



COPY

**STATE OF ARIZONA
CORPORATION COMMISSION
CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE**

Arizona Corporation Commission



00620778

DUE ON OR BEFORE 04/16/2002

FY01-02

FILING FEE \$10.00

The following information is required by A.R.S. §§10-1622 & 10-11622 for all corporations organized pursuant to Arizona Revised Statutes, Title 10. The Commission's authority to prescribe this form is A.R.S. §§10-121.A. & 10-3121.A. **YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM.** Make changes or corrections where necessary. Information for the report should reflect the current status of the corporation. See instructions for proper format. **REFER TO THE INSTRUCTIONS ON PAGE 4.**

1. -1005861-9

**LA TIERRA BUENA HOMEOWNERS' ASSOCIATION
1870 W PRINCE RD #47
TUCSON, AZ 85705**

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JAN 0 8 2003

NOV 1 5 2002

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

* **DELINQUENT PUBLICATION 07/01/2002; CONTACT THE COMMISSION AT 602-542-3135**

Business Phone **520-297-0997** (Business phone is optional)

State of Domicile: **ARIZONA**

Type of Corporation: **NON-PROFIT**

2. Statutory Agent: **MICHAEL CADDEN**

Mailing Address: **1870 W PRINCE RD**

City, State, Zip: **TUCSON, AZ 85705**

Physical Address, If Different.

Physical Address: **1870 W PRINCE RD #47**

City, State, Zip: **TUCSON, AZ 85705**

no \$1-9-03 PR

ACC USE ONLY	
Fee	\$ <u>10</u>
Penalty	\$ _____
Reinstate	\$ _____
Expedite	\$ _____
Resubmit	\$ _____

11-18-02

Use this box only if appointing a new Statutory Agent

If appointing a new statutory agent, the new agent **MUST** consent to that appointment by signing below.

I, (individual) or We, (corporation or limited liability company) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Signature of new Statutory Agent

3. Secondary Address:

(Foreign Corporations are **REQUIRED** to complete this section.)

4. Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

BUSINESS CORPORATIONS

- | | |
|---|--|
| <input type="checkbox"/> 1. Accounting | <input type="checkbox"/> 20. Manufacturing |
| <input type="checkbox"/> 2. Advertising | <input type="checkbox"/> 21. Mining |
| <input type="checkbox"/> 3. Aerospace | <input type="checkbox"/> 22. News Media |
| <input type="checkbox"/> 4. Agriculture | <input type="checkbox"/> 23. Pharmaceutical |
| <input type="checkbox"/> 5. Architecture | <input type="checkbox"/> 24. Publishing/Printing |
| <input type="checkbox"/> 6. Banking/Finance | <input type="checkbox"/> 25. Raising/Livestock |
| <input type="checkbox"/> 7. Barber/Cosmetology | <input type="checkbox"/> 26. Real Estate |
| <input type="checkbox"/> 8. Construction | <input type="checkbox"/> 27. Restaurant/Bar |
| <input type="checkbox"/> 9. Contractor | <input type="checkbox"/> 28. Retail Sales |
| <input type="checkbox"/> 10. Credit/Collection | <input type="checkbox"/> 29. Science/Research |
| <input type="checkbox"/> 11. Education | <input type="checkbox"/> 30. Sports/Sporting Events |
| <input type="checkbox"/> 12. Engineering | <input type="checkbox"/> 31. Technology(Computers) |
| <input type="checkbox"/> 13. Entertainment | <input type="checkbox"/> 32. Technology(General) |
| <input type="checkbox"/> 14. General Consulting | <input type="checkbox"/> 33. Television/Radio |
| <input type="checkbox"/> 15. Health Care | <input type="checkbox"/> 34. Tourism/Convention Services |
| <input type="checkbox"/> 16. Hotel/Motel | <input type="checkbox"/> 35. Transportation |
| <input type="checkbox"/> 17. Import/Export | <input type="checkbox"/> 36. Utilities |
| <input type="checkbox"/> 18. Insurance | <input type="checkbox"/> 37. Veterinary Medicine/Animal Care |
| <input type="checkbox"/> 19. Legal Services | <input type="checkbox"/> 38. Other _____ |

