

142640

P. COMMISSION

NONPROFIT ARTICLES

4-11-61
Roosevelt

ARTICLES OF INCORPORATION
OF
ROOSEVELT ACTION ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day associated ourselves together for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Arizona and for that purpose do hereby adopt these Articles of Incorporation.

ARTICLE I

NAME: The name of the corporation shall be: Roosevelt Action Association, Inc.

ARTICLE II

The principal place of business shall be Phoenix, Maricopa County, Arizona.

ARTICLE III

PURPOSE: The purpose for which this corporation is organized is the transaction of any or all lawful business for which nonprofit corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time.

ARTICLE IV

INITIAL BUSINESS: Said corporation is organized exclusively to establish a nonprofit homeowner/property owner association to educate neighborhood property owners regarding funding, etc. for our rehabilitation efforts, provide neighborhood block watch and to promote neighborhood communication within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, including for such, the making of distributions to organizations that qualify as exempt organizations under Section 501 (e) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Laws).

8118 1062

NONPROFIT ARTICLES

ARTICLE V

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954, (or the corresponding provision of any Future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954, (or the corresponding provision of any future United States Internal Revenue Laws).

ARTICLE VI

Upon the dissolution of the corporation, the Board of Directors, shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of _____ county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE VII

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

ARTICLE VIII

The annual meeting is to be held at a place within or without the state as fixed by the bylaws.

NONPROFIT ARTICLES

ARTICLE IX

STATUTORY AGENT:

The name and address of the initial statutory agent of the corporation is:

Samual W. Bettay
827 N. 5th Avenue
Phoenix, Arizona 85003

ARTICLE X

- (1) The power to alter, amend or repeal the bylaws or adopt new bylaws, subject to repeal or change by the action of the members, shall be vested and reserved to the members.
- (2) In addition to Arizona Revised Statutes provision a special meeting may be called by: (a) any two (2) executive officers, or: (b) in accordance with any provision in the bylaws approved and adopted by a majority of the membership.
- (3) The right of members, or classes of members, to vote may be limited, enlarged or denied to the extent provided in the bylaws if such provision is approved and adopted by a majority of the membership at a reasonable time prior to any specific vote.
- (4) Subject to the limitations fixed in the Arizona Revised Statutes relative to the persons constituting the initial Board of Directors, the bylaws shall fix the number of directors, the manner of their election and term of office, all to be approved by a majority of the membership.
- (5) A director may not be removed from office except upon the establishment of misfeasance, malfeasance, or nonfeasance, as determined by a majority of the directors and affirmed by a majority of the members or upon finding of a majority of the members, or on provision set forth in the bylaws approved and adopted by a majority of the members.

ARTICLE XI

BOARD OF DIRECTORS: There shall be no less than three (3) Directors. The names and addresses of the persons who are to serve as Directors until the first annual meeting of Directors or until their successors are elected

(4)

0118 1064

NONPROFIT ARTICLES

and qualified are:

| | |
|--------------------|---|
| Deborah Whitehurst | 833 N. 5th Avenue, Phoenix, Arizona 85003 |
| Kent R. Stanger | 332 W. Portland, Phoenix, Arizona 85003 |
| Lottie C. Brady | 327 W. Latham, Phoenix, Arizona 85003 |

The Directors listed above are also the Incorporators

DATED THIS 9th DAY OF OCTOBER, 1981

Deborah Whitehurst, Kent R. Stanger, Lottie C. Brady

I, Samuel W. Bettwy, having been designated to act as Statutory Agent,
hereby consent to act in that capacity until removed, or resignation is
submitted in accordance with the Arizona Revised Statutes.

Sam Bettwy