

LIDDY LEGAL SUPPORT SERVICES

P.O. Box 2007 PHOENIX, AZ 85001 TEL: 602-297-0676 - FAX: 602-297-0670
 63 E PENNINGTON, SUITE 102, TUCSON, AZ 85702 TEL: 520-628-2824 - FAX: 520-623-1608
 2700 WOODLANDS VILLAGE BLVD., #300-420, FLAGSTAFF, AZ 86001 TEL: 928-225-7737 - FAX: 928-774-1741
 Email: LiddyLegal@LiddyLegal.com - Website: www.LiddyLegal.com

Date	01/24/2022 02:44 PM	Liddy # 391803-1		Service		
Telephone	602-241-1093			Service		
Firm	MULCAHY LAW FIRM	Filing Fee		Mileage		
Attorney	Beth Mulcahy	Filing Fee		Mileage		
Address	3001 E. CAMELBACK ROAD,			Min Mileage		
City & Zip	PHOENIX / 85016			Rush		
Secretary	Brandon Bethell	W/M Fee		Wait Time		
Case #		Check #		Spec Crt		
Court	Corporation Commission of AZ			Fee Adv		
County	***Maricopa***			Fee Adv S/C		
Plaint/Pet		Courier	P/U Date	Doc Prep		
Def/Resp				Total		
Client Matter	Casa Serena CC&R and Bylaw changes					
Documents (Please list documents as they are to appear on the Certificate of Service)						
Articles from the Corporation Commission, along with any amendments						
Courier Instructions						
Can you please obtain an official copy of the attached Articles from the Corporation Commission, along with any amendments?						
<input type="checkbox"/> SPECIAL <input type="checkbox"/> FILE TODAY <input type="checkbox"/> DELIVER TODAY <input type="checkbox"/> SERVE TODAY (Rush fees will be applied.)						
<input type="checkbox"/> Advance Witness & Mileage Fee <input checked="" type="checkbox"/> Advance Filing Fee				Hearing Date		
Special Service Instructions / Serve By Date:				Served		
JWL				Title		
Serve (Please list names as is should appear on the Certificate of Service)				Address		
CasaSerenaCC				Date		
Phone 1 2 3 Residence Address <input type="checkbox"/>				Time		
Phone 1 2 3 Business Address <input type="checkbox"/>				Server		
For Deliveries				Name		
				Zone		
				Description		
				Age/DOB		
				Height 0'0		
				Weight 0		
Date & Time				Signature (Received by)		
				Race		
				Eyes		
				Hair		
				Other		

INVOICE WILL FOLLOW

UPDATED ONLINE

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF INCORPORATION, 08/28/1991

consisting of 8 pages, is a true and complete copy of the original of said document on file with this office for:

CASA SERENA HOMEOWNERS' ASSOCIATION, INC.
ACC file number: 02352814

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this 25 Day of January, 2022 A.D.



Matthew Neubert

Matthew Neubert, Executive Director

By:

Deasha Jackson
DEASHA JACKSON

637046 0017
ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1200 West Washington
Phoenix, Arizona 85007

Tucson Address: 402 West Congress
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE

A.R.S. Sections 10-128 & 10-1084

PLEASE SEE REVERSE SIDE

casa Serena Homeowners' Association

EXACT CORPORATE NAME

CHECK APPROPRIATE BOX(ES) A or B
ANSWER "C"

S.S.
SEP 04 1991

THE UNDERSIGNED CERTIFY THAT:

- A. No persons serving either by elections or appointment as officers, directors, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
1. Have been 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 execution of this Certificate.
 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate where such injunction, judgment, decree or permanent order:
(a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
(b) Involved the violation of the consumer fraud laws of that jurisdiction; or
(c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction.
- B. For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, the following information MUST be attached:
1. Full name and prior name(s) used.
 2. Full birth name.
 3. Present home address.
 4. Prior addresses (for immediate preceding 7-year period).
 5. Date and location of birth.
 6. Social Security number.
 7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-128.01 and 10-1083

- C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or, (b) major stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES ___ NO X

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
(a) Was incorporated.
(b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency involved and the file or cause number of the case.

