

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SUMMIT PARK CONDOMINIUM ASSOCIATION, INC.,
an Arizona non-profit corporation**

In compliance with the requirements of § 10-2301, et seq., Arizona Revised Statutes, as may time to time be amended, Summit Park Condominium Association, Inc., by and through its members, hereby adopts the following Amended and Restated Articles of Incorporation (“Articles”):

**ARTICLE I
NAME AND TERM**

The name of the corporation is Summit Park Condominium Association, Inc. (“Association”). The Association shall exist perpetually.

**ARTICLE II
DEFINED TERMS**

Capitalized terms used in these Articles without definition shall have the meanings specified for those terms in the Amended and Restated Declaration of Condominium and Covenants, Conditions, and Restrictions for Summit Park Condominiums recorded in the Official Records of Coconino County, Arizona (“Declaration”). In the case of any conflict between the Articles and the Declaration, the Declaration shall control. As used in these Articles of Incorporation, the term “Association Property” shall mean the Common Elements, all other real and personal property, if any, owned by the Association or placed under its jurisdiction, all property and improvements within the Project used in common by and for the benefit of the Owners of Units, and any additions to any of the foregoing as may be brought within the jurisdiction of the Association pursuant to the Declaration.

**ARTICLE III
PRINCIPAL OFFICE**

The principal office of the Association shall be located at 6720 N. Scottsdale Road, Suite 261, Scottsdale, AZ 85253.

**ARTICLE IV
STATUTORY AGENT**

David Evans, 1900 N. Country Club Drive, Flagstaff, AZ 86004, has been a bona fide resident of the State of Arizona for more than three (3) years, is appointed and designated as the

Statutory Agent for the corporation for the State of Arizona, upon whom service of process may be made. This appointment may be revoked at any time by the Board of Directors of the Association by the filing of the appointment of another Statutory Agent.

ARTICLE V **PURPOSE OF THE ASSOCIATION**

The object and purpose for which this Association is organized is to provide for the ownership, management, maintenance, and care of the Association Property and for the administration of the affairs of the Association. In furtherance of, and in order to accomplish these objectives and purposes, the Association may transact any or all lawful business for which non-profit corporations may be incorporated under the laws of the State of Arizona, as such laws may be amended from time to time, including the power to indemnify the directors, officers, Members, employees, or agents of the Association in the manner specified the Bylaws. All business transacted by the Association shall be transacted in a way so as to further its tax-exempt status as an association under the Internal Revenue Code, if the Association so elects to be treated as a tax-exempt organization. The Association came into existence on the date of the filing of the Original Articles with the Arizona Corporation Commission.

ARTICLE VI **MEMBERSHIP**

1. Identity of Members. The Association shall be a non-stock corporation. No dividends or pecuniary profits shall be paid at any time to its Members. Membership in the Association shall be limited to Owners of Condominium Units. An Owner of a Condominium Unit shall automatically, upon becoming the Owner of such Condominium Unit become a Member of the Association and shall remain a Member of the Association until the ownership ceases, for any reason, at which time the Owner's membership in the Association shall automatically cease.

2. Transfer of Membership. Membership in the Association shall be appurtenant to each Condominium Unit and a membership in the Association shall not be transferred, pledged, or alienated in any way, except: (i) upon the sale of a Condominium Unit, and then only to the purchasers; (ii) by intestate succession or testamentary disposition; (iii) foreclosure of mortgage (or similar security instrument) of record; or (iv) other legal process. Any attempt to make a prohibited transfer shall be void and shall not be reflected upon the books and records of the Association.

ARTICLE VII **VOTING RIGHTS**

1. Voting Rights. Members shall be all Owners of Condominium Units. Each Member shall be entitled to one (1) vote for each Condominium Unit owned.

2. Cumulative Voting. There shall be no cumulative voting on any matter related to the administration or organization of the Association or its matters.

ARTICLE VIII **BOARD OF DIRECTORS**

The affairs of the Association shall be conducted by a Board of Directors of the Association and such officers and committees as the Board may elect and appoint. The Board shall be elected by the Members. All directors must be Members of the Association. The Board may change the number of directors on the Board; however, the number of directors must always be between three (3) and seven (7). The directors shall serve for terms as set forth in the Bylaws.

ARTICLE IX **DISSOLUTION**

The Association may be dissolved with the affirmative written approval of Owners holding two-thirds ($\frac{2}{3}$) or more of the total number of votes in the Association. Upon dissolution of the Association, other than incidental to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused, the assets shall be granted, conveyed, or assigned to any non-profit corporation, association, trust, or other organization to devoted to a similar purpose or purposes.

ARTICLE X **AMENDMENTS**

Amendment of these Articles shall require the approval of Members holding two-thirds of the votes cast, or a majority of the total votes in the Association, whichever is less.

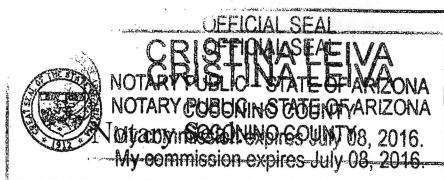
The President of the Association hereby certifies that these Amended and Restated Articles of Incorporation have been approved by the required percentage of the members.

Dated this 21st day of October, 2013.

Randall Wensman
President, Summit Park Condominium Association, Inc.

STATE OF ARIZONA)
) ss.
County of Coconino)

On this 21st day of October, 2013, before me personally appeared Randall J. Jwensman, whose identity was proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this document, and who acknowledged that he/she signed this document.



Notary Public

CONSENT TO ACT AS STATUTORY AGENT

I, David Evans, having been designated to act as Statutory Agent for Summit Park Condominium Association, Inc., an Arizona non-profit corporation, hereby consent to act in that capacity until removed, or my resignation is submitted in accordance with the Arizona Revised Statutes.

DATED: OCTOBER 22, 2013

D. Evans
David Evans