NON-PROFIT CORPORATIONS

- | |
|--|
| <input type="checkbox"/> 1. Charitable |
| <input type="checkbox"/> 2. Benevolent |
| <input type="checkbox"/> 3. Educational |
| <input type="checkbox"/> 4. Civic |
| <input type="checkbox"/> 5. Political |
| <input type="checkbox"/> 6. Religious |
| <input type="checkbox"/> 7. Social |
| <input type="checkbox"/> 8. Literary |
| <input type="checkbox"/> 9. Cultural |
| <input type="checkbox"/> 10. Athletic |
| <input type="checkbox"/> 11. Science/Research |
| <input type="checkbox"/> 12. Hospital/Health Care |
| <input type="checkbox"/> 13. Agricultural |
| <input type="checkbox"/> 14. Animal Husbandry |
| <input checked="" type="checkbox"/> 15. Homeowner's Association |
| <input type="checkbox"/> 16. Professional, commercial
Industrial or trade association |
| <input type="checkbox"/> 17. Other _____ |

5. CAPITALIZATION: (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate. Please examine the corporation's original Articles of Incorporation for the amount of **shares authorized**. Review all corporation amendments to determine if the original number of shares has changed. Examine the corporation's minutes for the number of **shares issued**.

Number of Shares/Certificates Authorized Class Series Within Class (if any)

Number of Shares/Certificates Issued Class Series Within Class (if any)

6. SHAREHOLDERS: (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than a 20% beneficial interest in the corporation.

Name: _____

Name: _____

NONE ☒

Name: _____

Name: _____

7. OFFICERS PLEASE TYPE OR PRINT CLEARLY. YOU MUST LIST AT LEAST ONE.

Name: KB Home
Robert Baumbauer
Title: 5780 North Swan Road
Address: Tucson, Arizona 85718

PRESIDENTDate taking office: 10/17/02

Name: KB Home
Title: Kristie Rust
5780 North Swan Road
Address: Tucson, Arizona 85718

SEC/TREADate taking office: 10/17/02

Name: KB Home
Julie Turner
Title: 5780 North Swan Road
Address: Tucson, Arizona 85718

VICE PRESDate taking office: 10/17/02

Name: _____
Title: _____
Address: _____

8. DIRECTORS PLEASE TYPE OR PRINT CLEARLY. YOU MUST LIST AT LEAST ONE.

Name: KB Home
Robert Baumbauer
Address: 5780 North Swan Road
Tucson, Arizona 85718

Date taking office: 10/17/02

Name: KB Home
Kristie Rust
Address: 5780 North Swan Road
Tucson, Arizona 85718

Date taking office: 10/17/02

Name: KB Home
Julie Turner
Address: 5780 North Swan Road
Tucson, Arizona 85718

Date taking office: 10/17/02

Name: _____
Address: _____

Date taking office: _____

Balance Sheet (Cash)
Consolidated Statement
Nov 2002

Page 1
LTB
11/7/02
02:13 PM

ASSETS

Cash

So Az Bank Operating Account

3,341.14

Subtotal Cash

3,341.14

TOTAL ASSETS

3,341.14

LIABILITIES & EQUITY

MEMBERS EQUITY

Current Yr Excess/Deficit

3,341.14

TOTAL EQUITY

3,341.14

TOTAL LIABILITY & EQUITY

3,341.14

AFFIDAVIT OF PUBLICATION

STATE OF ARIZONA)

SS.

COUNTY OF PIMA)

being first

KAREN HULL
duly sworn, deposes and says that (he) (she) is the Legal Advertising Manager

of THE DAILY TERRITORIAL, a daily newspaper printed and published in the
County of Pima, State of Arizona, and of general circulation in the City of Tucson,

County of Pima, State of Arizona and elsewhere, and the hereto attached

Curry Corp Name
RECEIVED

JAN 08 2003

TIERRA VISTA
COMMUNITY
ASSOCIATION, INC.
ARTICLES OF
INCORPORATION

**ARIZONA CORP COMMISSION
CORPORATIONS DIVISION**

102-20455

was printed and published correctly in the regular and entire issue of said THE

DAILY TERRITORIAL for

3
issues; that was first made

12th

APRIL

02

on the

day of

20
16th

and the last publication thereof was made on the

day of

APRIL

02

20

; that said publication

was made on each of the following dates, to-wit:

04/12/02

04/15/02

04/16/02

Request of

KB HOME

The Daily Territorial

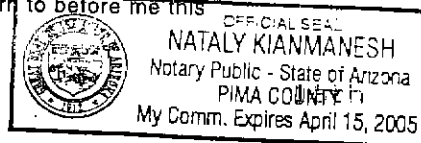
By

Karen Hull
Subscribed and sworn to before me this

day of

20

02



APRIL

Nataly Kianmanesh
Notary Public in and for the County of Pima, State of Arizona

My Commission Expires:

4/15/2005

**ARTICLES OF INCORPORATION
OF TIERRA VISTA COMMUNITY
ASSOCIATION, INC.**

ARTICLE I NAME The name of the corporation, which is a nonprofit corporation, is Tierra Vista Community Association, Inc., and shall be referred to herein as the "Association."

