

# STATE OF ARIZONA



**Office of the  
CORPORATION COMMISSION**

**CERTIFICATE OF GOOD STANDING**

I, the undersigned Executive Director of the Arizona Corporation Commission, do hereby certify that:

**SUN LAKES HOMEOWNERS ASSOCIATION NO. 2, INC.**

ACC file number: 01465735

was incorporated under the laws of the State of Arizona on 04/20/1982;

That all annual reports owed to date by said corporation have been filed or delivered for filing, and all annual filing fees owed to date have been paid; and

That, according to the records of the Arizona Corporation Commission, said corporation is in good standing in the State of Arizona as of the date this Certificate is issued.

This Certificate relates only to the legal existence of the above named entity as of the date this Certificate is issued, and is not an endorsement, recommendation, or approval of the entity's condition, business activities, affairs, or practices.

IN WITNESS WHEREOF, I have hereunto set my hand, affixed the official seal of the Arizona Corporation Commission, and issued this Certificate on this date: 06/02/2022



*Matthew Neubert*

**Matthew Neubert, Executive Director**

STATE OF ARIZONA  
ARTICLES OF AMENDMENT  
OF  
SUN LAKES HOMEOWNERS ASSOCIATION NO. 2, INC.

Sun Lakes Homeowners Association No. 2, Inc., an Arizona nonprofit corporation (the "Corporation"), hereby adopts the following Articles of Amendment pursuant to Arizona Revised Statutes, Sections 10-1101 through 10-11007:

1. The name of the Corporation is Sun Lakes Homeowners Association No. 2, Inc.
2. The amendments to the Articles of Incorporation of the Corporation are set forth on Exhibit A attached hereto. The Amended and Restated Articles of Incorporation attached hereto as Exhibit A shall supersede in their entirety the initial Articles of Incorporation of the Corporation and all prior amendments thereto.
3. The amendments to the Articles of Incorporation of the Corporation set forth on Exhibit A attached hereto were adopted on April 28, 2004.
4. The amendments to the Articles of Incorporation set forth on Exhibit A attached hereto were duly adopted by the act of the members of the Corporation.

Dated this 28th day of April, 2004.

SUN LAKES HOMEOWNERS ASSOCIATION  
NO. 2, INC., an Arizona nonprofit corporation

By: \_\_\_\_\_

Phil Wynn  
Its: President

By: \_\_\_\_\_

Pat Schneider  
Its: Secretary

## EXHIBIT A

### AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SUN LAKES HOMEOWNERS ASSOCIATION NO. 2, INC.

#### ARTICLE I. NAME

The name of this Corporation shall be Sun Lakes Homeowners Association No. 2, Inc.

#### ARTICLE II. DURATION

The terms of existence of this Corporation will be perpetual.

#### ARTICLE III. PURPOSE AND CHARACTER OF AFFAIRS

This Corporation, hereafter referred to as the "Association", shall be a nonprofit corporation and shall have no capital stock. No dividend of pecuniary profits shall be declared or paid to directors or officers thereof. The purpose for which the Association is formed includes, but shall not be limited to, the following:

A. To establish, own, operate, maintain and manage a private community with recreational and welfare facilities located within Units 10 through 26, Sun Lakes, Maricopa County, Arizona, according to the plats thereof of record (hereinafter referred to as "Sun Lakes No. 2"), in conformity with the Declarations of Covenants, Conditions and Restrictions for Units 10 through 26 of Sun Lakes No. 2 recorded with the County Recorder of Maricopa County, Arizona, as such Declarations may be amended from time to time (hereinafter referred to as the "CC&Rs").

B. To operate exclusively for social, recreational, educational, civic, cultural and charitable purposes and to perform the functions and exercise the powers granted to the Association by the CC&Rs, these Articles and the Bylaws of the Association.

C. To provide an entity for the furtherance of the interests of all homeowners in Sun Lakes No. 2 with the objective of establishing and maintaining it as a prime community of the highest possible quality and value and enhancing and protecting its value, desirability and attractiveness.

