

STATE OF ARIZONA

Department Of State



RENEWAL OF TRADE NAME

UNITED STATES OF AMERICA)
STATE OF ARIZONA) ss.

I, Jim Shumway, Secretary of State and Keeper of the Great Seal, do hereby certify that in accordance with the Renewal Application filed in this Office, the Trade Name described below has been duly registered in this Department pursuant to Section 44-1460.02, Arizona Revised Statutes, in behalf of:

GREEN VALLEY COUNTRY CLUB VISTA I, INC.
POST OFFICE BOX 323
GREEN VALLEY, ARIZONA 85622

and said Trade Name described as follows:

GREEN VALLEY COUNTRY CLUB VISTA I PROPERTY OWNERS ASSOCIATION



Registration Date JANUARY 15, 1988
Expiration Date JANUARY 14, 1993
Date First Used JANUARY 01, 1983
Trade Name No. 45901

In Witness Whereof, I have hereunto set my hand and affixed the Great Seal of the State of Arizona. Done at Phoenix, the capital, this 1ST day of JULY, 1988

Jim Shumway

JIM SHUMWAY
Secretary of State

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

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FOR THE STATE OF AZ.
FILED

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[Signature]
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APPROVED
DATE FILE #
TERMS TIME
BY *[Signature]*

STATE OF ARIZONA
ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
GREEN VALLEY COUNTRY CLUB VISTAS
PROPERTY OWNERS' ASSOCIATION

Pursuant to Arizona Revised Statutes §§10-1033, 1034 and 1035, the undersigned corporation adopts the attached Articles of Amendment to its Articles of Incorporation:

FIRST

The original name of the corporation is GREEN VALLEY COUNTRY CLUB VISTAS PROPERTY OWNERS' ASSOCIATION.

SECOND

The document attached hereto as Exhibit "A" sets forth the amendments to the Articles of Incorporation which were adopted by the members of the corporation.

THIRD

The date of the adoption of the amendment was the 15th day of February, 1983.

FOURTH

The amendments were duly adopted by act of the members of the corporation.

DATED this 15th day of February, 1983.

GREEN VALLEY COUNTRY CLUB VISTAS
PROPERTY OWNERS' ASSOCIATION

By *[Signature]*
Its President
By *[Signature]*
Its Secretary

STATE OF ARIZONA)
) ss.
COUNTY OF PIMA)

Before me this 2 day of March, 1983,
personally appeared Robert G. Harris who acknowledged
himself to be the President of Green Valley Country
Club Vistas Property Owners' Association, and as such, being
authorized to do so, executed the foregoing instrument for
the purposes contained therein.

Christine Carlson
Notary Public

My Commission Expires:
My Commission Expires June 10, 1986

STATE OF ARIZONA)
) ss.
COUNTY OF PIMA)

Before me this 28 day of March, 1983, personally
appeared Jean Browning who acknowledged herself to
be the Secretary of Green Valley Country Club Vistas
Property Owners' Association, and as such, being authorized
to do so, executed the foregoing instrument for the purposes
contained therein.

Rebecca To Moss
Notary Public

My Commission Expires:
My Commission Expires Jan. 25, 1987

EXHIBIT "A"

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION OF
GREEN VALLEY COUNTRY CLUB VISTAS
PROPERTY OWNERS' ASSOCIATION.

ARTICLES II through XX, inclusive, of the Articles of Incorporation of Green Valley Country Club Vistas Property Owners' Association are deleted in their entirety and the following are substituted in their place and stead:

"ARTICLE II
NAME

The name of the corporation shall be GREEN VALLEY COUNTRY CLUB VISTAS I PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE III
PLACE OF BUSINESS

The principal place of business of the corporation shall be Green Valley, Arizona 85614.

ARTICLE IV
EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V
OBJECT OF CORPORATION

Section One: The object of the corporation is to give effect to any valid conditions and restrictions of record affecting that certain subdivision in Pima County, Arizona, designated Green Valley Country Club Vistas, Lots 1 through 229, inclusive (also sometimes hereinafter referred to as "Green Valley Country Club Vistas I"), and to perform the functions, the duties, and exercise all powers not prohibited by law to a non-profit corporation, all powers which may be deemed by its officers and directors to be necessary to its objects and purposes and all powers which may reasonably be implied from the above language, having the same powers in all such respects as an individual might have.

Section Two: The corporation may, insofar as permitted by law, establish, modify, alter and enforce such rules and regulations as may be necessary to promote and sustain the stated objects and purposes for which this corporation is organized, provided that no such rule or regulation may abrogate any covenant, condition or restriction imposed on any property by the Declaration or any operative deed restrictions.

ARTICLE VI MEMBERSHIP

Section One: There shall be no capital stock of the corporation; participation shall be limited to membership in the corporation as provided for in Section Two of this Article.

Section Two: Every Owner of any Lot or Lots within the Green Valley Country Club Vistas Lots 1 through 229, inclusive, as recorded in Book 21 at page 47 of Maps and Plats, Office of the Pima County Recorder, Pima County, Arizona, shall be a member.

Section Three: Each member in good standing shall be entitled to one vote for each Lot owned provided that if more than one member is the owner of a single Lot, said joint owners shall be entitled to one vote as they determine. Fractional votes shall not be recognized.

Section Four: The rights and privileges of membership are subject to the payment of assessments levied by the corporation, the obligation of which is imposed against each owner of, and becomes a lien upon, the property against which such assessments are made as provided by the Declaration.

Section Five: The rights and privileges of a member shall be automatically suspended, and the member shall be deemed not in good standing, when any assessment is delinquent for more than thirty (30) days. However, upon payment of such assessments, together with reasonable costs of collection, interest and attorney's fees either assessed by the Board of Directors or imposed by the court, the member shall become a member in good standing and his rights and privileges shall be automatically restored.

ARTICLE VII BOARD OF DIRECTORS

Section One: The affairs of this corporation shall be conducted by a Board of Directors consisting of nine (9) persons elected by the members of the corporation. Except for certain members of the first Board of Directors specified below Directors elected or appointed to fill

vacancies and unexpired terms, each member shall serve for a term of three (3) years. Each regular election shall be held at the annual meeting of the corporation. Any vacancy on the Board of Directors occurring between annual meetings shall be filled by a majority vote of the remaining members of the Board.

Section Two: The first election of Directors was held April 16, 1974. Their names and terms of office are as given below:

<u>Name</u>	<u>Term of Office</u>
1. Nancy H. Doonan	Until January, 1975
2. Hubert E. Ruessman	Until January, 1975
3. Treval C. Powers	Until January, 1975
4. Kathryn R. Abrams	Until January, 1975
5. Earl W. Cartwright	Until January, 1976
6. Frederick L. Cuneo	Until January, 1976
7. William H. Smith	Until January, 1977
8. Virginia K. George	Until January, 1977
9. Dr. Richard K. Collins	Until January, 1977

ARTICLE VIII OFFICERS

The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer and such other officers as may be determined from time to time by the Board of Directors of the corporation.

The officers of the corporation shall be elected by the Board of Directors from the members of the Board of Directors at the annual meeting of the Board of Directors. Vacancies occurring between annual meetings shall be filled at a special meeting of the Board.

ARTICLE IX LIABILITY

The maximum amount of indebtedness or liability, direct or contingent, to which the corporation may be subject shall be Five Thousand Dollars (\$5,000.00).

ARTICLE X ORGANIZED NOT FOR PROFIT

This corporation is not organized with pecuniary profit as its object and the members thereof shall have no individual or separate interests in any of the property, assets or profits of the corporation. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 528

under the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Service Law.

ARTICLE XI
LIMITATION OF LIABILITY

The property of the members, officers and directors of the corporation shall forever be exempt from corporate debts and no member, officer or director shall be individually liable or responsible for any debts or liabilities of the corporation.

ARTICLE XII
AMENDMENT OF ARTICLES OF INCORPORATION

The Articles of this corporation may be amended at either an annual or special meeting of members by a two-thirds (2/3) vote of the members present in person or by proxy provided that no amendment shall be in conflict with the applicable deed restrictions or the Declaration.

ARTICLE XIII
AMENDMENTS OF BYLAWS

The Bylaws of this corporation may be amended at either a special or annual meeting of the members by a two-thirds (2/3) vote of the members present in person or by proxy, and no amendment of the Bylaws shall be in conflict with these Articles of Incorporation or with the Declaration or applicable deed restrictions.

ARTICLE XIV
QUORUM REQUIREMENTS

The quorum required for any action of the corporation shall be composed of one-fifth (1/5) of the current membership present, in person or by proxy, at either the annual or a special meeting, or such other requirement as set forth in the Declaration. Proxy votes shall be legal for all business of the corporation.

ARTICLE XV
STATUTORY AGENT

John R. Even, 120 West Broadway, Suite 370, Tucson, Arizona 85701, who has been a bona fide resident of the State of Arizona for at least three (3) years, is hereby appointed Statutory Agent of the corporation for the State of Arizona. The Board of Directors may at its option revoke such appointment and shall have the power to fill such vacancy.

ARTICLE XVI
DECLARATION

'Declaration' shall mean and refer to the Declaration of Covenants, Conditions and Restrictions of Green Valley Country Club Vistas adopted by the members on February 15, 1983, as the same may be amended from time to time. The names, words and phrases used herein shall have the same meaning as set forth in the Declaration, and the definitions therein contained are hereby incorporated herein by this reference.

ARTICLE XVII
INCONSISTENCIES

In the event that any part or provisions of these Articles of Incorporation are in conflict or inconsistent with the Declaration, the terms and provisions of the Declaration shall prevail and supersede such conflicting or inconsistent provisions hereof."