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

BY [Signature] DATE 8/5/91
TITLE John Palombi, President
BY [Signature] DATE 8/5/91
TITLE Maria Frank, Secretary/Treasurer

BY _____ DATE _____
TITLE _____
BY [Signature] DATE 8/4/91
TITLE Franco Palombi, Vice President

FISCAL DATE: December 31

AZ. CORP. COMMISSION
FILED

637046 0047

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

AUG 28 1991

APPR.
TERM
DATE

Louis Greer
9/3/91

ARTICLES OF INCORPORATION
OF

CASA SERENA HOMEOWNERS' ASSOCIATION, INC.

Aug 9 11 42 AM '91

APPR. DATE AM - FILED -
TERM Louis Greer
DATE 9/3/91 3:10 pm

235281-4

The undersigned, as Incorporators, have this date, associated themselves together for the purpose of forming a nonprofit corporation under the laws of the State of Arizona, and hereby adopt the following Articles of Incorporation.

ARTICLE I

Name: Place of Business

The name of this Corporation shall be CASA SERENA HOMEOWNERS' ASSOCIATION, INC. The principal place of business of this Corporation shall be 1625 East Jefferson Street, Phoenix, Arizona, 85034; but other places of business and other offices may be established and maintained at such other places as the Board of Directors may from time to time determine.

ARTICLE III

Business and Purpose

The objects, purposes and powers of this Corporation and the general nature of the activities it proposes to undertake are:

- (a) To exercise its powers and functions with respect to any property duly conveyed to the Corporation (the "Property"), including, without limitation, the real property described on Exhibit A attached hereto and incorporated herein, which is anticipated will be conveyed to this corporation following the filing of these Articles with the Arizona Corporation Commission;
- (b) To carry out all of those obligations of the Corporation, if any, relating to the Property as set forth in the Declaration of Covenants, Conditions and Restrictions for Casa Serena, formerly known as La Mariposa Villas III (the "Declaration"), as amended or supplemented from time to time;
- (c) To accept such properties, improvements, rights and interests as may be conveyed, leased, assigned, or transferred to this Corporation;
- (d) To maintain, operate and otherwise manage and regulate the use of the Property and all structures, improvements, landscaping, parking areas and walks now or hereafter located on the Property; to pay any and all taxes and assessments which may properly be levied against the Property; to repair, rehabilitate, and restore all structures and improvements on the Property; to insure the Property and all structures and improvements thereon against such risks as the Board of Directors shall determine; to obtain and maintain general public liability insurance insuring the members of the Corporation in connection with their use of the Property; to make assessments for dues, maintenance and operating charges as its Board of Directors shall determine in accordance with the bylaws of this Corporation (said bylaws being hereinafter referred to as the "Bylaws"); and to secure the payment of obligations due from the members, and to enforce by

437045 0047

collection of said payments through lawful means, compromise, release, satisfy, and discharge such obligations;

(e) To do all things and acts, including the payment of all maintenance, operating and other costs, which in the sole discretion of its Board of Directors shall be deemed to be in the best interests of the members of this Corporation for the peace, comfort, safety or general welfare of the members of this Corporation;

(f) To enter into management agreements with third parties authorizing such parties to carry on any activities which might legally be carried on by the Corporation and delegated by the Corporation to third parties;

(g) To develop, construct, purchase, lease, own, improve, maintain, operate, and hold real and personal property of every kind and description; to sell, convey, dedicate and lease such property; and to mortgage, assign, and pledge or otherwise encumber such property;

(h) To borrow money and to issue notes, bonds, and other evidences of indebtedness in furtherance of any or all of the objects and purposes of this Corporation and to secure the same by mortgage, trust deed, pledge, or other lien on or security interest in property of this Corporation;

(i) To enter into, perform, and carry out leases and contracts of any kind necessary to, in connection with, or incidental to, the accomplishment of any one or more of the objects and purposes of this Corporation;

(j) To make refunds of excess payments or charges to members;

(k) To invest its working capital and reserves;

(l) To act as surety or guarantor, agent, trustee, broker, or in any other capacity when appropriate to the fulfillment and the furtherance of its objects and purposes;

(m) To sue and be sued;

(n) To adopt rules pertaining to enforcement of the Articles and Bylaws; and

(o) In general to do and perform such acts and things and to transact such business in connection with the foregoing objects and purposes as may be necessary and required and to do any and all things which a natural person could do or which now or hereafter may be authorized by law.

