

OCT 27 2015

FILE NO 20438649

**ARTICLES OF INCORPORATION
OF
PLAZA 400 PROPERTY OWNERS ASSOCIATION**

ARTICLE I

NAME

The name of the corporation is Plaza 400 Property Owners Association.

ARTICLE II

DEFINED TERMS

Capitalized terms used in these Articles without definition shall have meanings specified for such terms in the Arizona Condominium Act, A.R.S. §33-1201, et seq., and the Declaration of Covenants, Conditions and Restrictions, as amended, recorded as Document No. 83-018317 (the "CC&Rs"), in the official records of the County Recorder of Maricopa County, Arizona as amended from time to time. As used in these Articles, the term "Eligible Votes" means the total number of votes entitled to be cast by members as of the record date for including, but not limited to, action by written ballot or written consent.

ARTICLE III

KNOWN PLACE OF BUSINESS

The known place of business of the Association shall be located at 400 E. Southern Avenue, Tempe, Arizona 85282.

ARTICLE IV

STATUTORY AGENT

M & K Registered Agent, LLC, whose address is 402 E. Southern Avenue, Tempe, Arizona 85282, and who is a resident of the State of Arizona, is hereby appointed and designated the initial statutory agent for the Association.

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

The Association is organized as a nonprofit corporation under the Arizona Nonprofit Corporation Act. The object and purpose for which the Association is organized is to provide for the (a) maintenance, repair, replacement and improvement of the Private Roadways, and (b) serving as the Architectural Control Board and to perform such other duties as are imposed upon the Association under the CC&Rs. In furtherance of, and in order to accomplish the foregoing

object and purpose, the Association may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as amended from time to time, and may exercise all powers granted to the Association by the CC&Rs or by the laws of the State of Arizona governing nonprofit corporations.

ARTICLE VI

CHARACTER OF BUSINESS

The character of the business which the Association intends to conduct in Arizona is to provide for the management, maintenance and care of Property and to exercise and perform such other powers and duties as are imposed upon or granted to the Association under the Condominium Act and the CC&Rs.

ARTICLE VII

MEMBERSHIP AND VOTING RIGHTS

The Members of the Association shall be the Lot Owners. All Lot Owners shall be mandatory members of the Association, and no Member shall have the right to resign as a member of the Association. By acquiring fee title to or otherwise becoming the Unit Owner of a Unit, a Person consents to becoming a member of the Association. Each Unit Owner shall have Documents. The provisions of the CC&Rs with respect to membership in the Association and the voting rights of the Members are hereby incorporated in these Articles by reference.

ARTICLE VIII

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be three (3). The name and address of the initial director of the Association who shall serve as director until he resigns, is removed or his successors are elected and qualified are as follows:

<u>Name</u>	<u>Mailing Address</u>
Mike O'Neill	410 E. Southern Ave. Tempe, AZ 85282
James A. Kuzmich	402 E. Southern Ave. Tempe, AZ 85282
Rick Oliver	414 E. Southern Ave. Tempe, AZ 85282

The number of directors may be changed from time to time by the Board of Directors, but the number of directors may not be less than three (3) nor more than seven (7) and must be an odd number.

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.

ARTICLE IX

OFFICERS

The following person shall be the initial officer of the Association and shall hold the positions opposite his name until the first annual meeting of the Association and until his successors have been elected and qualified:

James A. Kuzmich	-	President
Dr. Alejandro A. Mioni	-	Vice President
Jeremy G. Dana	-	Secretary
Deborah G. Wilburn	-	Treasurer

ARTICLE X

LIMITATION ON LIABILITY OF DIRECTORS

The personal liability of a director of the Association to the Association or its Members for money damages for any action taken or any failure to take any action as a director is hereby eliminated to the fullest extent permitted by the Arizona Nonprofit Corporation Act, as amended from time to time. Any repeal or modification of this Article X shall be prospective only and shall adversely affect the personal liability of a director or prior director for any act or omission occurring prior to the effective date of such repeal or modification.

