

A. C. C. - INCORPORATING DIV.

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ARIZONA CORPORATION COMMISSION  
INCORPORATING DIVISION - T

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DEC 7 1978

At 2:15 P.M. at request of

Arthur Goldbaum, Esq.

Address: Tucson, Arizona 85701

By: Nikki A. Chayet

EVO J. DeCONCINI, ASSISTANT EXECUTIVE SECRETARY

R/56279

1403 Home Federal

LAW OFFICES  
GOLDBAUM & GOETZ, P.C.  
1403 HOME FEDERAL SAVINGS TOWER  
32 NORTH STONE AVENUE  
TUCSON, ARIZONA 85701  
(602) 622-7AB3

ARTICLES OF INCORPORATION  
OF  
WESTERN WINDS HOMEOWNERS ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, do hereby associate ourselves together for the purpose of establishing a corporation not for profit under the laws of the State of Arizona, and do hereby adopt the following Articles of Incorporation:

1. The names, residences and post office addresses of the incorporators are as follows:

RICHARD H. DAVIS  
501 Calle Lago  
Tucson, AZ 85704

DOROTHY D. DAVIS  
501 Calle Lago  
Tucson, AZ 85704

JAMES R. DAVIS  
1049 N. Caribe  
Tucson, AZ 85710

2. The name of the corporation is WESTERN WINDS HOMEOWNERS ASSOCIATION.

3. The location of its principal place of business shall be Tucson, Pima County, Arizona, c/o RICHARD H. DAVIS, 501 Calle Lago, Tucson, Arizona, and/or such other place as the Board of Directors may designate from time to time.

4. This Association does not contemplate pecuniary gain or benefit to the members thereof and the specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the residence lots and common areas within that certain tract of property described as:

Lots 1 through 37 inclusive, carport and storage lots 1c through 19c and 24c through 37c and Common Areas A and B; being a re-subdivision of WESTERN WINDS Lots 1 through 13, Book 29, page 19, being part of the Southwest Quarter of the Southwest Quarter of Section 24, Township 13 South, Range 13 East, G. & S. R. B. & M., Pima County, Arizona, known as WESTERN WINDS TOWNHOUSES.

1 Said Association is formed to promote the health, safety and welfare of the  
2 residents within the above described property and any additions thereto as  
3 may hereafter be brought within the jurisdiction of this Association and  
4 for this purpose to:

5 (a) Exercise all of the powers and privileges and to perform all  
6 of the duties and obligations of the Association as set forth in that certain  
7 Declaration of Covenants, Conditions and Restrictions, hereafter called the  
8 "Declaration", applicable to the property and recorded in the office of the  
9 County Recorder of Pima County, Arizona, and as the same to be amended from  
10 time to time as therein provided, said Declaration being incorporated herein  
11 as if set forth at length;

12 (b) fix, levy, collect and enforce payment by any lawful means,  
13 all charges or assessments pursuant to the terms of the Declaration; to pay  
14 all expenses in connection therewith and all office and other expenses in-  
15 cident to the conduct of the business of the Association, including all  
16 licenses, taxes or governmental charges levied or imposed against the property  
17 of the Association;

18 (c) acquire (by gift, purchase or otherwise), own, hold, improve,  
19 build upon, operate, maintain, convey, sell, lease, transfer, dedicate for  
20 public use or otherwise dispose of, real or personal property in connection  
21 with the affairs of the Association;

22 (d) borrow money, and with the assent of two-thirds (2/3) of each  
23 class of members, mortgage, pledge, deed in trust or hypothecate any or all  
24 of its real or personal property as security for money borrowed or debts  
25 incurred;

26 (e) dedicate, sell or transfer all or any part of the common areas  
27 to any public agency, authority, or utility for such purposes and subject to  
28 such conditions as may be agreed to by the members. No such dedication or  
transfer shall be effective unless an instrument has been signed by the  
majority of each class of members, agreeing to such dedication, sale or  
transfer.

(f) have and to exercise any and all powers, rights and privileges

1 which a corporation organized under the Non-Profit Corporation Law of the  
2 State of Arizona by law may now or hereafter have or exercise.

