

EXPEDITED
AZ CORP COMMISSION

FILED

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ARTICLES OF INCORPORATION

APPR. DATE APPR. 10-1-2002

OF

TERM _____

DATE _____ TIME _____

LEGEND RANCH PROPERTY OWNERS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned persons whose residences are set forth hereinbelow, do hereby adopt these Articles of Incorporation of and for Legend Ranch Property Owners Association, Inc., a non-profit corporation.

ARTICLE I

The name of this corporation is Legend Ranch Property Owners Association, Inc.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Arizona as they may be amended from time to time, and specifically, but not in limitation thereof, for those purposes as set forth in the Declaration of Covenants, Conditions and Restrictions Affecting Real Property for Legend Ranch in Golden Valley, as recorded in Mohave County, Arizona Recorder's office, together with any amendments, supplements, modifications and restatements thereof, and do all other things necessary, appropriate, or convenient in furtherance of its operation as a property owners association, and in accordance with the said Covenants, Conditions and Restrictions and these Articles, the Bylaws, and any adopted rules and regulations.

PAID

ARTICLE IV

The corporation initially intends to conduct the business of a property owners association.

ARTICLE V

The name and address of the initial statutory agent of the corporation shall be Michael P. Sawhill, 4425 N. 24th Street, Suite 125, Phoenix, Arizona 85016.

ARTICLE VI

The number of Directors constituting the initial Board of Directors is 3 and their names and addresses are set forth below; said initial Directors shall serve as Directors until the first annual election of Directors or until their successors are elected and qualified. Excepting for the initial Board of Directors, the affairs of the corporation shall be managed by a Board of not less than 3 or more than 5 Directors as set by the Bylaws.

Ben F. Brooks II
4425 N. 24th Street
Phoenix, AZ 85016

Michael P. Sawhill
4425 N. 24th Street
Phoenix, AZ 85016

Ben Brooks III
4425 N. 24th Street
Phoenix, AZ 85016

ARTICLE VII

The names and addresses of the initial incorporator is as set forth below.

Michael Sawhill
4425 N. 24th Street
Phoenix, AZ 85016

ARTICLE VIII

Membership in this corporation shall be limited solely to those individuals owning, or purchasing under contract, one or more parcels within the area known as Legend Ranch in Golden Valley. The corporation may issue one certificate evidencing membership to such owner or owners of record or contract purchasers of each parcel within the above-described property. In the event any parcel within the above-described property is owned or is being purchased by two or more persons, a single certificate shall be issued in the names of the multiple owners, who shall all be members. Each certificate shall have the rights, privileges, limitations, prohibitions, restrictions, and other attributes and shall be issued on such terms and at such times as provided by said Declaration of Covenants, Conditions and Restrictions for the Legend Ranch in Golden Valley, and the Bylaws and Rules and Regulation of this corporation. Failure to issue the certificate shall not abridge the provisions of this Article.

The corporation shall have two classes of voting, each parcel owner shall be entitled to one vote for each parcel owned (whether an original Result of Survey or a subsequently Divided Parcel, as defined in said Declaration of Covenants, Conditions and Restrictions), except Declarant, who shall be entitled to 10 votes for each parcel owned. When there is more than one owner of a parcel, all such persons shall be members, but the vote for such parcel shall be exercised as they among themselves unanimously determine. In the event of non-agreement among the owners, the vote for the parcel shall not be accepted. Unless otherwise provided for herein, all action shall be by a majority

ARTICLE IX

These Articles of Incorporation may be amended by the vote or written assent of members representing sixty-six and 2/3 percent (66 2/3%) of the total voting power of the Association, provided, however, that as to particular matters as set forth in the Declaration of Covenants, Conditions and Restrictions, the percentage of the voting power necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause or provision.

ARTICLE X

The liability of Directors for their acts is limited to the fullest extent allowed by law.

IN WITNESS WHEREOF, we have hereunto set our hands on the 1st day of October, 2002.

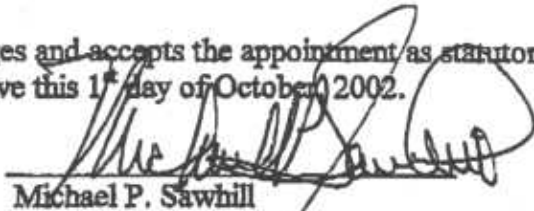
A handwritten signature in black ink, appearing to read "Michael P. Sawhill", written in a cursive style.

Michael P. Sawhill, Incorporator

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 1st day of October 2002.

Signed


Michael P. Sawhill