOR PLAN 1200 (TYPICAL UNIT)



EXHIBIT

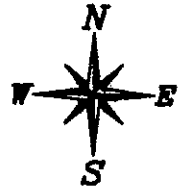
FEB 11 2000

S 1/4 COR SEC. 32, T.1 N., R.7 E.  
BRASS CAP IN HANDHOLE

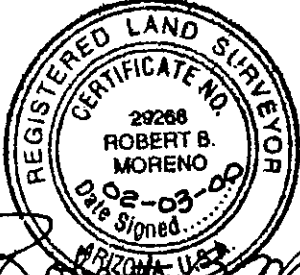
940.87'  
N88°49'32"W

N88°49'32"W 640.00'

EAST BASELINE ROAD



1"=30'



55'  
PUFE &  
FENCE ESMT.

1'  
V.N.A.E.

EXIST. 8' ELEC. EASE.  
DKT. 94-0499994

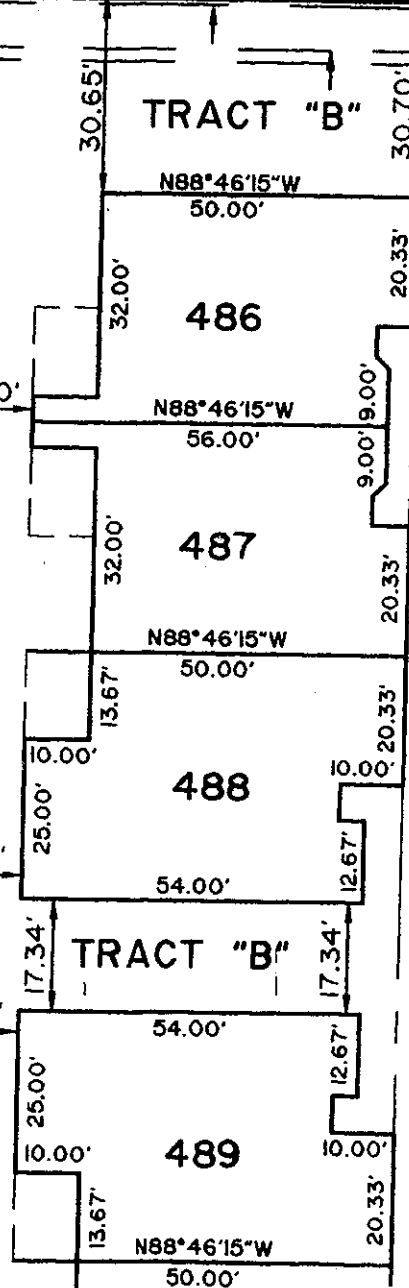
55'

SUNLAND VILLAGE EAST GARDEN CONDOMINIUMS  
PHASE THREE UNIT TWO  
BOOK 378 PAGE 07

8'  
PUFE

N01°13'45"E 317.97'

317.97'  
TRACT "B"



TRACT "B"

486

487

488

489

TRACT "B"

(TRACT "A")

PRIVATE DRIVE

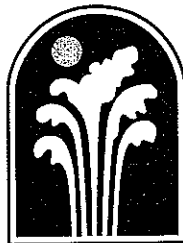
TRACT "C"

485

493

E X H I B I T





FARNSWORTH'S

## SUNLAND SPRINGS VILLAGE

March 1, 2000

Jackie Hubaker  
8161 E. Keats #378  
Mesa, AZ 85208

Dear Jackie,

Enclosed for your records is a copy of the Affidavit of Amendment and Fifth Amendment to Condominium Declaration for Sunland Village East Garden Condominiums-Phase Three. While reviewing our documents, we discovered that our engineers inadvertently labeled Unit 486 as a Plan 1600 instead of a Plan 1200 (for marketing purposes we call the 1200 a 1350), which it was originally intended to be. We had to go in and amend the legal documents to reflect this change. Our company has paid all the costs associated with this change so your Association will not have to incur any expenses.

As far as we can tell, this should have minimal impact on the operations of your Association. The overall square footage of all the buildings will decrease slightly so that when you are figuring your Association budget and dues there may have to be some slight adjustment

If we can be of any assistance please do not hesitate to call. Thanks for your cooperation in matters dealing with your Association.

