

AZ CORPORATION COMMISSION
FILED

ARTICLES OF INCORPORATION
OF

APR 18 2008

PIERSON WEST HOMEOWNERS ASSOCIATION

AZ CORPORATION COMMISSION
FILED

FILE NO. 14442415

ARTICLE I
NAME

MAY 13 2008

The name of the corporation is Pierson West Homeowners Association.

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ARTICLE II
DEFINED TERMS

Capitalized terms used in these Articles without definition shall have the meanings specified for such terms in the Arizona Condominium Act, A.R.S. §33-1201, *et seq.*, and the Declaration of Horizontal Property Regime and Covenants, Conditions and Restrictions recorded on September 26, 1973 at Docket No. 10328, Page 594 and amended on June 11, 1984 at Document No. 1984-252283 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 determining the Members entitled to vote at a meeting or in respect of any other lawful action 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 c/o Mulcahy Law Firm, P.C., 3001 E. Camelback Rd., Suite 130, Phoenix, Arizona, 85016.

ARTICLE IV
STATUTORY AGENT

Beth Mulcahy, Esq., whose address is 3001 E. Camelback Road, Suite 130, Phoenix, Arizona, 85016, and who is a resident of the State of Arizona, is hereby appointed and designated the initial statutory agent for the Corporation.

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 management, maintenance, and care of the Common Elements and to perform such other duties as are imposed upon the Association under the Condominium Documents. 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 Condominium Documents 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 the Common Elements 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 Condominium Documents.

ARTICLE VII
MEMBERSHIP AND VOTING RIGHTS

The Members of the Association shall be the Unit Owners. All Unit 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 such rights, privileges and votes in the Association as are set forth in the Condominium Documents. The provisions of the Condominium Declaration 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(s) and address(es) of the initial director(s) of the Association who shall serve as director(s) until he/they resign, is/are removed or his/their successor is elected and qualified is/are as follows:

<u>Name</u>	<u>Mailing Address</u>
Gary L. Shiffman	385 W. Pierson St., #A5 Phoenix, Arizona 85013
Mary Labouff	385 W. Pierson St., #B3 Phoenix, Arizona 85013
Lori Martinetti	27236 N. 47 th Street Cave Creek, Arizona 85331

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 five (5) and must be an odd

number provided, however, that after the expiration of the Period of Declarant Control, the number of directors shall not be less than three (3).

ARTICLE IX
OFFICERS

The following persons shall be the initial officers of the Association and shall hold the position opposite their name until their successors have been elected and qualified:

President	Gary L. Shiffman
Vice President	Mary Labouff
Secretary	Lori Martinetti
Treasurer	Mary Labouff

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 not 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 the consent given in writing and signed by Members holding not less than eighty percent (80%) of the Eligible Votes. So long as the Declarant owns one or more Units, the Association may not be dissolved without the prior written approval of the Declarant.

ARTICLE XII
INDEMNIFICATION

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 the members, directors, officers, employees or agents of the Association shall be governed by and made in accordance with the Arizona Nonprofit Corporation Act. Any repeal or modification of this Article XIII 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 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 Corporation shall exist perpetually.

ARTICLE XV
INCORPORATOR

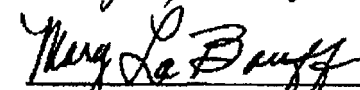
The name and address of the incorporators of this Association are:

<u>Name</u>	<u>Address</u>
Gary L. Shiffman	385 W. Pierson St., #A5 Phoenix, Arizona 85013
Mary Labouff	385 W. Pierson St., #B3 Phoenix, Arizona 85013
Lori Martinetti	27236 N. 47 th Street Cave Creek, Arizona 85331

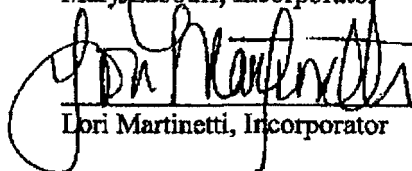
Dated this _____ day of _____, 2008.



Gary L. Shiffman, Incorporator



Mary Labouff, Incorporator




Lori Martinetti, Incorporator

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 14th day of April, 2008.



Beth Mulcahy, Esq