



**TANIS A. DUNCAN**  
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November 26, 1996

**BEL AIR RANCH ESTATES COMMUNITY ASSOCIATION**  
8987-309 Tanque Verde Road 256  
Tucson, AZ 85749

Re: Articles of Incorporation

Dear Members of the Board of Directors:

Enclosed please find a conformed copy of the Articles of Incorporation of BEL AIR RANCH ESTATES COMMUNITY ASSOCIATION which were filed with the Arizona Corporation Commission on November 22, 1996. Please place this document with the Association's other corporate papers.

Please call our office if you have any questions.

Sincerely yours,

Heidi H. Harralson  
Legal Secretary to Tanis Duncan

/hhh

Enc.

099264-1

ARTICLES OF INCORPORATION

OF

BEL AIR RANCH ESTATES COMMUNITY ASSOCIATION

B. Millman  
11-22-98

ARTICLE I  
NAME AND PERPETUAL DURATION

The name of the corporation is BEL AIR RANCH ESTATES COMMUNITY ASSOCIATION, hereafter called the "Association". The duration of the Association shall be perpetual.

ARTICLE II  
OFFICE

The principal office of the Association is located at 8987-309 Tanque Verde Road, #256, Tucson, Arizona, 85749.

ARTICLE III  
STATUTORY AGENT

Tanis A. Duncan, whose address is 548 E. Speedway, Tucson, AZ , 85705, is the statutory agent of this Association.

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain for profit to its members and the specific purposes for which it has been formed are to provide for architectural control of the lots located in the subdivision known as BEL AIR RANCH ESTATES Lots 1 through 439 and the enforcement of the provisions of the Declarations of Establishment of Covenants, Conditions and Restrictions for Lots 1 through 439. These lots are shown on the following plats for BEL AIR RANCH ESTATES in Book 19 at Page 68 [Lots 1-71], Book 20 at Page 57 [Lots 72-126], Book 20 at Page 97 [Lots 127-163], Book 21 at Page 10 [Lots 164-218], Book 21 at Page 22 [Lots 219-263], Book 21 at Page 82 [Lots 219-283], Book 22 at Page 57 [Lots 284-375], and Book 24 at Page 33 [Lots 376-439].

The Association has all of the powers of an Arizona non-profit corporation as set forth in A.R.S. §10-2301 *et. seq.*

**ARTICLE V**  
**MEMBERSHIP**

Membership shall be determined as provided in the Bylaws. Each owner of a lot shall be entitled to membership.

**ARTICLE VI**  
**VOTING RIGHTS**

The members' voting rights shall be determined as provided in the Bylaws. Members shall be lot owners, who shall have one vote for each lot owned.

**ARTICLE VII**  
**CHARACTER OF BUSINESS**

The business which the Association intends to conduct in this state is the operation of a homeowners association.

**ARTICLE VIII**  
**BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of Directors of not less than three persons nor more than nine persons. The directors shall be elected at the annual meeting of the members pursuant to the procedures established in the Bylaws.

The initial Board of Directors will consist of seven (7) directors. The persons who were elected at a meeting held on October 29, 1996, at The Tanque Verde Elementary School, Tucson, Arizona, and who will serve until the next annual meeting of members or until their successors are elected and qualified are:

1. Dave Baird, 3710 Hashknife Circle, Tucson, AZ 85749
2. Eugene Vitale, 11311 E. Comencharo Circle, Tucson, AZ 85749
3. Dan Roberts, 2732 N. Melpomene Way, Tucson, AZ 85749
4. Larry Dalbey, 11265 E. Quick Draw Place, Tucson, AZ 85749
5. Jim Mulligan, 11327 Concho Circle, Tucson, AZ 85749
6. Raymond Jarvis, 2881 N. Longhorn Drive, Tucson, AZ 85749
7. Tim Gallagher, 2940 N. Conastoga Way, Tucson, AZ 85749

IX  
INCORPORATORS

The names and addresses of the Incorporators are the same as the initial board of directors.

ARTICLE X  
DISSOLUTION

The Association may be dissolved only in accordance with the provisions of the Bylaws and in accordance with Arizona law. Any dissolution shall be approved in writing by not less than two thirds (2/3) of the Members entitled to vote.

ARTICLE XI  
LIMITATION OF DIRECTORS' LIABILITY

The personal liability of the directors to the Association or its members for monetary damage for breach of fiduciary duty is eliminated to the fullest extent permitted by applicable law.

ARTICLE XII  
INDEMNIFICATION

Pursuant to A.R.S. § 10-2305(C), the corporation shall indemnify any person who serves as a director or who serves on the board in an advisory capacity from all expenses, including attorney's fees and against judgment, fines and amount paid in settlement arising out of any threatened, pending or contemplated legal action, suit or proceeding, if he/she has acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the Association

ARTICLE XIII  
AMENDMENT

These Articles of Incorporation may be amended, altered or repealed by the affirmative vote of a majority of the members voting in person or by proxy at any meeting of the Association.

ARTICLE XIV  
CONFLICTS

In the case of any conflict between these Articles and the Declarations, the Declarations shall always control, and in the case of a conflict with the Bylaws, these

Articles of Incorporation shall control.

DATED this 20 day of Nov, 1996  
Dave Baird  
Dave Baird

Eugene Vitale  
Eugene Vitale

Dan Roberts  
Dan Roberts

Larry Dalbey  
Larry Dalbey

James (Jim) Mulligan  
Jim Mulligan

Raymond Jarvis  
Raymond Jarvis

Timothy A. Gallagher  
Tim Gallagher



NOV 25 1996

ARIZONA CORPORATION COMMISSION

We are pleased to notify you that your Articles of Incorporation were filed on 11-21-96

You must publish a copy of your Articles of Incorporation WITHIN SIXTY (60) DAYS from the File Date. The publication must be in a newspaper of general circulation in Yuma County, 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, no later than the 15th day of the fourth (4th) month following the close of each fiscal year. Your fiscal year end is 12/31. A preprinted Annual Report Form will be mailed to you during that month.

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

Very truly yours,

Barbara Mallory  
Examiner Technician, BARBARA MALLORY  
Corporations Division  
Arizona Corporation Commission

11/26/96  
Bel Air Copy - Publisher  
Copy - TAD file  
On: 11/26/96  
JH