



01004519

**AFFIDAVIT OF PUBLICATION**

STATE OF ARIZONA)

:ss.

COUNTY OF PIMA )

being first

JOYCE WILSON  
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 Tuc-

son,

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

ARTICLES OF  
INCORPORATION OF  
ARMSTRONG &  
ASSOCIATES, P.C.  
-1150179-9was printed and published correctly in the regular and entire issue of said **THE****DAILY TERRITORIAL** for

3 issues; that was first made

on the 14th day of SEPTEMBER 04

16th

and the last publication thereof was made on the day of

SEPTEMBER 20 04

; that said publication

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

09/14/04  
09/15/04  
09/16/04RECEIVED  
SEP 22 2004

Request of

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

DANIEL H. O'CONNELL PC

**The Daily Territorial**By *Joyce Wilson*

Subscribed and sworn to before me this

day of

20

16th

SEPTEMBER

04

*Samie C. [Signature]*  
Notary Public in and for the County of Pima, State of Arizona

My Commission Expires:

2/4/08

PIMA COUNTY  
NOTARY PUBLIC  
JANUARY 1, 2004 - FEBRUARY 1, 2008

**ARTICLES OF INCORPORATION OF  
ARMSTRONG & ASSOCIATES, P.C.**

**ARTICLE I  
NAME**

The name of the corporation is Armstrong & Associates, P.C.

**ARTICLE II  
PROFESSIONAL CORPORATION**

The corporation is formed as a professional corporation under the provisions of A.R.S. Sections 10-2201 through 10-2249, and the corporation shall be subject to all the requirements established under such Sections.

**ARTICLE III  
PURPOSE**

The purpose of this corporation is to engage in the sale of real estate and services ancillary thereto. In addition, the corporation may in its own name invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment, and may own real or personal property necessary or appropriate for rendering its professional services.

**ARTICLE IV  
INITIAL SERVICE**

The corporation initially intends to conduct the professional services of real estate agent.

**ARTICLE V  
CAPITAL STOCK**

The corporation shall have authority to issue 100,000 shares of common stock with no par value.

**ARTICLE VI  
STATUTORY AGENT**

The name of the statutory agent of the corporation is Kenneth A. Armstrong, whose address is 323 S. Gollob Road, Tucson, Arizona 85710.

**ARTICLE VII  
KNOWN PLACE OF BUSINESS**

The known place of business of the corporation shall be 323 S. Gollob Road, Tucson, Arizona 85710.

**ARTICLE VIII  
BOARD OF DIRECTORS**

The initial board of directors shall consist of one director. The number of persons to serve on the board shall thereafter be fixed by the shareholders at their annual meeting. The person who is to serve as director until the first annual meeting of the shareholders, or until his successor is elected and qualified, and his address are as follows: Kenneth A. Armstrong 323 S. Gollob Road Tucson, Arizona 85710.

The corporation shall be governed by the board of directors elected by the shareholders and represented by officers elected by the board.

**ARTICLE IX  
PROFESSIONAL PRACTICE**

The corporation shall issue shares only in accordance with A.R.S. Section 10-2220. At least one half of the directors of the corporation and its president shall be licensed in Arizona or in another state as a real estate agent or broker.

**ARTICLE X**

**LIABILITY EXEMPTION**

The private property of shareholders shall be exempt from liability for corporate debts, except as set forth in A.R.S. Section 10-2234.

**ARTICLE XI  
DISSOLUTION**

The corporation shall cease to exist upon the first to happen of the following events: (a) The death of the last surviving shareholder; (b) Voluntary or involuntary dissolution pursuant to the laws governing the same for Arizona private corporations organized for profit.

**ARTICLE XII  
STOCK REDEMPTION**

The board of directors may, from time to time, cause the corporation to purchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus of the corporation.

**ARTICLE XIII**

**STOCK TRANSFER RESTRICTIONS**

The shares of the corporation may be transferred to persons individually licensed in the state of Arizona to practice medicine or to persons described in A.R.S. Section 10-2222; provided, however, that the shareholders may by written agreement provide limitations on the issuance and transferability of shares of the corporation and may provide for the redemption of such shares by the corporation.

**ARTICLE XIV**

**REQUIRED STOCK TRANSFER**

Within ninety days following the death, insanity, bankruptcy, retirement, resignation, expulsion or other legal disqualification of a shareholder, all of the shares of such shareholder shall be transferred to a person or persons individually licensed in the state of Arizona as a real estate agent or broker or to persons described in A.R.S. Section 10-2223, or such shares shall be acquired by the corporation. Prior to such transfer or acquisition, such shares shall not be entitled to be voted. In the event such transfer or acquisition shall not occur within such ninety day period, the corporation shall redeem such shares, and the bylaws of the corporation shall fix the method of computing the price and the schedule of payment of such price.

**ARTICLE XV**

**INCORPORATORS**

The incorporator of the corporation and his address are: Kenneth A. Armstrong 323 S. Gollob Road Tucson, Arizona 85710 DATED: August 27, 2004.

/s/ Kenneth A. Armstrong  
EXPEDITED AZ CORP COMMISSION  
FOR THE STATE OF AZ FILED 2004  
AUG 30 P 4:32 -1150179-9  
Pub: The Daily Territorial  
September 14, 15, 16, 2004  
Req: O'Connell & Bouman, P.C.  
aiarmstrong jm

LAW OFFICES  
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DANIEL H. O'CONNELL  
THOMAS J. BOUMAN

PH - (520) 615-9802 FX - (520) 615-9789

KARIN L. H. YOHEM

September 22, 2004

*Via EZ Messenger*

Arizona Corporation Commission  
Incorporation Division  
400 W. Congress St.  
Tucson, Arizona 85701

Re: Armstrong & Associates, P.C.

Dear Clerk:

Enclosed please find an original and one copy of the Affidavit evidencing publication of the Articles of Incorporation of the above-entitled corporation. I ask that you file the original appropriately and return a conformed copy to our offices.

Thank you for your courtesies.

Sincerely,

O'CONNELL & BOUMAN, P.C.



Lynn A. Fehrenbach,  
Legal Assistant

:laf  
Enclosure  
cc: file