

# *The Ranch Homesteads*

## *Owners Association*

### *Articles of Incorporation*



*The Ranch Homesteads*

*Owners Association*

*P.O. Box 5720*

*Mesa, AZ 85211*

PREFERRED COMMUNITIES  
"LOVING WHERE YOU LIVE."



ARTICLES OF INCORPORATION  
of  
THE RANCH HOMESTEAD OWNERS ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, having associated ourselves together for the purpose of forming a non-profit corporation pursuant to the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation.

I. NAME AND LOCATION

The name of the corporation shall be The Ranch Homestead Owners Association and its principal place of business shall be in Carefree, Maricopa County, Arizona, where meetings of members and the board of directors shall be held.

II. PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated in Arizona except that the corporation shall not engage in any transactions for pecuniary profit.

III. INITIAL BUSINESS

The initial business to be conducted by the corporation shall be to function as the homeowners association for the owners of lots 1 to 23, inclusive, of Carefree Ranch Homesteads Phase One as shown on the map thereof recorded in Book 193, page 17, and on the revised map recorded in Book 202, page 11, records of Maricopa County, Arizona, and for the owners of additional lots hereafter included in later phases of Carefree Ranch Homesteads; to promote the common interests of all such owners in maintaining high community standards of all areas included within Carefree Ranch Homesteads, and to exercise such rights, powers, responsibilities and functions as may be granted to the corporation pursuant to the Declaration of Covenants, Conditions and Restrictions recorded in Docket 12486, pages 1201-1211, inclusive, Maricopa County, Arizona, as the same may hereafter be amended or made applicable to later phases of Carefree Ranch Homesteads.

IV. MEMBERS

Each person who owns or hereafter acquires title to a lot in Carefree Ranch Homesteads shall be a member of the corporation as provided in the Declaration of Covenants, Conditions and Restrictions heretofore mentioned. Each person who desires to purchase or lease all or part of a lot in Carefree Ranch Homesteads shall be required to apply and be accepted for membership in the corporation as a condition precedent to his right to acquire or lease all or any part of a lot. The corporation shall issue to each person accepted for membership a certificate or other evidence, in form to be determined by the board of directors, attesting to the fact that such

person has been accepted for membership in the corporation. Each annual meeting of members shall be held during the first week of April each year in Carefree, Arizona at a time and place specified in a notice from the board of directors to the members.

V. INCORPORATORS

The names and addresses of the incorporators are:

|  |   |
|--|---|
| Paul K. Schilling  | 12085 Grey Cloud Trail<br>Cottage Grove, Minnesota 55016      |
| Roy A. Dye   | 5402 Calle del Medio<br>Phoenix, Arizona 85018                |
| Carefree Properties Incorporated<br>a Delaware corporation | 4130 N. 70th Street<br>Suite 223<br>Scottsdale, Arizona 85251 |

VI. DIRECTORS

The affairs of the corporation shall be conducted by a board of directors composed of three persons who need not be members. The initial board of directors was elected at a meeting of the incorporators held at 10:00 a.m. March 24, 1979, at the office of the statutory agent, First National Bank Plaza, #11 Sundial Circle, Carefree, Arizona 85377. The following persons were elected to serve as directors ~~until a total of seventy-five lots in Carefree Ranch Homesteads have been sold after which time directors shall be elected by members at their next annual meeting:~~ Paul K. Schilling and Roy A. Dye, whose addresses are specified in Article V hereof, and James N. Mellor, 6330 E. McDonald Dr., Scottsdale, Arizona 85253. The board shall have authority to elect a director to serve during the remaining unexpired term of any person who ceases to be a member of the board.

The board of directors shall have authority to adopt and amend by-laws, except that any amendment of the by-laws adopted by the members after a total of seventy-five lots in Carefree Ranch Homesteads have been sold shall prevail over any inconsistent provision in the by-laws adopted by the board of directors. The board of directors shall have authority to elect officers and employ persons to manage the day-to-day affairs of the corporation.

VII. STATUTORY AGENT

The name and address of the initial statutory agent is T. F. Hetherington, Attorney at Law, First National Bank Plaza, #11 Sundial Circle (P.O. Box 795) Carefree, Arizona 85377.

VIII. INDEMNIFICATION

The corporation shall indemnify and hold harmless each director and officer of the corporation with respect to any claims, demands, actions and causes of action which may be asserted against such director or officer during his term of office, or subsequent thereto, arising out of or



AZ. CORP. COMMISSION  
FOR THE STATE OF AZ.  
FILED

MAY 3 11 42 AM '90

NON-PROFIT AMENDMENT  
ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
THE RANCH HOMESTEAD OWNERS ASSOCIATION

APPR 7.2. Kneader  
DATE APR 5-7-90  
TERM \_\_\_\_\_  
DATE \_\_\_\_\_ TIME \_\_\_\_\_

122069-1

Pursuant to the provisions of Title 10, Sections 1034 and 1035, Arizona Non-Profit Corporation Act, the undersigned corporation adopts the attached Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is THE RANCH HOMESTEAD OWNERS ASSOCIATION.