Sincerely,

Craig M. Ahlstrom  
Pres. & CEO

Cc: Fritz Hebeker



SUNLAND GARDENS ASSOCIATION

ARTICLES OF INCORPORATION

1. The name of this corporation, referred to herein as the Association, shall be Sunland Gardens Association.

2. The purpose for which the Association is organized is to serve as the council of co-owners of the Horizontal Property Regime, referred to herein as the Regime, that has been or will be created under the Sunland Village East Garden Condominiums Declaration of Horizontal Property Regime and Restrictions, referred to herein as the Declaration, that shall initially involve all or portions of Tracts H and K of Sunland Village East One, a subdivision in Maricopa County, Arizona, as the Declaration may be amended from time to time. The Association shall perform all the duties and obligations and exercise all the powers and privileges of a council of co-owners under the Horizontal Property Regime Act, referred to herein as the Act, being Sections 33-551 through 33-561 of the Arizona Revised Statutes, as amended from time to time. The Association shall also perform all of the duties and obligations and exercise all of the powers and privileges of the Association as set forth in the Declaration as amended from time to time. The Association is organized and shall be operated exclusively so as to qualify and act as a "condominium management association" within the meaning of Section 528 of the Internal Revenue Code of 1954 as amended from time to time, referred to herein as said Section 528. The Association shall therefore provide for the maintenance of the common elements and facilities of the Regime. No part of the net earnings of the Association shall inure to the benefit of any member or other individual or entity except as permitted by said Section 528. Notwithstanding any other provision of these Articles of Incorporation, the Association shall not carry on any activity not permitted to be carried on by a corporation subject to the special Federal income tax treatment under said Section 528. The Association is organized as a nonprofit corporation under the laws of the State of Arizona. The Association may do all other things and exercise all powers and rights of a corporation that are lawful and not inconsistent with the foregoing purposes and the nonprofit character of the Association.

3. The Association initially intends to conduct the business of serving as the council of co-owners of the Regime and transacting all other business referred to in the Act or the Declaration.

4. The membership of the Association shall consist of those persons who from time to time are members of the Association in accordance with the bylaws; provided, however, that membership may be terminated as provided in the bylaws. Any member whose membership in the Association has been terminated in any manner

or for any reason whatsoever shall forfeit all interest in the Association and in any funds or property of the Association. The Association may have various classes of members as determined by the bylaws, and members of the various classes may have various rights and benefits and subject to various assessments, fees and charges as determined by the bylaws. The bylaws may provide for the issuance by the Association to its members of an annual or other type of membership card or certificate. No membership or membership card or certificate shall be transferable and no assignee or transferee thereof, whether by operation of law or otherwise, shall be entitled to membership in the Association or to any privilege, property right or property interest, except as shall be provided in the bylaws. The Association shall not issue any capital stock and shall not have shareholders.

5. The initial place of business of the Association shall be Mesa, Arizona.

6. The incorporators of the Association are:

David A. Palmer  
460 S. Greenfield  
Mesa, Arizona 85206

Craig M. Ahlstrom  
460 S. Greenfield  
Mesa, Arizona 85206

Ross N. Farnsworth  
460 S. Greenfield  
Mesa, Arizona 85206

7. The number of persons to serve on the board of directors shall be fixed by the bylaws. The initial board of directors shall consist of three directors. The incorporators named above shall serve as directors until the first annual meeting of members and until their successors are elected and take office. The bylaws shall provide for the qualifications and the terms of directors, which may be for periods of not more than three years, and may provide for staggered terms. The officers of the Association shall be elected in such manner and for such terms of office as the bylaws shall provide. Vacancies on the board of directors or among the officers of the Association shall be filled in the manner provided in the bylaws.

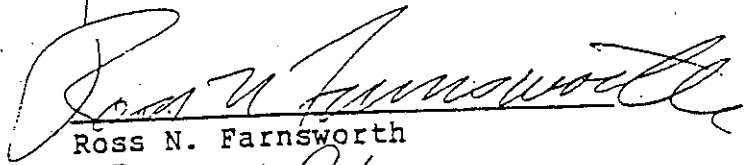
8. To the maximum extent allowed by applicable law, no contract, agreement, transaction or arrangement between the Association and any person, corporation, partnership or other entity shall be affected or invalidated in any way by the fact that any one or all of the directors or officers of the Association are pecuniarily or otherwise interested in same or are the directors, partners, officers or other personnel of any such other corporation, partnership or entity. No director or officer shall be incapacitated or in any way prohibited from acting or voting by reason of any interest in the contract, agreement, transaction or arrangement and no person, corporation, partnership or other entity, shall be liable to account to the Association for any profit realized on account of any such contract, agreement, transaction or arrangement by reason of such interest, unless it

is affirmatively shown that said profit was obtained through actual fraud.

9. In case of any conflict or inconsistency between the Declaration and these Articles of Incorporation the terms and provisions of the Declaration shall govern and be given effect.

10. The initial statutory agent of the Association is E. GENE WADE, Attorney at Law, 738 East Main Street, Mesa, Arizona 85203.

IN WITNESS WHEREOF, the undersigned hereunto subscribe our signatures this 23<sup>rd</sup> day of July, 1985.

  
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Ross N. Farnsworth

  
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David A. Palmer

  
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Craig M. Ahlstrom