

AZ. CONDO. ACT SECTION

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TITLE: _____

DATE: 1-23-07

ARTICLES OF INCORPORATION
OF

THE VILLAS AT SAVONA UNIT OWNERS ASSOCIATION, INC.

KNOW ALL THESE MEN BY THESE PRESENTS:

That the undersigned for the purpose of forming a non-profit corporation under the laws of the State of Arizona, does hereby adopt these Articles of Incorporation.

1. **Name.** The name of the corporation shall be THE VILLAS AT SAVONA UNIT OWNERS ASSOCIATION, INC.

2. **Duration.** The Association's period of duration shall be perpetual.

3. **Principal Place of Business.** The principal place of business shall be 2625 N. 24th Street, Suite 9, Mesa, Maricopa County, Arizona 85213.

4. **Non-profit Corporation.** This Association is organized as a non-profit corporation under the laws of the State of Arizona. This non-profit corporation shall have no capital stock. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, except that the corporation is authorized and empowered to pay reasonable compensation for services rendered to or for the benefit of the corporation, and to make payments or distributions in furtherance of its corporate purposes and powers as set forth herein.

5. **Purpose and Powers.** This corporation is organized and shall be operated exclusively for the business of management of THE VILLAS AT SAVONA UNIT OWNERS ASSOCIATION, INC. condominium complex. This Association does not contemplate the distribution of gains, profits or dividends to its Members. The primary purposes for which it is formed are to provide for the management, operation, administration, maintenance, repair, improvement, preservation and architectural control of the Common Elements and all other areas for which the Association has such responsibility within that certain Condominium, which is more particularly described in that certain Declaration of Condominium and of Covenants, Conditions and Restrictions for The Villas at Savona Unit Owners condominium project (the "Declaration"), and to promote the health, safety and welfare of all of the residents within the above-described Condominium.

In furtherance of said purposes, this Association shall, *inter alia*, have the powers to:

a. Perform all of the duties and obligations of the Association as set forth in the Declaration;

b. Fix, levy, collect and enforce Assessments, late charges, monetary penalties, fines, fees or other charges as set forth in the Declaration;

c. Pay all expenses and obligations incurred by the Association in the conduct of its business;

d. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association (but Common Elements are owned by Unit Owners as provided in the Declaration and are subject to the specific provisions of the Declaration and the Condominium Act relating to ownership, encumbrance and transfer of Common Elements);

e. Borrow money and, only with the assent (by vote or written consent) of two-thirds (2/3) of the Members other than Declarant, and with the consent of Declarant during the Period of Declarant Control, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property (not including the Common Elements owned by the Unit Owners in their allocated undivided interests) as security for money borrowed or debts incurred;

f. Grant easements over the Common Elements to any public agency, authority or utility company consistent with the Declaration;

g. Convey the Common Elements or subject the same to a mortgage or other security interest, further subject to the provisions of the Declaration and the Condominium Act.

h. Have and exercise any and all powers, rights and privileges which a corporation organized under the Arizona Nonprofit Corporation Act (A.R.S. §10-3101 et seq.) and the Arizona Condominium Act (A.R.S. §33-1201 et seq.) by law may now or hereafter have or exercise.

6. **Members and Voting Rights.** This Association will have Members. The number and qualifications of Members of the Association, the voting and other rights and privileges of Members, their ability for Assessments and the method of collection thereof shall be as set forth in the Declaration and the Bylaws. Without limiting the foregoing, every person or entity who is a record owner of a fee or undivided fee interest in any Unit, including contract purchasers with right of possession of a Unit pursuant to A.R.S. §§33-741 et seq., but excluding persons or entities holding an interest merely as security for the performance of an obligation.

12. **Amendments.** These Articles may be amended by the vote or written assent of Members representing at least sixty-seven percent (67%) of the total allocated votes of the Membership in the Association; provided, however, that the percentage of the voting power necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause or provision. The Board, without the consent of the Members or First Mortgagees, may amend these Articles to conform to the requirements and guidelines of any governmental or quasi-governmental entity or federal corporation that insures, guarantees, or invests in residential mortgages, as long as such amendments do not adversely affect any Owner or First Mortgagee.

13. **VA/FHA Approval.** During the Period Declarant Control, the approval of the VA or FHA, as applicable, shall be required prior to the annexation of additional real property to the Condominium, mergers, consolidations and/or dissolution, of the Association, conveyance, mortgaging or dedication of Common Elements, or amendment of these Articles.

14. **Definitions.** All initially capitalized terms used herein without definition shall have the meanings set forth for such terms in the Declaration and/or the Condominium Act.

EXECUTED this 22nd day of January, 2004.



 ROBERT L. GRAHAM
 Incorporator

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 22nd day of January, 2004.



 ROBERT L. GRAHAM