

ARTICLES OF INCORPORATION
OF
MONTE VISTA HOMEOWNERS ASSOCIATION, INC.

JUN 30 1999

APPR. B. Mallory
TERM _____
DATE 7-23-99

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned have this day associated ourselves together for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Arizona and for that purpose do hereby adopt these articles of Incorporation.

ARTICLE I

Name

The name of the corporation is MONTE VISTA HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

Place of Business

The principal place of business of the Association shall be Tucson, Pima County, Arizona, and its known place of business shall be 1200 N. El Dorado Place, #A100, Tucson, Pima County, Arizona, 85715.

ARTICLE III

Purpose

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposed for which it is formed are: To promote the health, safety and welfare of its members and to provide for maintenance, preservation and architectural control of common areas within the subdivision in Pima County, Arizona, known as MONTE VISTA, have and to exercise all powers, rights, and privileges which a non-profit corporation of the State of Arizona may by law now or hereafter have or exercise and to do and perform any and all acts and things to transact any business not inconsistent with law, which may be necessary, incident to or convenient in carrying out any of the purposes of the association. The Association in the fulfillment of its purposes shall have those powers enumerated in A.R.S. Section 10-1005 and the Declaration of Covenants, Conditions, and Restrictions of MONTE VISTA, hereinafter referred to as the "Declaration", as recorded in the office of the County Recorder of Pima County, Arizona. The Association shall not carry on any activities not permitted to be carried on by a homeowner's association exempt from federal income tax under Section 501 (a) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue law.

ARTICLE IV

Character of Affairs

The character of business which the corporation initially intends actually to conduct in this State is the operation of a homeowners association.

ARTICLE V

Membership, Voting and Other Rights

The corporation will have members. The authorized number and qualification of members of the Association, the different classes of membership, if any, voting and other rights and privileges of the members, and their liability for assessments and the method of collection thereof, shall be as provided for in the Declaration and as provided for in the By-Laws of the Association .

ARTICLE VI

Statutory Agent

The initial statutory agent for the Association is hereby designated as Dan L. Stringham 1200 N. El Dorado Place, #A100, Tucson, Arizona 85715.

ARTICLE VII

Board of Directors

The number of directors constituting the initial Board of Directors shall be two (2); the number of directors thereafter shall be fixed by the By-Laws of the Association. The names and addresses of the persons who are to serve as directors until the First Annual Meeting of Members, to be held at a time and place provided by the By-Laws, or until their successors are elected and qualified are:

Dan L. Stringham

1200 N. El Dorado Place, #A100

Tucson, Arizona 85715

Maureen Dowers

1200 N. El Dorado Place, #A100

Tucson, Arizona 85715

ARTICLE
VIII

Incorporator

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

Dan L. Stringham
1200 N. El Dorado Place, #A100
Tucson, Arizona 85715

ARTICLE IX

Exemption

The private property of each and every officer, director, and member of this Association shall at all times be exempt from the debts and liabilities of the Association.

ARTICLE X

Governing Documents

In the event that any part of provision of these Articles of Incorporation are in conflict or inconsistent with the Declaration, or any amendments thereto, the terms and provisions of the above referenced Declaration shall prevail and supersede such conflicting or inconsistent provisions hereof except as may otherwise be required by applicable law. Any provisions contained in these Articles of Incorporation to the contrary notwithstanding, neither the corporation, the Board of Directors of the Corporation nor any agent or employee of the corporation shall be authorized or empowered to take any action inconsistent with the above provisions of the above referenced Declaration.

ARTICLE XI

Amendment to Articles

These Articles of Incorporation may be amended, altered or repealed by the affirmative vote of seventy-five percent (75%) of the members of this corporation entitled to vote at any duly constituted and convened regular or special meeting of members.

EXECUTED this 30 day of June, 1999, by the Incorporator, Dan L. Stringham, who, by virtue of his signature, acknowledges and accepts the appointment as Statutory Agent of the above named corporation effective the date stated above.



Dan L. Stringham

PHONE

520-296-1533

CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

MONTE VISTA HOMEOWNERS ASSOC., INC.
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes _____ No X

B. IF YES, the following information MUST be attached:

1. Full name and prior name(s) used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

- C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes _____ No X

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or cause number of the case.

D. The fiscal year end adopted by the corporation is DEC 31.

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

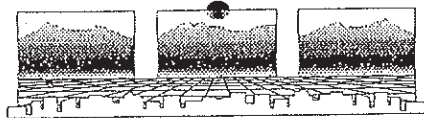
BY MARCO ANTONIO DATE 6-30-99 BY DAN I. J. J. DATE 6-30-99
 TITLE PRESIDENT TITLE SECRETARY

BY _____ DATE _____ BY _____ DATE _____
 TITLE _____ TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: Must be executed by any two executive officers or directors.