ARTICLE XI

DISSOLUTION

The Association may be dissolved with consent given in writing and signed by Members holding not less than eighty percent (80%) of the Eligible Votes.

ARTICLE XII

IDEMNIFICATION

The Association shall indemnify any person made a party to any civil suit or criminal administrative or investigative action, other than an action by or in the right of the Association, by reason of the fact that he is or was a member, director, officer, employee or agent of the Association against expenses. Including attorneys' fees, and judgments, fines and amounts paid

in settlement actually and reasonably incurred by him in connection with such action, if he acted, or failed to act, in good faith and he reasonably believed (a) in the case of conduct in an official capacity with the Association, that the conduct was in its best interest, (b) in all other cases, that the conduct was at least not opposed to its best interests and (c) in the case of any criminal action or proceeding. That he had no reasonable cause to believe the conduct was unlawful. Any indemnification of members, directors, officers, employees or agents of the Association shall be governed by and made in accordance with Arizona Nonprofit Corporation Act. Any repeal or modification of this Article XII shall be prospective only and shall not adversely affect, defeat or limit the right of any person to indemnification for any act, or failure to act, occurring prior to the effective date of such repeal or modification.

ARTICLE XIII

DURATION

The Association shall exist perpetually.

ARTICLE XIV

INCORPORATOR

The name and address of the incorporator of this Association is:

<u>Name</u>	<u>Address</u>
James A. Kuzmich	402 E. Southern Ave. Tempe, AZ 85282

Dated this 27 day of October, 2015.


James A. Kuzmich

ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for this corporation, hereby accepts such appointment and agrees to act in that capacity until removal or resignation is submitted in accordance with applicable provisions of the Arizona Revised Statutes.

Dated this 27 day of October, 2015.

M & K Registered Agent, LLC

By: Miranda Kuzmich, PLC

Its: Member

By: _____

James A. Kuzmich, Member

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

CERTIFICATE OF DISCLOSURE

Read the Instructions C003i

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:

Plaza 400 Property Owners Association.

2. **A.C.C. FILE NUMBER** (if already incorporated or registered in AZ): _____

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. **Check only one of the following to indicate the type of Certificate:**

- Initial (accompanies formation or registration documents)
 Annual (credit unions and loan companies only)
 Supplemental to COD filed _____ (supplements a previously-filed Certificate of Disclosure)

4. FELONY/JUDGMENT QUESTIONS :

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

4.1	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 signing of this certificate?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.3	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you MUST complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.		

5. BANKRUPTCY QUESTION:		
5.1	Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in any other corporation (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation ?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5.2	If the answer to number 5.1 is YES , you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.	

IMPORTANT: If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

SIGNATURE REQUIREMENTS:	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

James A. Kuzmich
Name

402 E. Southern Avenue
Address 1

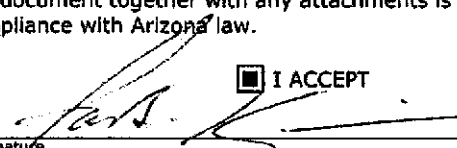
Address 2

Tempe City	AZ State	85282 Zip
UNITED STATES Country		

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT


Signature

James A. Kuzmich **10/22/2015**
Printed Name Date

REQUIRED - check only one:

Incorporator - I am an Incorporator of the corporation submitting this Certificate.

Officer - I am an officer of the corporation submitting this Certificate.

Chairman of the Board of Directors - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.

Director - I am a Director of the credit union or loan company submitting this Certificate.

Name

Address 1

Address 2

City	State	Zip
Country		

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature

Printed Name Date

REQUIRED - check only one:

Incorporator - I am an Incorporator of the corporation submitting this Certificate.

Officer - I am an officer of the corporation submitting this Certificate.

Chairman of the Board of Directors - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.

Director - I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.