SECOND: The document attached hereto as Exhibit A sets forth the amendment to the Articles of Incorporation which was adopted unanimously by the Board of Directors on the 9th day of November, 1989 in the manner prescribed by the Arizona Non-Profit Corporation Act.

THIRD: The amendment to the Articles of Incorporation contained in Exhibit A was duly adopted by the unanimous vote of the members of THE RANCH HOMESTEAD OWNERS ASSOCIATION at a meeting held on the 2nd day of April, 1990 in the manner prescribed by the Arizona Non-Profit Corporation Act.

DATED this 9<sup>th</sup> day of April, 1990.

THE RANCH HOMESTEAD OWNERS ASSOCIATION

by Thomas A. Geldermann  
Thomas A. Geldermann, President

by John K. Crowe  
John K. Crowe, M.D., Secretary

STATE OF ARIZONA     )  
                                  ) ss  
County of Maricopa    )

The foregoing instrument was acknowledged before me this  
9th day of April, 1990 by THOMAS A. GELDERMANN,  
President of THE RANCH HOMESTEAD OWNERS ASSOCIATION, an Arizona  
non-profit corporation, on behalf of said corporation.



Maxine Lyman  
Notary Public

My Commission expires: 12-31-93

STATE OF ARIZONA     )  
                                  ) ss  
County of Maricopa    )

The foregoing instrument was acknowledged before me this  
13th day of April, 1990 by JOHN K. CROWE, M.D.,  
Secretary of THE RANCH HOMESTEAD OWNERS ASSOCIATION, an Arizona  
non-profit corporation, on behalf of said corporation.

Elvess Leath  
Notary Public

My Commission expires: 10-7-92

NON-PROFIT AMENDMENT

ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
THE RANCH HOMESTEAD OWNERS ASSOCIATION

Pursuant to the provisions of Title 10, Sections 1034 and 1035, Arizona Non-Profit Corporation Act, the undersigned corporation adopts the attached Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is THE RANCH HOMESTEAD OWNERS ASSOCIATION.

SECOND: The document attached hereto as Exhibit A sets forth the amendment to the Articles of Incorporation which was adopted unanimously by the Board of Directors on the 9th day of November, 1989 in the manner prescribed by the Arizona Non-Profit Corporation Act.

THIRD: The amendment to the Articles of Incorporation contained in Exhibit A was duly adopted by the unanimous vote of the members of THE RANCH HOMESTEAD OWNERS ASSOCIATION at a meeting held on the 2nd day of April, 1990 in the manner prescribed by the Arizona Non-Profit Corporation Act.

DATED this 9<sup>th</sup> day of April, 1990.

THE RANCH HOMESTEAD OWNERS ASSOCIATION

by Thomas A. Geldermann  
Thomas A. Geldermann, President

by John K. Crowe  
John K. Crowe, M.D., Secretary

ARTICLES OF AMENDMENT OF  
THE ARTICLES OF INCORPORATION OF  
THE RANCH HOMESTEAD OWNERS ASSOCIATION

Article VI of the Articles of Incorporation is amended to read as follows:

ARTICLE VI

DIRECTORS

The affairs of the corporation shall be conducted by a Board of Directors composed of not less than three (3) persons. The number of Directors and their qualifications shall be fixed in the By-Laws. Directors shall be elected at the annual meeting of the corporation. The Board shall have authority to elect a Director to serve during the remaining unexpired term of any person who ceases to be a member of the Board.

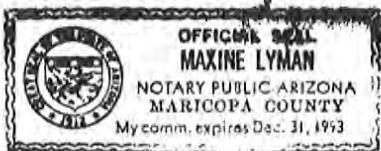
The members shall have the only authority to amend the By-Laws. The Board of Directors shall have authority to elect officers and employ persons to manage the day-to-day affairs of the corporation.

EXHIBIT A



STATE OF ARIZONA )  
 ) ss  
County of Maricopa )

The foregoing instrument was acknowledged before me this  
9th day of April, 1990 by THOMAS A. GELDERMANN,  
President of THE RANCH HOMESTEAD OWNERS ASSOCIATION, an Arizona  
non-profit corporation, on behalf of said corporation.



Maxine Lyman  
Notary Public

My Commission expires: 12-31-93

STATE OF ARIZONA )  
 ) ss  
County of Maricopa )

The foregoing instrument was acknowledged before me this  
13th day of April, 1990 by JOHN K. CROWE, M.D.,  
Secretary of THE RANCH HOMESTEAD OWNERS ASSOCIATION, an Arizona  
non-profit corporation, on behalf of said corporation.

Elvis Scott  
Notary Public

My Commission expires: 10-7-92

ARTICLES OF AMENDMENT OF  
THE ARTICLES OF INCORPORATION OF  
THE RANCH HOMESTEAD OWNERS ASSOCIATION

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The members shall have the only authority to amend the By-Laws. The Board of Directors shall have authority to elect officers and employ persons to manage the day-to-day affairs of the corporation.

EXHIBIT A