**ARTICLE IV.  
POWER**

The Association shall have all powers of a nonprofit corporation as set forth in Arizona Revised Statutes, Section 10-3302 and all other powers granted to the Association by the CC&Rs, these Articles or the Bylaws of the Association or otherwise necessary or convenient to effect the purposes of the Association, which powers shall include, but not be limited to:

- A. To make and collect assessments against members of the Association for the purpose of payment of the common expenses, including expenses incurred in exercising its power or of performing its functions.
- B. To manage, control, operate, maintain, repair and improve the common amenities and assets of Sun Lakes No. 2.
- C. To enforce the terms, covenants, restrictions, conditions, uses, limitations and obligations set forth in the CC&Rs, these Articles and the Bylaws, and to make and enforce rules and regulations as provided therein.
- D. To engage in activities, which will actively foster, promote and advance the interest of all members of the Association.
- E. To acquire by gift, purchase or otherwise, to own, hold, enjoy, lease, operate, maintain and to convey, sell, lease, transfer, mortgage, or otherwise encumber, dedicate for public use, or otherwise dispose of real or personal property in connection with the business of the Association.
- F. To borrow money, to mortgage, execute deeds of trust, or pledge any or all of its real or personal property as security for money borrowed or debts incurred, and to do any and all things the Association may lawfully do, and generally do, to perform the powers granted by the provision of the laws of The State of Arizona to a nonprofit corporation.

**ARTICLE V.  
MEMBERSHIP**

- A. Membership and voting shall extend to persons who are record owners, whether one or more persons or entities, of equitable or beneficial title (or legal title if same has merged) of any lot within Sun Lakes No. 2. No person or corporation taking title as security for payment of money or the performance of any obligation shall thereby become entitled to membership. The owner or owners of each such lot shall be entitled to one vote for each lot owned.
- B. Membership and voting rights in this Association shall automatically terminate when a member ceases to be record owner of equitable or beneficial title to any lot.

C. The Association may suspend the voting rights of a member for failure to comply with the rules and regulations of the Association, failure to pay assessments or other fees to the Association within thirty (30) days after such payment is due, or any other obligation of the member under the CC&Rs, the Bylaws or the Association's rules and regulations to impose other sanctions and penalties pursuant to Arizona Revised Statutes, Sections 33-1801 et seq.

## ARTICLE VI. BOARD OF DIRECTORS

A. The affairs of the Association shall be conducted, managed and controlled by a Board of Directors consisting of an odd number of not less than five (5) or more than nine (9) members in good standing of the Association, subject to the restrictions and limitations defined in the Bylaws.

B. The initial Board of Directors at the time of these Restated Articles of Incorporation shall be five (5).

C. The names of the Board of Directors at the time of this Restated Articles of Incorporation are:

Fred Haubold  
25630 Brentwood Drive  
Sun Lakes, Arizona 85248

Len Boyles  
25630 Brentwood Drive  
Sun Lakes, Arizona 85248

Pat Schneider  
25630 Brentwood Drive  
Sun Lakes, Arizona 85248

Ethel Wagner  
25630 Brentwood Drive  
Sun Lakes, Arizona 85248

Phil Wynn  
25630 Brentwood Drive  
Sun Lakes, Arizona 85248

**ARTICLE VII.  
LIMITATION LIABILITY OF DIRECTORS**

The personal liability of a Director of the Association to the Association or its Members for monetary damages, for breach of his fiduciary duties as a Director, is hereby limited to the extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time.

**ARTICLE VIII.  
THE STATUTORY AGENT FOR THE ASSOCIATION**

The General Manager – Robert Mariani  
25630 Brentwood Drive  
Sun Lakes, Arizona 85248

**ARTICLE IX.  
KNOWN PLACE OF BUSINESS**

The known place of business of the Association is as follows:

Sun Lakes Homeowners Association No. 2, Inc.  
25630 Brentwood Dr.  
Sun Lakes, Arizona 85248

**ARTICLE X.  
AMENDMENTS**

These Articles may be amended only by the affirmative vote of more than fifty percent (50%) of the votes cast by members with respect to the amendment; provided, however, that no vote to amend these Articles shall be effective unless the affirmative votes cast in favor of the amendment represent at least thirty percent (30%) of the total votes entitled to be cast by members of the Association.

ARTICLE XI.  
DISSOLUTION

In the event it is necessary to dissolve the Association, Articles of Dissolution will be presented to the membership for approval. The Articles of Dissolution shall require the approval of members entitled to cast at least seventy-five percent (75%) of the total votes eligible to be cast.

ARTICLE XII.  
CONFLICT

If there is a conflict between these Articles of Incorporation and the Association Bylaws, the Articles of Incorporation shall prevail.

ARTICLE XIII.  
INCORPORATIONS

The names and addresses of the original incorporators of the Association are as follows:

E.J. Robson  
25623 E.J. Robson Boulevard  
Sun Lakes, Arizona 85248

Robert D. Robson  
25623 E.J. Robson Boulevard  
Sun Lakes, Arizona 85248

CONSENT OF STATUTORY AGENT

The undersigned hereby certifies that consent is given to act as statutory agent for this Association.

Robert Mariani, General Manager

By: 