ARTICLE III

Restrictions

This Corporation does not contemplate securing any gain or profit to the members of the Corporation, and the members shall have no individual interest in the profits of the Corporation, if they are generated.

637040 0047

ARTICLE IV

Nonprofit

This Corporation shall be a nonprofit Corporation and shall be owned equally by its members. No stock shall be issued by this Corporation and no dividends or pecuniary profits shall be paid to its members or directors or to any private individuals. All of the earnings of this Corporation shall be used to further the purpose of this Corporation as hereinabove set forth.

ARTICLE V

Board of Directors

Except for the initial Board, the number of Directors of this Corporation shall not be less than seven (6) members who shall be elected at each annual meeting of the members of the Corporation as more particularly set forth in these Articles and the Bylaws of this Corporation. All members of the Board of Directors elected after the initial Board shall be owners of Lots (as defined in the Declaration), or if any owner is a corporation, partnership, trust or other legal entity, then an officer, director, partner, agent, trustee or beneficiary thereof.

The initial members of the Board of Directors of this Corporation having been elected by the Incorporators of the Corporation, who shall hold office until their successors have been duly elected and qualified, are as follows:

John Palombi
P.O. Box 5953
Scottsdale, AZ
85261-5953

Maria Frank
P.O. Box 5953
Scottsdale, AZ
85261-5953

Franco Palombi
P.O. Box 5953
Scottsdale, AZ
85261-5953

Colleen Wilber
7826 N. Via De La Luna
Scottsdale, AZ
85258

Sandra Schoon
8714 E. Via Del Cerro
Scottsdale, AZ
85258

Laura Palombi
P.O. Box 5953
Scottsdale, AZ
85261-5953

ARTICLE VI

Membership

Each and every Owner of a lot situated within the Project, as the terms "Owner" and "Project" are defined in the Declaration, shall be eligible to be a member of this Corporation.

An owner of a lot shall become a member of this Corporation.

and shall remain a member of this Corporation until such time as his ownership of a lot ceases for any reason, at which time his membership in this Corporation shall automatically cease. Ownership of a lot shall be the sole qualification and criteria for membership. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.

A membership in this Corporation shall not be transferred, pledged or alienated in any way, except upon the sale of a lot and then only to such purchaser, or by intestate succession, testamentary disposition, foreclosure of mortgage of record or other legal process. Any attempt to make a prohibited transfer is void and will not be reflected upon the books and records of this Corporation. In the event the owner of any lot should fail or refuse to transfer the membership registered in his name to the purchaser of such lot, this Corporation shall have the right to record the transfer upon the books of this Corporation and issue a new membership to the purchaser, and thereupon the old membership outstanding in the name of the seller shall be null and void as though the same had been surrendered. All memberships shall be subject to the provisions of these Articles of Incorporation, the Bylaws and the Declaration, as now in effect or as duly adopted and amended.

Certificates shall be issued in accordance with the Bylaws to each member of the Corporation. If any lot is owned by two (2) or more persons or entities, a single membership certificate shall be issued in the name of all owners of record. Membership shall be evidenced by an official list of members kept by the secretary of this Corporation.

ARTICLE VII

Voting Rights

The Corporation shall have two classes of voting membership:

Class A. Class A members shall be all holders of membership certificates, with the exception of the Declarant (as defined in the Declaration), and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, the vote for such lot shall be exercised as all of such owners determine, but in no event shall more than one vote be cast with respect to any lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when ownership of seventy-five percent (75%) of the lots shall pass from Declarant to an Owner other than Declarant, its successors or assigns (said terms being defined in the Declaration); or

(b) June 30, 1991

ARTICLE VIII

Authorized Indebtedness

The highest amount of indebtedness or liability, direct or contingent, to which the Corporation may at any time subject itself, is One Million Dollars (\$1,000,000.00) unless authorization to incur a greater amount is made by an affirmative vote of the majority of its members entitled to vote.

