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AZ. CORP. COMMISSION
FOR THE STATE OF AZ
FILED

JUN 5 12 02 PM '97

ARTICLES OF INCORPORATION
OF
PEDREGAL HOMEOWNERS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Arizona and do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME: The name of the Corporation is PEDREGAL HOMEOWNERS ASSOCIATION, INC..

ARTICLE II

INCORPORATOR: The name and address of the incorporator is:

Rodrigo Diaz-Brown.
1636 N. Swan Road, Suite 206
Tucson, Arizona 85712

ARTICLE III

PURPOSE: The purpose for which this Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of Arizona, as they may be amended from time to time.

ARTICLE IV

CHARACTER OF AFFAIRS: The Corporation intends to conduct the business of collecting periodic homeowners dues and using said monies to maintain and improve the common areas of "Pedregal", a subdivision of Pima County, Arizona.

ARTICLE V

No part of the net earning of the corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article 4. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not

carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

ARTICLE VI

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Laws) 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 principal 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.

ARTICLE VII

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

ARTICLE VIII

STATUTORY AGENT: The name and address of the statutory agent of the Corporation is:

Myrna Grijalva
1636 N. Swan Road, Suite 206
Tucson, Arizona 85712

ARTICLE IX

BOARD OF DIRECTORS: There shall be no less than three (3) Directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of Directors or until their successors are elected and qualified are:

Rodrigo Diaz-Brown	1636 N. Swan Road, Suite 206, Tucson, Arizona 85712
Myrna Grijalva	1636 N. Swan Road, Suite 206, Tucson, Arizona 85712
William Ridenour	1608 W. Wetmore Road, Tucson, Arizona 85705

ARTICLE X

KNOWN PLACE OF BUSINESS: Until such time as the Corporation is turned over to the dwelling owners in "Pedregal", the street address of the known place of business of the Corporation is:

Pedregal Homeowners Association, Inc,
1636 N. Swan Road, Suite 206
Tucson, Arizona 85712

EXECUTED ~~this~~ 5 JUNE ~~day of May~~, 1997 by the incorporator.

Rodrigo Diaz-Brown

Acceptance of Appointment By Statutory Agent

I Myrna Grajalva, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed, or resignation is submitted in accordance with the Arizona Revised Statutes.

Myrna Grajalva 6-5-97
Myrna Grajalva Date

STATE OF ARIZONA)
)
COUNTY OF PIMA)

This instrument was acknowledged to before me on this 5 JUNE day of ~~May~~, 1997, by Rodrigo Diaz-Brown and Myrna Grajalva.

My Commission Expires Nov. 17, 1997