

Articles of Incorporation
of
Tempe Micro Estates Homeowners Association

The undersigned has this day executed the following for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Arizona and, for that purpose, does hereby adopt the following Articles of Incorporation.

1. Name:

The name of the corporation is “Tempe Micro Estates Homeowners Association” (hereinafter the “Association”).

2. Duration:

The period of duration of the Association shall be perpetual.

3. Principal Place of Business:

The principal place of business of the Association is 2106 East Apache Boulevard, Suite 112, Tempe, Arizona 85281.

4. Statutory Agent.

The name and address of the initial Statutory Agent for the Association is:

Newtown Community Development Corporation
2106 East Apache Boulevard
Suite 112
Tempe, Arizona 85281

5. Incorporator.

The name and address of the Incorporator is:

Newtown Community Development Corporation
2106 East Apache Boulevard, Suite 112
Tempe, Arizona 85281

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

6. Nonprofit Corporation.

The Association is organized as a nonprofit corporation under the laws of the State of Arizona.

7. Membership.

The Association shall have members and their voting rights shall be as provided in the Declaration of Covenants, Conditions, and Restrictions for Tempe Micro Estates (the “Declaration”).

8. Purpose and Powers.

The primary character of business that the Association intends to conduct in Arizona is the fulfillment of all its duties and responsibilities and the exercise of all its rights, powers, privileges, and prerogatives relating to the acquisition, construction, management, improvement, preservation, maintenance, and care of the Common Area, and all responsibilities within those certain tracts of property situated in the City of Tempe, which are more particularly described in the final plat for Tempe Micro Estates and the Declaration for said subdivision, as are, or may in the future be, recorded with the Maricopa County Recorder, and to promote the health, safety, and welfare of all of the residents within the above-described property according to the Declaration, which may be amended from time to time.

In furtherance of said purposes, the Association shall have the powers to perform all of the duties and obligations of the Association as set forth in the Declaration.

The Association shall have and exercise any and all powers, rights, and privileges which a corporation organized under the Arizona Nonprofit Corporation Act (ARS §10-3101 et seq.) (the "Act"), may now or hereafter have and exercise.

9. Board of Directors

The initial Board of Directors shall consist of three (3) directors. The number of directors and their manner of election will be governed by the Bylaws. The names and addresses of the persons who are to serve as the initial directors until the first election of directors or until their successors are elected or appointed according to the Bylaws are:

Stephanie Brewer
Newtown Community Development Corporation
2106 East Apache Boulevard
Suite 112
Tempe, Arizona 85281

David Crummey
Newtown Community Development Corporation
2106 East Apache Boulevard
Suite 112
Tempe, Arizona 85281

Betty Schaffer
Newtown Community Development Corporation
2106 East Apache Boulevard
Suite 112
Tempe, Arizona 85281

10. Indemnification.

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the Bylaws. The Association shall, to the fullest extent permitted by Arizona law, as the same exist or may be hereafter amended, indemnify any person made a party to any civil suit or criminal administrative or investigative action, by reason of the fact that he or she is or was a member, director, officer, employee, or agent of the Association against expenses, including attorney's fees, and judgements, fines, and amounts paid in settlement actually and reasonable incurred by him or her in connection with such action to the greatest extent allowed by law. The foregoing indemnification and advancement of expenses shall

be mandatory in all circumstances in which the indemnification and advancement of expenses to a director or officer of a corporation are permitted by law. Any repeal or modification of this Article 10 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.

11. Elimination of Director Liability

As set forth in the Act, each Director shall be immune from civil liability and shall not be subject to suit indirectly or by way of contribution for any act or omission resulting in damage or injury if said Director was acting in good faith and within the scope of his or her official capacity (which is any decision, act, or event undertaken by the Association in furtherance of the purpose and purposes for which it is organized), unless such damage or injury was caused by willful and wanton or grossly negligent conduct of the Director.