ARTICLE II PURPOSES The primary purposes for which this corporation is formed are:

(a) to act as the "Association" in accordance with and subject to that certain Declaration of Covenants, Conditions, Restrictions and Easements for Tierra Vista Community Association Inc., as the same may be amended from time to time (the "Declaration");

(b) to manage, maintain, preserve and care for the Common Areas within the Project;

(c) to perform all of the duties and obligations and to exercise all of the powers and privileges of the Association as set forth in the Declaration;

(d) to provide for the orderly development, maintenance, preservation and architectural control of the Project, as provided in the Declaration; and

(e) to do all other things and exercise all powers and rights of a corporation which are lawful and consistent with the foregoing purposes and the nonprofit character of the corporation, including but not limited to powers set forth in Section 10-3302 of the Arizona Revised Statutes.

Unless otherwise expressly provided herein, all capitalized terms used in these Articles shall have the meanings set forth in the Declaration. Notwithstanding any other provisions of these Articles, if the corporation elects to qualify under Section 501(c)(4) or Section 501(c)(7) of the Internal Revenue Code of 1986, as amended (the "Code"), the corporation shall not conduct or engage in any activity which would or could result in the revocation of its status as a corporation qualified under such Section of the Code. The corporation does not contemplate securing any gain or profit to the Members of the corporation; the Members shall have no individual interest in the profits of the corporation, if any; and no part of the net earnings of the corporation, if any, shall inure (other than by promoting social and recreational activities for Members, by a rebate of excess membership dues, fees or Assessments, or by acquiring, constructing or providing management, maintenance and care of Association property) to the benefit of any Member of the corporation or other individual.

ARTICLE III INITIAL ACTIVITY The character of the business the corporation intends to conduct initially shall be to act as a property owners' association performing the duties and exercising the rights of the Association set forth in the Declaration.

ARTICLE IV MEMBERSHIP AND VOTING The corporation will have Members. The corporation shall be a non-stock corporation and shall be owned by all of its Members. No dividends or pecuniary profits shall be paid to the corporation's Members. As more particularly set forth in the Declaration, every Person who is an Owner is entitled to Membership and voting rights in the corporation and the Association.

Other provisions regarding Membership and voting rights are set forth in the Declaration, the relevant portions of which are incorporated herein by reference.

ARTICLE V BOARD OF DIRECTORS The affairs of the corporation shall be conducted by a Board of Directors (the "Board"). The initial Board and each Board thereafter for so long as there is a

Class B Member shall consist of at least three Members or other Persons with the exact number to be determined by Declarant from time to time. Other provisions regarding the Board are set forth in the Bylaws, the relevant portions of which are incorporated herein by reference. The following persons shall constitute the initial Board of the corporation:

Robert A. Bambauer 5780 North Swan Road, Suite 100 Tucson, Arizona 85718
Julie Turner 5780 N. Swan Road, Suite 100 Tucson, Arizona 85718

Kristie Rust 5780 N. Swan Road, Suite 100 Tucson, Arizona 85718

ARTICLE VI OFFICERS Except for the initial officers designated in these Articles, the officers of the corporation shall be elected in accordance with the Bylaws of the corporation. The following persons shall be the initial officers of the corporation:

Robert A. Bambauer President
Julie Turner Vice-President
Kristie Rust Secretary / Treasurer

ARTICLE VII NO PERSONAL LIABILITY The private property of the Members, directors and officers of the corporation shall be forever exempt from the corporation's debts; provided, however, that each Owner shall be personally liable for any Assessments levied against his Lot.

ARTICLE VIII INDEMNIFICATION OF DIRECTORS, OFFICERS, AND COMMITTEE MEMBERS, LIMITATION ON DIRECTORS' LIABILITY

A. To the fullest extent permitted by Arizona law as it may be amended from time to time, and subject to any mandatory limitations imposed by Arizona law including any imposed by A.R.S. § 10-3202 or § 10-3851 or § 10-3852, the corporation shall defend any and all of its existing and former directors, officers and committee members (including, but not limited to, existing and former members of the Committee) against claims made against them or any one of them because they were or are directors or officers, and the corporation shall indemnify its directors, officers and committee members for liability and expenses incurred as a result of such claims, including but not limited to, legal fees and costs, judgments, penalties and amounts paid in settlement or compromise, which may arise or be incurred, rendered or levied in any legal action brought or threatened against them or any one of them for or on account of any act or omission alleged to have been committed by such person as a director, officer or committee member of the corporation, whether or not any action is or has been filed against the person and whether or not any settlement or compromise is approved by a court.