3 5. MEMBERSHIP. Every person or entity who is a record owner of  
4 a fee or undivided fee interest in any lot which is subject by covenants of  
5 record to assessment by the Association, including contract sellers, shall  
6 be a member of the Association. The foregoing is not intended to include  
7 persons or entities who hold an interest merely as security for the per-  
8 formance of an obligation. Membership shall be appurtenant to and may not  
9 be separated from ownership of any lot which is subject to assessment by the  
10 Association.

11 6. The highest amount of indebtedness of liability, direct or con-  
12 tingent, to which this corporation is at anytime to subject itself is Five  
13 Hundred Thousand (\$500,000) Dollars.

14 7. The private property of the members of this corporation is to  
15 be exempt from corporate debts.

16 8. VOTING RIGHTS. The Association shall have two classes of  
17 voting membership:

18 CLASS A. Class A members shall be all Owners with the exception  
19 of the Declarant, and shall be entitled to one (1) vote for each Lot owned.  
20 When more than one person holds an interest in any Lot, all such persons  
21 shall be members. The vote for such Lot shall be exercised as they among  
22 themselves determine but in no event shall more than one vote be cast with  
23 respect to any Lot.

24 CLASS B. The Class B member (s) shall be the Declarant and shall  
25 be entitled to five (5) votes for each Lot owned. The Class B Membership  
26 shall cease and be converted to Class A membership when the total votes out-  
27 standing in Class A membership equals thirty-five.

28 9. The affairs of this Association shall be managed by a Board  
of not less than three (3) nor more than nine (9) directors. The directors  
need not be members of the Association. The number of directors may be  
changed by amendment of the By-laws of the Association. So long as there  
is Class B membership, the Board of Directors shall consist of three (3)

1 directors and the names and addresses of the persons who were duly elected  
2 in that capacity on November 30, 1978, at a meeting called for that pur-  
3 pose at 501 Calle Lago, Tucson, Arizona, at 10:00 o'clock a.m., are:

4 RICHARD H. DAVIS	501 Calle Lago, Tucson, AZ.
5 DOROTHY D. DAVIS	501 Calle Lago, Tucson, AZ
6 JAMES R. DAVIS	1049 N. Caribe, Tucson, AZ

7 When the Class B membership ceases to exist, the Board shall be  
8 increased to nine (9) members. The nine member Board shall be elected in  
9 the following manner:

10 At the first meeting called to elect the nine (9) member Board  
11 of Directors three shall be elected for one year terms, three for a term  
12 of two years and three for a term of three years; and at each annual meeting  
13 thereafter the members shall elect three directors for a term of three years.

14 10. DISSOLUTION. The Association may be dissolved with the assent  
15 given in writing and signed by not less than two-thirds (2/3) of each class  
16 of members. Upon dissolution of the Association, other than incident to  
17 a merger or consolidation, the assets of the Association shall be dedicated  
18 to an appropriate public agency to be used for purposes similar to those  
19 for which this Association was created. In the event that such dedication  
20 is refused acceptance, such assets shall be granted, conveyed and assigned  
21 to any nonprofit corporation, association, trust or other organization to  
22 be devoted to such similar purposes.

23 11. ARTHUR GOLDBAUM, of Pima County, Arizona, who has been a bona  
24 fide resident of the State of Arizona for more than three years last past is  
25 hereby appointed the lawful or statutory agent of this Corporation.

26 12. DURATION. That the time of commencement of this corporation  
27 shall be the date upon which the Articles of Incorporation are filed with  
28 the Arizona Corporation Commission.

13. ANNUAL MEETINGS. The annual meeting shall be held on the  
first Monday of November, commencing in the year 1979.

LAW OFFICES  
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(602) 622-7483

14. AMENDMENTS. Amendment of these Articles shall require the assent of seventy-five (75) percent of the entire membership.

Richard H. Davis  
RICHARD H. DAVIS

Dorothy D. Davis  
DOROTHY D. DAVIS

James R. Davis  
JAMES R. DAVIS

STATE OF ARIZONA )  
COUNTY OF PIMA ) ss.

The foregoing instrument was acknowledged before me this 30 day of November, 1978, by RICHARD H. DAVIS and DOROTHY D. DAVIS, husband and wife.

Emily W. Larkin  
Notary Public

My Commission Expires:

1-28-80

STATE OF ARIZONA )  
COUNTY OF PIMA ) ss.

The foregoing instrument was acknowledged before me this 30 day of November, 1978, by JAMES R. DAVIS.

Emily W. Larkin  
Notary Public

My Commission Expires:

1-28-80