12. Conflict with Declaration

Tempe Micro Estates Homeowners Association is formed and shall exist pursuant to and for the purpose of effectuating the provisions of the Declaration. In the event of any inconsistency between the terms of the Declaration and the terms of these Articles, as may be amended from time to time, the terms of the Declaration shall control.


13. Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all obligations of the Corporation, dispose of all its assets exclusively for the purposes of the Corporation in such a manner or to such organizations operated exclusively for charitable, educational, religious or scientific purpose as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principle office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

14. Discrimination

The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, gender identity, religion, or physical handicap or disability.

In witness whereof, the undersigned incorporator has executed these Articles this fifth day of May, 2021.

By: 
Newtown CDC, Incorporator
Stephanie Brewer, Executive Director



Corporations Division

COMMISSIONERS

Lea Márquez Peterson - Chairwoman
 Sandra D. Kennedy
 Justin Olson
 Anna Tovar
 Jim O'Connor

Date: 5/17/2021

Delivered via: Email

Allen Carlson

RE: Entity Name: Tempe Micro Estates Homeowners
ACC File Number: 23220262
ACC Order Number: 202105121245922
Document Received Date: 05/12/2021

We are pleased to notify you that the Articles of Incorporation - Nonprofit submitted for the above-referenced entity have or has been APPROVED for filing.

If the known place of business of the corporation is NOT in Maricopa County or Pima County, the document must be published. The publication must be completed within 60 days after 5/17/2021, which is the date the ACC approved the document for filing, and must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of acceptable newspapers in each county is available on the ACC website at <http://azcc.gov/docs/default-source/corps-files/newspaper-list-for-publishing.pdf>. You may receive an Affidavit of Publication from the newspaper that may be filed with the ACC, but filing it is not mandatory.

If the known place of business of the corporation is in Maricopa County or Pima County, the Commission has already posted notice of the approved document on its website at <http://ecorp.azcc.gov/publicnotice/index>. This posting by the Commission satisfies the statutory requirement for public notice, and no further action on your part is required in order to satisfy the notice requirement. You may, however, choose to provide additional public notice by publishing a copy of the approved document in a newspaper. If you choose to publish, the publication must be completed within 60 days after 5/17/2021, which is the date the ACC approved the document for filing, and must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of acceptable newspapers in each county is available on the ACC website at <http://azcc.gov/docs/default-source/corps-files/newspaper-list-for-publishing.pdf>.

IMPORTANT: Corporations are required by statute to file an Annual Report with the ACC once each year. Your Annual Report is due on 05/06/2022 and on the anniversary of that date each subsequent year. Annual Reports can be submitted electronically through the ACC website. It is the corporation's sole responsibility to file its Annual Report on or before the due date each year. If the corporation provided an entity email address, it will receive an email reminder at that email address to file the annual report.

Individual users who have created user accounts on our website and who have associated the corporation to that account through the "My Entities" section will also receive an email reminder. Whether or not the corporation or any individual user requests or receives any email reminder, however, if the corporation fails to file its Annual Report by the due date, penalties will accrue and the corporation will be subject to being administratively dissolved.

Corporations are required by statute to notify the ACC immediately, in writing, of any change in address or statutory agent information. Forms are available on the ACC website to make address and statutory agent changes. Failure to notify the ACC of such changes may subject the corporation to being administratively dissolved. A forwarding order placed with the U.S. Postal Service is not sufficient to change addresses on file with the ACC. (Foreign corporations have additional filing requirements under A.R.S. § 10-1504 or § 10-11504 for other types of changes – see the statute for details.)

The Corporations Division strongly recommends that you periodically monitor your corporation's public record, which can be viewed at ecorp.azcc.gov. If you have questions or for further information, contact Customer Service at 602-542-3026, or, within Arizona only, 800-345-5819.

Division Director Tanya Gibson
 1300 W. Washington Street, Phoenix, AZ 85007 | 602-542-3026 | azcc.gov