

ARTICLES OF INCORPORATION OF THE MOON VALLEY HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Arizona Revised Statutes 10-1002 et, seq., the undersigned, all of whom are residents of Arizona and all of whom are of legal age, have this day voluntarily associated themselves together for the purpose of forming a nonprofit corporation and so do certify as follows:

ARTICLE I: NAME

The name of the corporation is THE MOON VALLEY HOMEOWNERS ASSOCIATION, INC. (the "Association")

ARTICLE II: DURATION

The time of commencement of the Association shall be the date upon which these Articles are filed with the Arizona Corporation Commission, and the duration shall be perpetual unless the Association is dissolved.

ARTICLE III: PURPOSE

The Association does not contemplate pecuniary gain or profit to the members thereof, the specific primary purposes for which it is formed are:

(1) To provide for the protection and improvement of residential properties within the Moon Valley Country Club are described as follows:

Starting at the intersection of Thunderbird and Coral Gables Drive, Phoenix, Arizona, then East on Thunderbird to Canterbury Drive, the North to Boca Raton, the East to Medinan, then North to Tam O'Shanter, the East to the intersection of Hearn Road and 7th Street, then North to the intersection of Coral Gables and 7th Street, then West and South to the intersection of Coral Gables and Thunderbird Road.

(the "Moon Valley Property") and any other properties which may be brought within the Association's jurisdiction.

(2) To promote the health, safety and welfare of the residents within the Moon Valley Property.

(3) To have and exercise any and all powers, rights and privileges which a corporation organized under the nonprofit corporation statutes of the State of Arizona may now or here after exercise.

ARTICLE IV: INITIAL BUSINESS

In furtherance of the specific primary purposes, the Association shall have power to:

MOON VALLEY HOMEOWNERS ASSOCIATION

- (1) Fix, levy, collect, and enforce payment by any lawful means of all dues, charges, or assessments to be paid by the Association's members;
- (2) Pay all expenses incurred in connection therewith and all office and other expenses incidental to the conduct of the Association and in connection with the purposes of the Association;
- (3) Acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer or otherwise dispose of real or personal property in connection with the affairs of the Association; and
- (4) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes.

ARTICLE V: STATUTORY AGENT

The initial statutory agent is Harvey Platt, 2916 North Seventh Street, Suite 100, Phoenix, Arizona 85013-4013 who has been a bona fide resident of the State of Arizona for at least three years.

ARTICLE VI: BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine directors, who shall be members of the Association. The number of directors may be changed by amendment of the By-laws of the Association. The following persons shall constitute the initial Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
Harvey Platt	1520 East Port Au Prince Phoenix, Arizona 85023
Chris Hyman	15208 North Coral Gables Drive Phoenix, Arizona 85023
Jeni Nibouar	14614 North Second Avenue Phoenix, Arizona 85023
Bud Casper	14242 North Canterbury Drive Phoenix, Arizona 85022
Scott Coor	602 East Deepdale Phoenix, Arizona 85022
Joe Evers	14644 North Coral Gables Drive Phoenix, Arizona 85023

Tom Garrett 89 East Canterbury Court
Phoenix, Arizona 85022

George Mast 74 East Canterbury Court
Phoenix, Arizona 85022

ARTICLE VII: INCORPORATORS

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Harvey Platt	1520 East Port Au Prince Phoenix, Arizona 85022
Bud Casper	14242 North Canterbury Drive Phoenix, Arizona 85022

ARTICLE VIII: DIRECTOR'S LIABILITY

A director of this Association shall not be personally liable to the Association or its members for monetary damages for breach of fiduciary duty as a director. This article shall not eliminate or limit liability of a director for any conduct described in A.R.S. 10-1029, as amended. If the Arizona Revised Statutes are amended to authorize further elimination or limitation of the liability of directors of nonprofit corporations, then the liability of a director of the Association shall be eliminated or limited to the fullest extent permitted by the Arizona Revised Statutes as so amended. Any appeal or amendment of the Article shall not increase the liability of a director of the Association arising out of acts or omissions occurring before the repeal or amendment becomes effective.

ARTICLE IX: PLACE OF BUSINESS

The principle office of the Association shall be in Maricopa County, Arizona and located at the premises of the then current President of the Association.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Arizona, we, the undersigned, constituting the incorporation of the Association, have executed these Articles of Incorporation the 2nd day of August, 1994.

Harvey Platt
Bud Casper