

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
PINE MEADOWS HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE I
NAME**

The name of the corporation is Pine Meadows Homeowners Association, Inc.

**ARTICLE II
KNOWN PLACE OF BUSINESS**

The known place of business of the Association shall be located at 7301 N. 16th Street, Suite 102, Phoenix, AZ 85020, or such other address as may be on record with the Arizona Corporation Commission.

**ARTICLE III
STATUTORY AGENT**

Matthew K. Donovan, whose address is 7301 N. 16th Street, Suite 102, Phoenix, AZ 85020, and who is a resident of the State of Arizona, is the statutory agent for the Corporation and shall continue to serve as statutory agent until his resignation, removal or replacement.

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

The Association is organized as a nonprofit corporation under the Arizona Nonprofit Corporation Act. The object and purpose for which the Association is organized is to provide for management, maintenance and repair of the Common Area, along with administration and enforcement of the Association's Governing Documents. In furtherance of, and in order to accomplish the foregoing object and purpose, the Association may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as amended from time to time, and may exercise all powers granted to the Association by the Governing Documents or by the laws of the State of Arizona governing nonprofit corporations.

**ARTICLE V
CHARACTER OF BUSINESS**

The character of the business which the Association intends to conduct in Arizona is to provide for the management, maintenance and care of the Common Area and to exercise and perform such other powers and duties as are imposed upon or granted to the Association under the Governing Documents and/or applicable Arizona law.

ARTICLE VI
MEMBERSHIP AND VOTING RIGHTS

The Members of the Association shall be the Lot Owners. All Lot Owners shall be mandatory members of the Association, and no Member shall have the right to resign as a member of the Association. By acquiring fee title to or otherwise becoming the Owner of a Lot, a person consents to becoming a Member of the Association. Each Lot Owner shall have such rights, privileges and votes in the Association as are set forth in the Governing Documents.

ARTICLE VII
BOARD OF DIRECTORS

The number of directors constituting the Board of Directors shall be five (5). The name(s) and address(es) of the current director(s) are set forth below:

Jeff Ford	2230 Eagle Lane, Overgaard, AZ 85933
Joe Studnek	2240 Fairway Dr., Overgaard, AZ 85933
Kelli Sheppherd	2225 Country Club Dr., Overgaard, AZ 85933
Matthew Donovan	2253 Bogey Place, Overgaard, AZ 85933
Nicholas Debenedetto	2233 Birdie Way, Overgaard, AZ 85933

ARTICLE VIII
OFFICERS

The current Officers of the Association are set forth below:

Jeff Ford	President
Matthew Donovan	Treasurer
Kelli Sheppherd	Secretary

ARTICLE IX
LIMITATION ON LIABILITY OF DIRECTORS

The personal liability of a director of the Association to the Association or its Members for money damages for any action taken or any failure to take any action as a director is hereby eliminated to the fullest extent permitted by the Arizona Nonprofit Corporation Act, as amended from time to time. Any repeal or modification of this Article IX shall be prospective only and shall not adversely affect the personal liability of a director or prior director for any act or omission occurring prior to the effective date of such repeal or modification.

ARTICLE X
DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by Members holding not less than eighty percent (80%) of the eligible votes.

ARTICLE XI
AMENDMENTS

These Articles may be amended by a majority vote of the Board of Directors.

ARTICLE XII
INDEMNIFICATION

The Association shall indemnify any person made a party to any civil suit or criminal, administrative or investigative action, other than an action by or in the right of the Association, by reason of the fact that he is or was a member, director, officer, employee or agent of the Association against expenses, including attorneys' fees, and judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, if he acted, or failed to act, in good faith and he reasonably believed (a) in the case of conduct in an official capacity with the Association, that the conduct was in its best interest, (b) in all other cases, that the conduct was at least not opposed to its best interests and (c) in the case of any criminal action or proceeding, that he had no reasonable cause to believe the conduct was unlawful. Any indemnification of the members, directors, officers, employees or agents of the Association shall be governed by and made in accordance with the Arizona Nonprofit Corporation Act. Any repeal or modification of this Article XII 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 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.

ARTICLE XIII
DURATION

The Corporation shall exist perpetually.

Dated this _____ day of _____, 2025.

Signature: _____

Print Name: _____
President of the Board of Directors

ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for this corporation, hereby accepts such appointment and agrees to act in that capacity until removal or resignation is submitted in accordance with applicable provisions of the Arizona Revised Statutes.

Dated this ____ day of _____, 2025.

Matthew K. Donovan