

# STATE OF ARIZONA



## Corporation Commission

To all to Whom these Presents shall Come, Greeting:

I, GEORGE M. DEMPSEY, SECRETARY OF THE ARIZONA CORPORATION COMMISSION, DO HEREBY CERTIFY THAT the annexed is a true and complete copy of the ARTICLES OF INCORPORATION

of

VILLAGE A, DORADO COUNTRY CLUB ESTATES NUMBER 1,  
BLOCKS 1 AND 16

which were filed in the office of the Arizona Corporation Commission on the 15th day of November, 1973, as provided by law.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 15th DAY OF November A. D. 1973.

George M. Dempsey  
SECRETARY

ASSISTANT SECRETARY

TUCSON, ARIZONA 85701  
(602) 792-3554

TUCSON FEDERAL SAVINGS TOWER  
SUITE 1005

GERALD B. HIRSCH  
ATTORNEY AT LAW

# ARTICLES OF INCORPORATION

OF

VILLAGE A, DORADO COUNTRY CLUB ESTATES

NUMBER 1, BLOCKS 1 AND 16

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, having associated ourselves together for the purpose of forming a corporation for purposes other than pecuniary profit under and by virtue of the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation:

## ARTICLE I

The name of this corporation shall be: VILLAGE A, DORADO COUNTRY CLUB ESTATES NUMBER 1, BLOCKS 1 AND 16.

## ARTICLE II

That the principal place at which the business of the corporation is to be transacted is Tucson, Pima County, Arizona.

## ARTICLE III

That the general nature of the business proposed to be transacted by the corporation is as follows:

- (a) To promote and provide for the general improvement of VILLAGE A, DORADO COUNTRY CLUB ESTATES NUMBER 1, BLOCKS 1 and 16; to provide for the general scenic improvement of the neighborhood, including but not limited to the erection of street lights if so desired, planting of shrubbery, landscaping on common areas as shown on the plat of the subdivision; to promote and provide for the general cleanliness



cleanliness and maintenance of the neighborhood; to promote and provide for recreational facilities for the neighborhood and to manage and maintain same; to act on behalf of the neighborhood; to protect and further its development as a residential area; to promote, assure and facilitate public services to and for the neighborhood and to do all other things necessary or desirable to protect the health and wellbeing of the members and the welfare of the neighborhood as a residential area.

- (b) To lease, purchase, use, take possession of and enjoy, in fee simple or otherwise, any personal or real property necessary for the uses and purposes of the corporation and to sell, lease, alienate or dispose of the same at the pleasure of the corporation and for the uses and purposes for which said corporation is formed, and to buy and sell real or personal property, and to apply the proceeds of sale, including any and all income, to the uses and purposes of the corporation.
- (c) To pay all taxes and assessments, if any, which may be levied by any public authority upon any property owned by the corporation including any ornamental fixtures, swimming pools, parks or ramadas, or any other recreational facilities established therein or thereon whether taxed or assessed as part thereof or separately.
- (d) To fix, establish or levy and collect from its shareholders, dues, fees, charges and assess-

ments and to enforce any lien which may be provided to secure the payment thereof.

- (e) To own, manage, operate and otherwise direct the affairs of the residents pertaining to the recreational area and other related matters, including maintenance and repair of all facilities owned by this corporation.
- (f) To sue and be sued, contract and be contracted within its corporate name, contract debts, borrow money and issue bonds, notes, debentures, and any other evidence of indebtedness for the same, and to secure the payments thereof by mortgage, deed of trust, hypothecation, bonds or otherwise.
- (g) To establish and promulgate by-laws, rules and regulations for the operation of said corporation, and to adopt the seal and change the same or these articles from time to time, according to law.
- (h) To do any and all other acts and things now or hereafter conferred upon non-profit corporations and corporations in general, or that a natural person might do, and not inconsistent with the laws of the State of Arizona, which may be necessary, convenient or desirable in the administration of the affairs and for the full attainment of the general purposes of this corporation.
- (i) To do anything necessary as the Board of Directors of the corporation shall deem proper and advisable and in the best interests of the residents of the subdivision and to



comply in all ways with the declaration of covenants, conditions and restrictions recorded in the office of the Pima County Recorder as same pertain to VILLAGE A, DORADO COUNTRY CLUB ESTATES NUMBER 1, BLOCK NUMBER 1, a subdivision of Pima County, Arizona.

- (j) The foregoing statement of purposes shall be construed as a statement of both purposes and powers and the purposes and powers stated in each clause shall not, except where otherwise indicated or expressed, be construed as a limitation upon the general purposes for which this corporation is formed but shall be regarded as independent purposes and powers.