The corporation shall also pay expenses in advance of a final disposition of a proceeding for directors, officers, and committee members incurred in connection with a claim subject to defense and indemnification provided the director, officer, or committee member meets the standards for an advance under A.R.S. § 10-3852 or § 10-3853.

B. A director shall have no personal liability to the corporation or its Members for monetary damages for any action taken or any failure to take any action as a director, except liability for any of the following:

- (a) The amount of a financial benefit received by a director to which the director is not entitled;
- (b) An intentional infliction of harm on the corporation or the members;
- (c) A violation of § 10-3833, Arizona Revised Statutes; and
- (d) An intentional violation of criminal law.

ARTICLE IX CONFLICT WITH DECLARATION AND OTHER LIMITATIONS

To the extent that any part or provision of these Articles is contrary to or inconsistent with provisions of the Declaration, the terms and provisions of the Declaration shall prevail. As set forth in the Declaration, the corporation is subject to certain limitations. No amendment hereto, nor any action taken by the corporation pursuant hereto, shall be contrary to, or in conflict with, the limitations set forth in the Declaration, and any such amendment or action shall be void to the extent of such inconsistency.

ARTICLE X APPROVALS REQUIRED

For as long as there is a Class B Member and if VA or FHA certification is desired by Declarant, the following actions will require the prior approval of the VA and FHA, unless such agencies have waived such requirements or unless the last sentence of this section applies: (i) annexation of additional properties into the Project (unless such annexation is in accordance with a plan of annexation or expansion previously approved by such agencies); (ii) mergers and consolidations; (iii) mortgaging or otherwise encumbering Common Area; (iv) dedication or other transfer of Common Areas; (v) dissolution of the corporation; and (vi) amendment of these Articles, the Declaration or the Bylaws to the extent required to be approved by the FHA or VA pursuant to their rules and regulations. Consent of the FHA and VA to the foregoing will not be required if the FHA and VA have elected not to approve the Project for certification or if such approval has been revoked, withdrawn, canceled or suspended.

ARTICLE XI AMENDMENTS Subject to the provisions of Article IX and Article X hereof and the requirements set forth in A.R.S. § 10-11003, the Members may, at any duly noticed and convened regular or special meeting called for such purpose, amend, alter or repeal any provision of these Articles by the affirmative vote of sixty-seven percent (67%) of the votes of all Class A and Class B Members. Anything in this Article to the contrary notwithstanding, Declarant reserves the right to amend these Articles as may be requested or required by the FHA, VA or any other governmental agency with whom Declarant elects to do business (each an "Agency") as a condition precedent to such Agency's approval of these Articles. Any such amendment shall be effected by Declarant filing with the Arizona Corporation Commission, in accordance with applicable law, a Certificate of Amendment duly executed by Declarant specifying the governmental agency requesting the amendment and setting forth the requested or required amendment(s). Filing of such a Certificate shall be deemed conclusive proof of the governmental agency's request or requirement and such Certificate, when filed, shall be binding upon the Property and all persons having an interest therein.

ARTICLE XII BYLAWS The initial Bylaws shall be adopted by the Board herein designated. Amendments, alterations and repeal of the Bylaws may be made only as provided in the Bylaws. The Bylaws and any amendments thereto shall be valid only if consistent with the Declaration and these Articles.

ARTICLE XIII KNOWN PLACE OF BUSINESS The known place of business of the corporation shall be KB HOME Tucson Inc., 5780 North Swan Road, Tucson, Arizona 85718 (520) 918-2300, or such other place as may be designated from time to time by the Board. In addition, different and other offices and places for conducting business, both within and without the State of Arizona, may be established from time to time by the Board.

of Arizona, may be established from time to time by the Board.

ARTICLE XIV STATUTORY AGENT David A. McEvoy, McEvoy, Daniels & Darcy, P.C., 2701 East Speedway Blvd., Suite 101, Tucson, Arizona 85718, (520) 326-1033, is hereby appointed the initial statutory agent of the corporation upon whom all notices and process including summonses, may be served. The Board may revoke the appointment of such agent at any time, and shall have the power to fill any vacancy.

ARTICLE XV DISSOLUTION Upon dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to one or more public agencies, utilities, non-profit corporations, trusts or other organizations to be devoted to purposes as nearly as is practicable to those to which they were required to be devoted by the Association. If the corporation has elected to qualify as a non-profit corporation under Internal Revenue Code Sections 501(c)(4) or 501(c)(7), then distribution may be only made to permitted recipients under the applicable Code Section. Subject to the restrictions imposed by the Declaration and by Article IX of these Articles of Incorporation, the corporation may be dissolved with the written consent of not less than two-thirds of each class of Members.

ARTICLE XVI INCORPORATOR The names and addresses of the incorporators are:

Robert A. Bambauer 5780 N. Swan Rd., Suite 100 Tucson, Arizona 85718

Julie Turner 5780 N. Swan Rd., Suite 100 Tucson, Arizona 85718

Kristie Rust 5780 N. Swan Rd., Suite 100 Tucson, Arizona 85718

IN WITNESS WHEREOF, the undersigned have hereunto set their hands on this 29th day of January, 2002.

Signature Robert A. Bambauer, Incorporator

Signature Julie Turner, Incorporator
Signature Kristie Rust, Incorporator

ACCEPTANCE OF APPOINTMENT

The undersigned hereby acknowledges and accepts appointment as statutory agent of the above named corporation, effective this 25th day of January, 2002.
Signature David A. McEvoy AZ CORP COMMISSION OF THE STATE OF AZ
FILED 2002 MAR 11 P 4:18 -1022045-5
Pub: The Daily Territorial
April 12, 15, 16, 2002
Req: Kaufman Broad
aiterra sm

9. FINANCIAL DISCLOSURE (A.R.S. §10-11622.A.9)

Nonprofit corporations **must attach** a financial statement (e.g. income/expense statement, balance sheet including assets, liabilities). All other forms of corporations are exempt from filing a financial disclosure.

9A. MEMBERS (A.R.S. § 10-11622.A.6) Only Nonprofit Corporations must answer this question.

This corporation **DOES** ☒ **DOES NOT** ☐ have members.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-11622.A.7)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and/or person controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been: [Underlined portion pertains to business corporations only]

- 1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
- 2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
- 3. Or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:
 - (a) fraud or registration provisions of the securities laws of that jurisdiction, or
 - (b) the consumer fraud laws of that jurisdiction, or
 - (c) the antitrust or restraint of trade laws of that jurisdiction?

One box must be marked: YES ☐ NO ☒

If "YES", the following information **must be submitted** as an attachment to this report for each person subject to one or more of the actions stated in Items 1. through 3. above.

- | | |
|---|---|
| 1. Full name and prior names used. | 5. Date and location of birth. |
| 2. Full birth name. | 6. Social Security Number |
| 3. Present home address. | 7. The nature and description of each conviction or judicial action; the date and location; the court and public agency involved, and the file or cause number of the case. |
| 4. Prior addresses (for immediate preceding 7 year period). | |

11. STATEMENT OF BANKRUPTCY, RECEIVERSHIP or CHARTER REVOCATION (A.R.S. §§10-202.D.2, 10-3202.02, 10-1623 & 10-11623)

- A) Has the corporation filed a petition for bankruptcy or appointed a receiver? One box must be marked: YES ☐ NO ☒
- B) Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and/or person controlling or holding more than 20% of the issued and outstanding common shares or 20% of any other proprietary, beneficial or membership interest in the corporation served in such capacity or held a 20% interest in any other corporation during the bankruptcy, receivership, or charter revocation of the other corporation? [Underlined portion pertains to business corporations only]

One box must be marked: YES ☐ NO ☒

If "YES" to A and/or B, the following information **must be submitted** as an attachment to this report for each person subject to the statement above.

- 1. The names and addresses of each corporation and the person or persons involved (e.g. officer, director, trustee or major stockholder)
- 2. The state in which each corporation was a) incorporated by transacted business.
- 3. The dates of corporate operation.
- 4. If any involved person (listed in #1) has been involved in any other bankruptcy proceeding within the past year, the name and address of each corporation.
- 5. Date, Case number and Court where the bankruptcy was filed or receiver appointed.
- 6. Name and address of court appointed receiver.

12. SIGNATURES: Annual Reports must be signed and dated by at least one duly authorized officer or they will be rejected.

I declare, under penalty of law that all corporate income tax returns required by Title 43 of the Arizona Revised Statutes have been filed with the Arizona Department of Revenue. I further declare under penalty of law that I (we) have examined this report and the certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name KRISTIE RUST Date 10/28/02 Name _____ Date _____

Signature Mia Rust Signature _____

Title SECRETARY / TREASURER Title _____

(Signa/or(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)