

# STATE OF ARIZONA



Office of the  
**CORPORATION COMMISSION**

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

**ARTICLES OF INCORPORATION, 04/20/1995**

consisting of 6 pages, is a true and complete copy of the original of said document on file with this office for:

**MIRAGE HEIGHTS CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.**  
**ACC file number: 0747739-5**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: January 5, 2018.



A handwritten signature in black ink, appearing to read "Ted Vogt".

Ted Vogt, Executive Director

By: \_\_\_\_\_

**JORGE MOYA**

ARIZONA CORPORATION COMMISSION  
CORPORATIONS DIVISION

Phoenix Address: 1200 West Washington  
Phoenix, Arizona 85007

Tucson Address: 401 West Congress  
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE

A.R.S. Sections 10-128 & 10-1061

PLEASE SEE REVERSE SIDE

**MIRAGE HEIGHTS CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.**  
EXACT CORPORATE NAME

CHECK APPROPRIATE BOX(ES) A or B  
ANSWER "C"

THE UNDERSIGNED CERTIFY THAT:

- A. No persons serving either by election or appointment as officers, directors, incorporators and persons controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
- 1. Have 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. Have been convicted of a felony the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
  - 3. Have 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 where 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.

B. For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, 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 court action, date and location, the court and public agency involved and the or cause number of case.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-128.01 and 10-1061

C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or (b) as a stockholder possessing or controlling any proprietary, beneficial or membership interest in 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? YES  NO

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 title 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 involved and the file or cause number of the case.

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.

BY GARY MARTINSON DATE 4/18/95  
TITLE GARY MARTINSON, PRES & INCORPORATOR

BY DIANE CORDARO DATE 4/18/95  
TITLE DIANE CORDARO, SEC'Y & INCORPORATOR

BY \_\_\_\_\_ DATE \_\_\_\_\_  
TITLE \_\_\_\_\_

BY \_\_\_\_\_ DATE \_\_\_\_\_  
TITLE \_\_\_\_\_

FISCAL DATE DECEMBER 31

ARTICLES OF INCORPORATION

OF

MIRAGE HEIGHTS CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.

We, the undersigned Incorporators, having associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Arizona, hereby adopt the following Articles of Incorporation.

I.

The name of the corporation shall be: MIRAGE HEIGHTS CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.

II.

The duration of the corporation shall be perpetual.

III.

The purpose for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Title 10, Article 5, of Arizona Revised Statutes. The initial business of the corporation shall be to act as the council of owners for Mirage Heights Condominiums, Inc. located in Fountain Hills, Maricopa County, Arizona, and to engage in such other activities as may be necessary or helpful to the transaction of such business.

IV.

The corporation is a non-profit corporation and shall have members, but no shares. The members of the corporation shall be those persons eligible for membership as provided by the Bylaws of the corporation as they shall exist from time to time. Each member shall have one vote on any matter submitted to a vote of the members. No part of the net earnings of the corporation shall ever inure to or for the benefit of or be distributable to its officers, directors, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes for which it was formed.

V.

K. Bellamy Brown, c/o Murphy & Posner, 3200 R. Camelback Road, Ste. 300, Phoenix, Arizona 85018 is hereby appointed the initial Statutory Agent for the corporation for the State of Arizona.

## VI.

The affairs of the corporation shall be managed by a board of directors of not less than three (3) members. The names of the persons who shall serve as directors until the first special meeting of the members or until their respective successors shall be elected and qualified, are: Gary Martinson, Diane Cordaro and Judy Boyd, and their address is: P.O. Box 17180, Fountain Hills, Arizona 85269.

Hereafter, the board of directors shall be elected annually by the members in accordance with the Bylaws of the corporation. The board of directors shall have the right to increase and decrease the number of directors of the corporation, provided that the number of directors shall not be less than three (3), and shall have the right to fill any vacancy in the board of directors in the manner provided by the bylaws. The board of directors shall have full power to adopt, alter, and amend the Bylaws and to make rules and regulations for the transaction of the affairs of the corporation.

## VII.

These Articles of Incorporation or any part hereof may be amended by either the affirmative vote of 100% of the members at any regular meeting of the members or at any meeting called for that purpose provided that notice of the proposed amendment or amendments shall be given by written notice to the members at least ten (10) days prior to the meeting wherein the amendments are to be considered, or the unanimous written consent of all the duly qualified directors of the corporation.

## VIII.

The names and addresses of the Incorporators are:

Gary Martinson  
P.O. Box 17180  
Fountain Hills, AZ 85269

Diane Cordaro  
P.O. Box 17180  
Fountain Hills, AZ 85269

All powers, duties and responsibilities of the Incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

## IX.

The power of the indemnification granted under the Arizona Revised Statutes, as they may be amended from time to time, shall not be limited by the bylaws of the corporation.

X.

There shall be no liability of Directors to the corporation or its members for monetary damages for breach of fiduciary duty as a Director; provided, however, that this provision shall not eliminate or limit the liability of a Director for any of the following:

- A) Any breach of the Director's duty of loyalty to the corporation or its members.
- B) Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law.
- C) A violation of A.R.S. § 10-1026.
- D) Any transaction from which the Director derived an improper personal benefit.
- E) A violation of A.R.S. § 10-1097.

XI.


The corporation's known place of business shall be 16605 East Palisades Boulevard, Suite 144, Fountain Hills, Arizona 85268.

XII.

The Board of Directors shall adopt the original Bylaws and shall have the power to alter, amend or repeal the Bylaws or adopt new Bylaws subject to repeal or change by action of the members.

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto affixed their signatures this 12<sup>th</sup> day of APRIL, 1995.

  
\_\_\_\_\_  
Gary Martinson

  
\_\_\_\_\_  
Diane Cordaro