

ARIZONA COMMISSION
FGH 124 100 OF 12.

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ARTICLES OF INCORPORATION
OF
GILA BUTTE ESTATES HOMEOWNERS ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Arizona, and to that end do hereby adopt Articles of Incorporation as follows:

ARTICLE ONE

NAME: The name of the corporation shall be GILA BUTTE ESTATES HOMEOWNERS ASSOCIATION.

ARTICLE TWO

DURATION: The duration of the corporation shall be perpetual.

ARTICLE THREE

PURPOSES AND POWERS: The purpose for which this corporation is organized is the conducting of any and all lawful affairs for which nonprofit corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time. The powers of this corporation shall consist of all powers granted a nonprofit corporation pursuant to the laws of the State of Arizona and the United States of America.

ARTICLE FOUR

CHARACTER OF AFFAIRS: The corporation initially intends to

organize a homeowners association to promote the interests of the homeowners and lot owners of the Gila Butte Estates in preserving and maintaining the common assets and property values of Gila Butte Estates.

ARTICLE FIVE

STATUTORY AGENT: The name and address of the initial statutory agent is Jack H. Simon, 20 E. Main St., Ste. 785, Mesa, Arizona, 85201.

ARTICLE SIX

BOARD OF DIRECTORS: The initial Board of Directors shall consist of 5 directors. The persons who are to serve as directors until the first annual election of directors or until their successors are elected and qualified are:

Mike DeWys	11132 E. Victoria Chandler, AZ 85248
Sylvia Sackett	11016 Villa Park Chandler, AZ 85248
Priscilla Stands	11007 Victoria Chandler, AZ 85248
Matthew Townsend y Marshall	10952 Vallejo Chandler, AZ 85248
Jim Willison	11018 Vecino Chandler, AZ 85248

ARTICLE SEVEN

INCORPORATORS: The names and addresses of the incorporators are:

Mike DeWys	11132 E. Victoria Chandler, AZ 85248
Sylvia Sackett	11016 Villa Park Chandler, AZ 85248
Priscilla Stands	11007 Victoria Chandler, AZ 85248

M ~~Matthew Townsend~~
Marshall
Jim Willison

10952 Vallejo
Chandler, AZ 85248
11018 Vecino
Chandler, AZ 85248

ARTICLE EIGHT

EXEMPTION OF PRIVATE PROPERTY: The private property of the members, directors, and employees shall be forever exempt from the debts, obligations, and other liabilities of the corporation.

ARTICLE NINE

INDEMNIFICATION: The corporation shall indemnify the officers and directors of the corporation as provided for in A.R.S. 10-1005(c).

ARTICLE TEN

LIABILITY: The officers and directors shall have no liability to the corporation or its members except as provided in A.R.S. 10-1030(A)(8) or unless the officer or director is guilty of gross negligence or of an intentional tort.

ARTICLE ELEVEN

MEMBERSHIP: The corporation shall not issue stock. The membership of the corporation shall be limited to persons or entities which are owners of a lot in Gila Butte Estates.

IN WITNESS WHEREOF, the incorporators have signed these Articles of Incorporation this 22nd day of April, 1988.

Mike DeWys

Mike DeWys

Sylvia Sackett

Sylvia Sackett

Priscilla Stands

Priscilla Stands

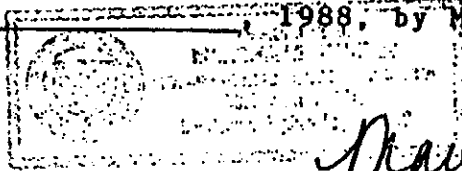
Matthew Townsend

Matthew Townsend
Marshall

Jim Willison
Jim Willison

STATE OF ARIZONA)
) ss.
County of Maricopa)

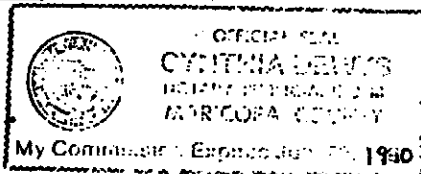
SUBSCRIBED AND SWORN to before me this the 22nd day of April, 1988, by Mike DeWys.



Maude M. Tucker
Notary Public

My commission expires:
July 8, 1990

STATE OF ARIZONA)
) ss.
County of Maricopa)

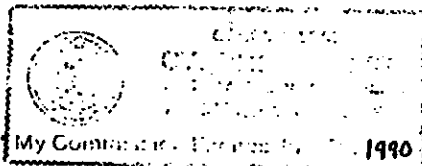


SUBSCRIBED AND SWORN to before me this the 22ND day of APRIL, 1988, by Sylvia Sackett.

Cynthia P. DeWys
Notary Public

My commission expires:

STATE OF ARIZONA)
) ss.
County of Maricopa)



SUBSCRIBED AND SWORN to before me this the 22ND day of

///
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APRIL

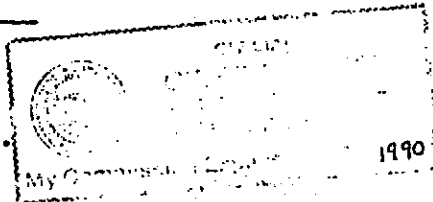
, 1988, by Priscilla Stands.

Cynthia R. De Wyz
Notary Public

My commission expires:

STATE OF ARIZONA)
County of Maricopa)

) ss.)



SUBSCRIBED AND SWORN to before me this the 22ND day of

APRIL

, 1988, by ~~Matthew Townsend.~~

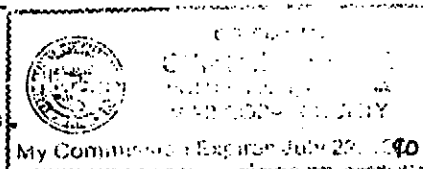
My Marshall

Cynthia R. De Wyz
Notary Public

My commssion expires:

STATE OF ARIZONA)
County of Maricopa)

) ss.)



SUBSCRIBED AND SWORN to before me this the 22ND day of

APRIL

, 1988, by Jim Willison.

Cynthia R. De Wyz
Notary Public

My commission expires: