



ARIZONA CORPORATION COMMISSION
Powering Arizona's Future

Corporations Division

COMMISSIONERS

Chairman, Robert "Bob" Burns
Andy Tobin
Boyd Dunn
Sandra D. Kennedy
Justin Olson

CORPORATIONS DIVISION – RECORDS SECTION
1300 W WASHINGTON
PHOENIX, ARIZONA 85007-2929
FAX NUMBER (602) 542-3414
FAX TRANSMITTAL SHEET

DATE: 3/9/2020

TO: Rick Abbott

COMPANY/DIVISION: Arizona Corporation Commission / Records

FROM: Jeff Miller

REMARKS: Records request for (ROUND HILL CLUB OWNERS ASSOCIATION - 01361729)

TOTAL NUMBER OF PAGES INCLUDING TRANSMITTAL SHEET: 13

FAX NUMBER: (480) 507 - 2822

FOLLOW-UP NUMBER: ()

QUICK RECEIPT

Arizona Corporation Commission
 Receipt Number:202003090745197
 Receipt Date: 03/09/2020 08:16AM
 User: JEFFERY MILLER

Date Printed: 03/09/2020

The following details your transaction(s):

Payment Submitted:

| Payment Type | Check/Ref No. | Amount |
|----------------------|---------------|-----------------|
| Check | 926 | \$ 10.00 |
| Total Amount: | | \$ 10.00 |

Transactions posted to this receipt:

| Entity Name | Document Type | Transaction Amount | Expedite Amount | Waived Document Amount | Waived Expedite Amount | Total Transaction Amount |
|------------------------------------|---|--------------------|-----------------|------------------------|-----------------------------|--------------------------|
| ROUND HILL CLUB OWNERS ASSOCIATION | Records Request - Certified Copies - Corporations | \$ 10.00 | \$ 0.00 | \$ 0.00 | \$ 0.00 | \$ 10.00 |
| | | | | | Total Amount: | \$ 10.00 |
| | | | | | Total Waived Amount: | \$ 0.00 |

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, 2/10/1981

consisting of 10 pages, is a true and complete copy of the original of said document on file with this office for:

**ROUND HILL CLUB OWNERS ASSOCIATION
ACC file number: 01361729**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this 9 Day of March, 2020 A.D.



Matthew Neubert, Executive Director

By:
JEFFERY MILLER

ARTICLE I

ARTICLES OF INCORPORATION
OF
ROUND HILL CLUB OWNERS ASSOCIATION

John F. ...
72

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned persons have this day associated themselves together for the purpose of forming a corporation under and pursuant to the rules of the State of Arizona, and for that purpose hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

ROUND HILL CLUB OWNERS ASSOCIATION.

ARTICLE II

This corporation is organized pursuant to the general nonprofit corporation laws of the State of Arizona. ✓

ARTICLE III

The names and post office addresses of the incorporators are as follows:

- Richard D. Curtis 6710 E. Camelback Rd., #118
Scottsdale, AZ 85251
- Richard Bliss 5208 Metcalf
Overland Park, Kansas 66202
- Thomas A. Kennelly 4841 North Scottsdale Rd.
Scottsdale, AZ 85251

All powers, duties and responsibilities of the Incorporators shall cease at the time of the delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

ARTICLE IV

The number of directors of this corporation to act initially shall be three (3), but such number may be changed as provided in the Bylaws of the corporation. The following persons were elected to serve as directors until the election

of their successors:

| | |
|--------------------|---|
| Richard D. Curtis | 6710 E. Camelback Rd., #118 Scottsdale, AZ 85251 |
| Richard Bliss | 9280 Metcalf Overland Park, Kansas 662 |
| Thomas A. Kennelly | 4841 North Scottsdale Rd. Scottsdale, AZ 85251 |

ARTICLE V

The principal place of business of the corporation shall be in the County of Maricopa, State of Arizona, but the Corporation may establish other offices and engage in business elsewhere within and without the State of Arizona and hold its meetings at such places as the Bylaws may provide.

ARTICLE VI

The general nature of the business to be transacted and the objective purposes of the corporation shall be as follows:

A. To maintain architectural control over and to own, operate and/or maintain certain property and improvements to be used in common by and for the benefit of the owners of residences constructed within the following described premises:

ROUND HILL CLUB AND TOWNHOMES,
according to an Amended Plat
thereof recorded in the Office of
the Maricopa County Recorder in
Book 223 of Maps, at page 8
thereof.

B. To enable the financing of construction of such residences and restricted common elements with or without the assistance of mortgage insurance under the National Housing Act, with or without the assistance of the Federal National Mortgage Association or the Government National Mortgage Association.

C. To accept such property and improvements as may be conveyed to the Corporation and to maintain and otherwise

manage landscaping, parking areas, easements, rights of way, walk areas, restricted common areas, recreational areas and facilities upon or contiguous to such property, whether or owned by the corporation. To pay all taxes and assessments any, which may be properly acquired or owned by the Corporation. To repair, maintain, rehabilitate and restore the real property and any improvements located thereon; to impress liens against the individual residence units and their interests in the restricted common areas and elements appurtenant thereto, to secure the payment of obligations due from the owners thereof to the corporation and to collect, foreclose or otherwise enforce, compromise, release, satisfy and discharge said demands, and to do all other acts necessary to the filing, maintenance and discharge of said liens; to take any action necessary to enforce the covenants, restrictions, reservations and conditions which at the present or in the future affect said property described in Article VI, paragraph A above, either by recording Restrictions, Bylaws of the corporation, rules and regulations of the corporation, or in any other way created; and in addition thereto, to do any and all lawful things and acts which the corporation, at any time, and from time to time, shall, in its discretion deem to be in the best interests of the members of the corporation, and to pay all costs and expenses in connection therewith and in connection with any and all of the purposes of the corporation, and further, to do any and all lawful things which may be advisable, proper, authorized or permitted to be done by the corporation under and by virtue of any condition, covenant, restriction, reservation, charge or assessment affecting said property, or any portion thereof, and to do and perform any and all acts which may be necessary for or incidental to the exercise of any of the foregoing powers, or for the peace,

health, comfort, safety or general welfare of the members of the corporation, and further, to do any and all things and exercise all rights and powers permitted to non-profit corporations under the laws of the State of Arizona, including the power to mortgage or encumber any property owned by it.

D. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Maricopa County Recorder's office, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length :

E. To borrow and loan money, and give, take and hold security and collateral; to execute, make and issue and take and receive notes, bonds, debentures, mortgages, pledges and other evidences of indebtedness and security, of any and all kinds whatsoever, in furtherance of any and all of the objects of its business.

F. To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer.

G. To make contracts of all kinds and descriptions with third parties, firms and corporations; to make contracts with any of the officers, directors, members of the corporation or employees of this corporation, individually or otherwise and without limitation, restriction or prejudice, which contracts

shall be considered and construed on the same basis as contracts with third persons, all in furtherance of the organization, management, operation, projects or purposes of the corporation.

H. To do and perform any and all acts and things and to transact any business, not inconsistent with law, which may be necessary, incidental to or convenient in carrying out any of the business or purposes of the corporation.

ARTICLE VII

The corporation shall be a non-stock corporation and shall be owned equally by its members, and no dividends or pecuniary profits shall be paid to its members. Membership in this corporation shall be regulated by the Bylaws. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

The Association shall have two classes of voting membership as follows:

Class A. Class A members shall be all owners, with the exception of Round Hill Townhouses, an Arizona joint venture, and shall be entitled to one vote for each Parcel owned. When more than one person holds an interest in any Parcel, all such persons shall exercise the vote as they among themselves determine, but in no event shall more than one vote be cast with respect to any Parcel.

Class B. The Class B member shall be Round Hill Townhouses, an Arizona joint venture, and shall be entitled to 59 votes. 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 the Class B member has sold the last of the 57 available lots; or
- (b) January 1, 1985.

ARTICLE VIII

The time of commencement of this corporation shall be the date upon which the Arizona Corporation Commission shall accept these articles for filing and the life of the

corporation shall be perpetual to the extent permitted by the laws of the State of Arizona.

ARTICLE IX

The affairs of the corporation shall be conducted by Board of Directors consisting of not less than three (3) nor more than nine (9) members, as may be established from time to time as provided for in the Bylaws of the corporation, and such other officers as the Board of Directors may select from time to time, including a President, a Vice President, a Secretary and a Treasurer. The same person may hold any two offices, except that the President may not at the same time hold the office of Vice President or of Secretary.

The Directors shall be elected by the members of the corporation as provided for in the Bylaws of this corporation.

ARTICLE X

Any indebtedness or liability, direct or contingent, must be authorized by an affirmative vote of a majority of the votes cast by the members of the Board of Directors at the lawfully held meeting, and to the extent required by the laws of the State of Arizona, be approved by the Arizona Corporation Commission.

ARTICLE XI

The private property of each and every officer, director and member of the corporation shall at all times be exempt from all debts and liabilities of the corporation.

ARTICLE XII

This corporation hereby appoints BARRY SPACK, 6900 East Camelback Road, Suite 800, Scottsdale, Arizona, 85251, who is now and has been for more than three years last past, a bona fide resident of the State of Arizona, as its lawful statutory agent, upon whom all notice and processes, including service of summons, may be served, and which, when so served, shall be

lawful, personal service upon this corporation. The Directors may, at any time, appoint another agent for such purpose, and the filing of such other appointment shall revoke this or any other previous appointment of such agent.

ARTICLE III

The first annual meeting of the members of the corporation shall be held within sixty (60) days after the builder has constructed and conveyed one hundred percent (100%) of the total number of residence units to be constructed within the premises described in Article VI hereof, or within sixty (60) days after January 1, 1985, whichever is sooner. The exact date, time and place of the first annual meeting shall be as established by the Board of Directors. Thereafter, the annual meetings of the members of the corporation shall be on the first Wednesday in March of each year, or as specified by the Bylaws of this corporation, duly adopted or amended which date shall take precedence over the date mentioned herein without the necessity of amendment of the Articles. The annual meetings of the Board of Directors and the members of the corporation shall be held at the office of the corporation or such other office or offices at such other places as may be designated by the Board of Directors.

ARTICLE IV

These Articles of Incorporation may be amended by unanimous vote of Incorporators, or by the affirmative vote of not less than three-fourths (3/4) of the members of the Board of Directors, or by the affirmative vote of a majority of the members of the corporation. However, no amendment shall be made which would in any manner be deemed to be in conflict with or contrary to the terms of any promissory note, mortgage, regulatory agreement, document and/or instrument executed by the corporation in obtaining insurance under the National

Housing Act, or contrary to any terms or provisions of any recorded covenants, conditions and restrictions applicable to the premises described in Article VI hereof.

IN WITNESS WHEREOF, the undersigned persons have hereunto set their hands this 14th day of February, 1980.

[Signature]
Richard D. Curtis

[Signature]
Richard Bliss

[Signature]
Thomas A. Kennally

STATE OF ARIZONA)
County of Maricopa) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of February, 1980, by RICHARD D. CURTIS.

[Signature]
Notary Public

My Commission Expires:
11-1-81

STATE OF ~~ARIZONA~~ ^{Kansas})
County of ~~Maricopa~~ ^{Tombson}) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of JANUARY, ¹⁹⁸¹ 1980, by RICHARD BLISS.

[Signature]
Notary Public

My Commission Expires:
*- Appointment Expires Sept. 28, 1984

STATE OF ARIZONA
County of Maricopa

)
)ss.

THE FOREGOING INSTRUMENT was acknowledged before
this 5th day of ~~January~~ ^{February}, 1981, by THOMAS A KENNELLY.

Michael W. Kelly
Notary Public

My Commission Expires:
2-3-89

ARIZONA CORPORATE COMMISSION
INCORPORATING DIVISION

Phoenix Address: 2222 West Camelback Blvd.,
Phoenix, Arizona 85009

Tucson Address: 415 West Congress Street
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-128 & 10-128.01

ROUND HILL CLUB OWNERS ASSOCIATION
THEY COMPLETE THIS

Check appropriate boxes) Yes, No, or N/A

THE UNDERSIGNED CERTIFY THAT:

- A. No person serving either by election or appointment as officers, directors, incorporators and persons controlling or holding more than 10% of the issued and outstanding common shares or of any other property, beneficial or membership interest in the corporation:
- have been convicted of a felony involving a transaction in this state, another state or territory in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
 - have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restriction of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
 - 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:
 - Involved the violation of fraud or registration provisions of the securities laws of this jurisdiction; or
 - Involved the violation of the consumer fraud laws of this jurisdiction; or
 - Involved the violation of the antitrust or restraint of trade laws of this 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:

- Full name and prior names used.
- Full birth name.
- Present home address.
- Prior address (for immediate preceding 7 year period).
- Date and location of birth.
- Social Security number.
- The nature and description of each conviction or judicial action, the date and location, the court and public agency involved and the title of each statute of the state.

C. No person is serving 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, has 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**

If your answer to the above question is "Yes", you must attach the following information, for each corporation:

- Full name and address of corporation.
- Full name, including alias and address of each person involved.
- State(s) in which the corporation:
 - Was incorporated;
 - Has transacted business.
- Date of corporate operation.
- A description of the bankruptcy, receivership or charter revocation, including the date, the court or agency involved, and the file or cause number of the case.

Under penalties of law, the undersigned 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: 12/31/2019
TITLE: Incorporator

DATE: 12/31/2019
TITLE: Incorporator