ARTICLE IX

Private Property

The incorporators, members, directors, and officers of this Corporation shall not be individually liable for the Corporation's debts or other liabilities and the private property of such incorporators, members, directors, and officers shall be exempt from all corporate debts and obligations, provided, however, that nothing herein contained shall limit or restrict any liability, obligation or responsibility of the members hereof to each other or to this Corporation as set forth in the Declaration, as amended or supplemented from time to time.

ARTICLE X

Indemnification

This Corporation shall indemnify any and all of its present or former directors, officers or employees against any expenses incurred by them, including legal fees, or judgments or penalties rendered or levied against any such person while acting within the scope of his authority, provided that the Board of Directors shall determine in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matters involved in the action or omission.

ARTICLE XI

Dissolution

Upon dissolution of the Corporation, or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501(c)(4) of the Internal Revenue Code of 1954, or to an organization then subject to and qualifying under Section 528 of the Internal Revenue Code of 1954, as the Corporation shall then elect.

ARTICLE XII

Statutory Agent

Loren Holdings, Ltd., an Arizona corporation, 1625 East Jefferson, Phoenix, Arizona 85034, is hereby appointed as the statutory agent of this Corporation, upon whom all notices and process, including summons, may be served. The Board of Directors may revoke the appointment of such agent at any time

and shall have the power to fill any vacancy.

ARTICLE XIII

Fiscal Year

The fiscal year of the Corporation shall be the calendar year and shall begin on the first day of January of every year, except that the first fiscal year of the Corporation shall begin on the date of incorporation. The commencement date of the fiscal year herein established shall be subject to change by the Board should corporate practice subsequently dictate.

ARTICLE XIV

Conflict

To the extent that these Articles shall be contrary to or inconsistent with provisions of the Declaration or rules and regulations of the Federal Home Loan Mortgage Corporation applicable to this Corporation, these Articles shall be considered superseded by such provisions, rules and/or regulations.

ARTICLE XV

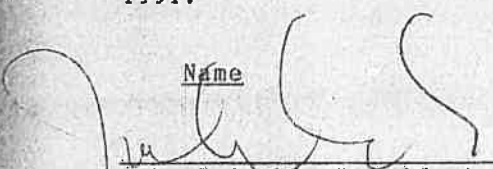
Amendments

These Articles of Incorporation may be amended, altered or repealed by the affirmative vote seventy-five percent (75%) of the members at a meeting duly called for that purpose.

IN WITNESS WHEREOF, we, the undersigned incorporators, have hereunto signed our names this 5th day of August, 1991.

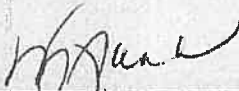
Name

Address



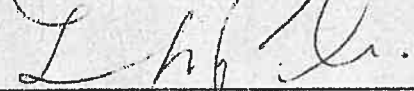
John Palombi, President

P.O. Box 5953
Scottsdale, Arizona
85261-5953



Maria Frank, Secretary,
Treasurer

P.O. Box 5953
Scottsdale, Arizona
85261-5953



Franco Palombi, Vice President

P.O. Box 5953
Scottsdale, Arizona
85261-5953

6 3 7 0 4 6 0 0 4 7

LOREN HOLDING LTD.
1625 East Jefferson
Phoenix, Arizona 85034
(602) 420-9902

August 19, 1991

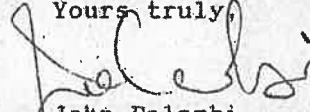
Arizona Corporation Commission
P.O. Box 6019
Phoenix, AZ 85005

Dear Gentlemen:

RE: Casa Serena Homeowners' Association, Inc.

This letter shall serve to confirm our acceptance for the appointment as statutory agent.

Yours truly,



John Palombi
Vice-President

JP/dr