#### ARTICLE IV

To work in conjunction with other neighborhood associations presently formed or to be formed in DORADO COUNTRY CLUB ESTATES in furtherance of purposes of common interest to all of such associations. This shall be deemed to include but not be limited to the maintenance of entry-ways, main access streets and overall neighborhood problems concerning the residents of more than one (1) neighborhood in said DORADO COUNTRY CLUB ESTATES. [ For this purpose it shall be proper for this association to elect members to an association or corporation formed for the purpose of overseeing problems of concern to all the residents of DORADO COUNTRY CLUB ESTATES and to further delegate such number of representatives to such master organization as the members of such master organization shall deem proper, both numerically and proportionately.

The Board of Directors of the corporation shall have the authority to levy charges against each resident or owner of property in said Block 1 which they deem necessary for the maintenance of any lands owned by this corporation and shall further have the right to levy assessments which are necessary as this corporation's contributions to the master corporation's requirements for monies necessary for the maintenance of roads or other facilities owned by the master association and used by this corporation. In furtherance of this provision a map is attached to these articles of incorporation designating those portions of common areas which this corporation is responsible for and further designating those areas which the master corporation shall be responsible for the maintenance of.

#### ARTICLE V

Notwithstanding any contrary provision herein, no part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation and the carrying on by this corporation at a profit of any business hereinabove recited as a purpose of this corporation shall be considered merely incidental to and in furtherance of the general community betterment and recreational purposes for which this corporation is formed.

#### ARTICLE VI

This corporation is organized pursuant to the general corporate laws of the State of Arizona, with particular reference to the non-profit corporate laws of said State of Arizona. The corporation does not contemplate pecuniary gain or profit to the members thereof nor shall any net earnings, income, gain, profits or funds of this corporation in whatsoever manner acquired by it at anytime inure or be distributed to or for the benefit of any private member, director or other



individual, but the same shall be devoted solely for the purposes for which this corporation is formed.

#### ARTICLE VII

That the county in this state where the principal office for the transaction of the business of this corporation is to be located is the county of Pima.

#### ARTICLE VIII

Each record owner of a lot in DORADO COUNTRY CLUB ESTATES NUMBER 1, BLOCK NUMBER 1 and 16 shall be entitled to one (1) share of stock in the corporation. For purposes of this provision only, one (1) share of stock shall be issued regardless of the number of persons owning such lot. Each such stockholder shall upon purchase of such lot as above referred to and by such purchase does agree to be bound by the decision of the Board of Directors of this corporation insofar as operation of the facilities referred to herein and payment of assessments levied by the Board of Directors for the operation of such facilities and related matters referred to herein. The annual assessment upon any lot in Block Numbers 1 and 16, for the purposes of this corporation and the master association, shall not exceed the sum of Five Hundred (\$500.00) Dollars without the written approval of the owners of at least twenty (20) lots in Block 1. Stock ownership shall be transferrable upon transfer of each lot to any person qualifying pursuant to the terms of this article and on such other conditions as may be established by the by-laws of this corporation or by the Board of Directors hereof. Each shareholder shall be entitled to one (1) vote at all meetings and may vote in person or by proxy. In the event a share of stock is held by more than one (1) person they shall have only one (1) vote between them at all meetings as above referred to.

TUCSON, ARIZONA 85701  
(602) 792-3554

TUCSON FEDERAL SAVINGS TOWER  
SUITE 1005

GERALD B. HIRSCH  
ATTORNEY AT LAW

#### ARTICLE IX.

The names and addresses of the persons who are the incorporators are as follows:

EDWARD KLEINERMAN

6636 E. Villa Dorado Dr.  
Tucson, Arizona 85715

STANLEY KATCHER

1166 Dorado Vista Dr.  
Tucson, Arizona

#### ARTICLE X.

- (a) The affairs of the corporation shall be conducted by a Board of Directors of not less than two (2) nor more than fifteen (15) directors. Said directors shall be required to be stockholders of the corporation. The directors shall be elected at the annual meeting of the stockholders and shall hold office until the next annual meeting of the stockholders and until their successors shall have been elected and qualified. The first Board of Directors shall be elected at the organizational meeting of the incorporators and shall hold office until their successors shall have been elected and qualified. The first annual meeting of stockholders of the corporation shall be held on the second Tuesday in October of 1973 and on the same day and every year thereafter unless changed by the Board of Directors. Special meetings may be held at such time and place and in such manner as may be prescribed by the by-laws of the corporation. The officers of the corporation shall consist of a president, vice-president, secretary



and treasurer and such other officers as the Board of Directors may from time to time determine. Any offices may be consolidated and held by one person. The officers shall be elected by the Board of Directors at the annual meeting of the Board to be held after the annual meeting of the stockholders and said officers shall hold office for one year and until their successors shall have been elected and qualified. The first officers of the corporation shall be elected by the Board of Directors at their first meeting after their election. Any and all vacancies that may occur in the Board of Directors or in any office may be filled by the remaining directors and the persons so chosen to fill the vacancies shall serve during the unexpired term of his predecessor and until his successor shall have been elected and qualified.