TERRITORIAL NEWSPAPERS

3280 E. Hemisphere Loop, Ste. 174 • P.O. Box 27087
Tucson, Arizona 85726-7087 • 520/294-1200 • FAX 520/294-4040

To Whom It May Concern:

This is to inform you that we have filed the Affidavit of Articles of Incorporation

for the following Company: Monte Vista Homeowners

Association Inc

With the Arizona Corp. Commission.

Sincerely,

Legal Advertising Dept.
Territorial Newspapers

Date Received:

RECEIVED

AUG 26 1999

ARIZONA CORP COMMISSION
CORPORATIONS DIVISION

AFFIDAVIT OF PUBLICATION

STATE OF ARIZONA)

:SS.

COUNTY OF PIMA)

being first

LAURA MIKELL

duly sworn, deposes and says that (he) (she) is the Legal Advertising Manager

of THE DAILY TERRITORIAL, a daily newspaper printed and published in the County of Pima, State of Arizona, and of general circulation in the City of Tucson, County of Pima, State of Arizona and elsewhere, and the hereto attached

MONTE VISTA HOMEOWNERS ASSOCIATION, INC. ARTICLES OF INCORP.

was printed and published correctly in the regular and entire issue of said THE

DAILY TERRITORIAL for issues; that the first was made

on the 3 day of 19 99 20th AUGUST 99

and the last publication thereof was made on the 24th day of AUGUST 19 99 ; that said publication

was made on each of the following dates, to-wit:

- 08/20/99
08/23/99
08/24/99

Request of SOUTHWIND SERVICE CORP.

The Daily Territorial

By Laura Mikell

Subscribed and sworn to before me this 24th day of AUGUST

19 99

Pub: The Daily Territorial August 20, 23, 24, 1999
Req: Southwind Service Corp. almorite 8/20/99 t&c

Notary Public in and for the County of Pima, Arizona
OFFICIAL SEAL STACEY STINSON Notary Public Arizona County, Arizona My Commission Expires February 6, 2001

My Commission Expires: 2/6/01

ARTICLES OF INCORPORATION OF MONTE VISTA HOMEOWNERS ASSOCIATION, INC. KNOW ALL MEN BY THESE PRESENTS: That the undersigned have this day associated ourselves together for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Arizona and for that purpose do hereby adopt these articles of incorporation, ARTICLE I Name The name of the corporation is MONTE VISTA HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association". ARTICLE II Place of Business The principal place of business of the Association shall be Tucson, Pima County, Arizona, and its known place of business shall be at 1200 N. El Dorado Place, #A100, Tucson, Pima County, Arizona, 85715. ARTICLE III Purpose This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are: To promote the health, safety and welfare of its members and to provide for maintenance, preservation and architectural control of common areas within the subdivision in Pima County, Arizona, known as MONTE VISTA, have and to exercise all powers, right and privileges which a corporation of the State of Arizona may by law now or hereafter have or exercise and to do and perform any and all acts and things to transact any business not inconsistent with law, which may be necessary, incident to or convenient in carrying out any of the purposes of the association. The Association in the fulfillment of its purposes shall have those powers enumerated in A.R.S. Section 10-1005 and the Declaration of Covenants, Conditions and Restrictions of MONTE VISTA, hereinafter referred to as the "Declaration", as recorded in the office of the County Recorder of Pima County, Arizona. The Association shall not carry on any activities not permitted to be carried on by a homeowner's association exempt from federal income tax under Section 501 (a) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue law. ARTICLE IV Character of Affairs The character of business which the corporation initially intends actually to conduct in this State is the operation of a homeowners association. ARTICLE V Membership, Voting and Other Rights The corporation will have members. The authorized number and qualification of members of the Association, the different classes of membership, if any, voting and other rights and privileges of the members, and the liability for assessments and the method of collection thereof, shall be as provided for in the Declaration and as provided for in the By-Laws of the Association. ARTICLE VI Statutory Agent The initial statutory agent for the Association is hereby designated as

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CARL J. KUNASEK
CHAIRMAN

JIM IRVIN
COMMISSIONER

WILLIAM A. MUNDELL
COMMISSIONER



ARIZONA CORPORATION COMMISSION

BRIAN C. MCNEIL
EXECUTIVE SECRETARY

JOANNE C. MACDONNELL
DIRECTOR, CORPORATIONS DIVISION

DAN L STRINGHAM
PO BOX 22105
TUCSON, AZ 85734

RE: MONTE VISTA HOMEOWNERS ASSOCIATION, INC.
File Number: -0880399-3

We are pleased to notify you that your Articles of Incorporation were filed on June 30, 1999.

You must publish a copy of your Articles of Incorporation. The publication must be in a newspaper of general circulation in the county of the known place of business, for three (3) consecutive publications. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, during the fourth (4th) month following the close of each fiscal year. Each year, a preprinted Annual Report Form will be mailed to you prior to the due date of the report.

If you have any questions or need further information, please contact us at (602) 542-3135 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona residents only) at 1-800-345-5819.

Very truly yours,

BARBARA MALLORY *BM*
Examiner
Corporations Division
Arizona Corporation Commission

CF:04
Rev: 4/97