

*Crismon Crossing  
Homeowners Association  
Articles of Incorporation*



*Crismon Crossing Homeowners Association*

*P.O. Box 5720*

*Mesa, AZ 85211*

PREFERRED COMMUNITIES  
"LOVING WHERE YOU LIVE."



ARTICLES OF INCORPORATION  
OF  
CRISMON CROSSING HOMEOWNERS ASSOCIATION

ARTICLE I  
Name

The name of the corporation is CRISMON CROSSING HOMEOWNERS ASSOCIATION (the "Association").

ARTICLE II  
Duration

The Association shall exist perpetually.

ARTICLE III  
Purpose of the Association

The object and purpose for which this Association is organized is to perform the duties and obligations of the Association **as** set forth in the Declaration of Covenants, Conditions and Restrictions for Crismon Crossing, dated the 17<sup>th</sup> day of December, 1998, recorded the 18<sup>th</sup> day of December, 1998 as Document 98-1145187 in the office of the County Recorder of Maricopa County, Arizona, **as** the same may be amended **from** time to time (the "Declaration"). In furtherance of, and in order to accomplish the foregoing object and purpose, the Association, may be incorporated under Chapter 22 of Title 10, Arizona Revised Statutes, **as** it may be amended **from** time to time (the "General Nonprofit Corporation Law").

ARTICLE IV  
Character of Business

The character of the business, which the Association intends to conduct in Arizona, is to fulfill the duties and obligations of the Association **as** set forth in the Declaration.

ARTICLE V  
Statutory Agent

Brian Lincks, ARM, whose address is 11022 S. 51<sup>st</sup> St., Suite #201, Phoenix, Arizona 85044-1789 and who has been a bona fide resident of the State of Arizona for

more than three (3) years last past, is hereby appointed the initial statutory agent of the Association.

**ARTICLE VI**  
**Board of Directors**

The number of directors constituting the initial Board of Directors shall be three (3). The names and address of the initial directors of the Association who shall serve until the first annual meeting of the Members or until their successors are elected and qualified are as follows:

Dave Bessey	15160 N. Hayden Road Suite 200 Scottsdale Arizona 85260
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Dean D. Doty	15160 N. Hayden Road Suite 200 Scottsdale Arizona 85260
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Jeff Andersen	15160 N. Hayden Road Suite 200 Scottsdale Arizona 85260
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**ARTICLE VII**  
**Incorporator**

Dave Bessey	15160 N. Hayden Road Suite 200 Scottsdale Arizona 85260
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**ARTICLE VIII**  
**Limitation on Liability of Directors**

To the fullest extent allowable under the General Nonprofit Corporation Law, including without limitation Arizona Revised Statutes 10-2305.A.18 and 10-2342.A.8, no director of the Association shall be personally liable to the Association or its Members for monetary damages for breach of fiduciary duties as director, except for liability for any of the following:

- (i) Any breach of the director's duty of loyalty to the Association or its Members;

- (ii) Acts or omissions which are not in good faith and which involve intentional misconduct or a knowing violation of law;
- (iii) A violation of Arizona Revised Statutes 10-2326;
- (iv) Any transaction **from** which the director derived an improper personal benefit;
- (v) A violation of Arizona Revised Statutes 10-2550.

ARTICLE IX  
Principal Office

The principal office of the Association shall be located at 15160 N. Hayden Road, Suite 200, and Scottsdale, AZ 85260.

ARTICLE X  
Membership and Voting Rights

Membership in the Association shall be limited to Owners of Lots. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Declaration.

ARTICLE XI  
Bylaws

The Board of Directors shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members **except** that the Board, without a vote of the Members, may amend the Bylaws in order to conform the Bylaws to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration, the Veterans Administration of any federal, state or local government agency whose approval of the Project, the Plat or the Declaration is required by law or requested by the Declarant.

ARTICLE XII  
*Officers*

The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until the first annual meeting of the Association or until their successors have been elected and qualified:

Dave Bessey  
Dean D. Doty

President  
Vice President

Jeff Andersen

Secretary/Treasurer

ARTICLE XIII  
Dissolution

The Association may be dissolved with the assent given in writing and signed by the Owners representing not less than **two-thirds** (2/3) of the authorized votes of the Association Membership. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for the purposes similar to those for which this Association was created, as the Board of Directors shall determine. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, or assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose as the Board of Directors shall determine.

ARTICLE XIV  
Amendments

These Articles may be amended by Members representing at least **seventy-five** percent (75%) of the total authorized votes entitled to be cast by Members of the Association; provided, however, that the Board, without a vote of the Members, may amend these Articles in order to conform these Articles to the requirements or guidelines of the Federal National Mortgage Association, the Veterans Administration or any federal, state or local governmental agency whose approval of the Project, the Plat or the Declaration is required by law or requested by the Declarant.

Dated this 20<sup>th</sup> day of January 1999.

  
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Dave Bessey  
Incorporator