(b) ~~Tuesday, October 9, 1973 at 10:00 a.m.~~ <sup>1005 Tuc. Fed. Towers.</sup>  
~~in furtherance and not in limitation of the~~

powers conferred by law, the Board of Directors is expressly authorized:

- (1) To determine and fix annual or other periodic dues of stockholders.
- (2) To determine and fix fees for the use of any special facilities of the corporation, including such uses by non-members as the by-laws may permit.
- (3) To make all necessary rules and regulations to assure fair and equitable use

of corporate facilities among the members and to enforce same.

- (4) To engage the services of such agents and employees as may be necessary to accomplish the objects and purposes of this corporation.

ARTICLE XI

The highest amount of indebtedness of the corporation shall not be in excess of the sum of \$2,500.00 unless authorized by the owners of 27 or more lots.

ARTICLE XII

The time of commencement of this corporation shall be when the articles have been filed in the office of the Corporation Commission of the State of Arizona, and a certified copy thereof recorded in the office of the County Recorder in Pima County, Arizona, and its termination shall be twenty-five (25) years thereafter, with the privilege of renewal as provided by law.

ARTICLE XIII

The private property of the stockholders of this corporation shall be forever exempt from corporate debts and liabilities.

*Does this relieve liability of Directors?*

ARTICLE XIV

GERALD B. HIRSCH, 1005 Tucson Federal Savings Tower, Tucson, Pima County, Arizona, who has been a bona-fide resident of the State of Arizona, for at least three (3) years, is hereby appointed the lawful agent of this corporation, to accept and acknowledge service and upon whom may be served all necessary process or processes, in any action, suit or proceedings that may be brought against this corporation in any of the courts of the State of Arizona, and for all purposes required



by law. The Board of Directors of this corporation may revoke this appointment of agent at anytime and shall have the power to fill any vacancy in such position.

ARTICLE XV

At any annual meeting of the stockholders or at any special meeting of the stockholders called for that purpose, these articles of incorporation may be amended in any of the foregoing particulars by the affirmative vote of three-fourths of the shares of stock issued and outstanding and entitled to vote, upon notice given as required by law.

ARTICLE XVI

This corporation is organized pursuant to the general corporate laws of the State of Arizona, with particular reference to the non-profit corporate laws of said State of Arizona. The corporation does not contemplate pecuniary gain or profit thereof to the members thereof nor shall any net earnings, income, gain, profits or funds of this corporation in whatsoever manner acquired by it at anytime inure or be distributed to or for the benefit of any private member or stockholder, director or other individual, but the same shall be devoted solely for the purposes for which this corporation is formed.

IN WITNESS WHEREOF, we have hereunto set our hands this 10 day of October, 1973.

Edward Kleiner  
Harvey M. Ketchum

STATE OF ARIZONA     )  
                              ) ss  
COUNTY OF PIMA     )

The foregoing Articles of Incorporation were acknowledged before me the undersigned notary public, by EDWARD KLEINERMAN and STANLEY KATCHER, known to me to be the persons whose signatures are subscribed to the foregoing Articles of Incorporation who personally appeared before me and acknowledged to me that they executed the same for the purposes therein contained.

*Susan M. Anderson*  
Notary Public

My Commission expires:

*March 4, 1977*

TUCSON, ARIZONA 85701  
(602) 792-3554

TUCSON FEDERAL SAVINGS TOWER  
SUITE 1005

GERALD B. HIRSCH  
ATTORNEY AT LAW



94391

ARIZONA CORPORATION COMMISSION  
INCORPORATING DIVISION

FILED

NOV 15 1973

At 4:15 P.M. at request of  
Gerald B. Hirsch, Atty  
A. 1005 Tucson Federal Sav. Tower  
Tucson, Arizona 85701  
By Kay A. Rogers,  
George M. Dempsey, SECRETARY

INDEXED	COPIES	FILED
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Fees 6.00

State of Arizona }  
County of Pima } SS

I hereby certify that the within instru-

ment was filed for record as required

of Article 13, Section 2

Date 1973 NOV 21 PM 3:37

Book 4646 Pgs 727-739

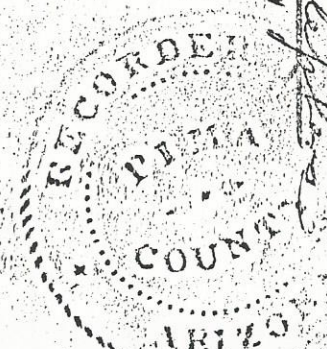
Witness my hand and Official Seal

City and State of Arizona

1005 North Canyon Road

By George M. Dempsey

Deputy



107761

Hand