

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address 400 West Congress
Tucson, Arizona 85701-1347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202 D.

STORY PRESERVATION ASSOCIATION, INC.
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation
1. Been 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. Been 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 the execution of this Certificate?
 3. Been 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 the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?, or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?, or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes _____ No ☒

B. If YES, the following information MUST be attached

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

C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes _____ No ☒

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION

1. Name and address of the corporation
2. Full name, including alias and address of each person involved
3. State(s) in which the corporation:
 - (a) Was incorporated
 - (b) Has transacted business
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or cause number of the case.

D. The fiscal year end adopted by the corporation is _____

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY (MARC MADRICAL) DATE 3-8-99 BY _____ DATE _____
TITLE COORDINATOR TITLE _____
(LEUISA STARK)
BY (LEUISA STARK) DATE 3-10-99 BY _____ DATE _____
TITLE ASSISTANT COORDINATOR TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four Incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: Must be executed by any two executive officers or directors.

ARTICLES OF INCORPORATION
OF
STORY PRESERVATION ASSOCIATION, INC

MAR 10 10 37 AM '99

The undersigned persons having associated themselves for the purpose of forming a nonprofit corporation under the laws of the State of Arizona, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is STORY PRESERVATION ASSOCIATION, INC. and its duration shall be perpetual

ARTICLE II

The purpose for which this corporation is organized and operated is the transaction of any and 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 III

The corporation is organized for charitable, educational and benevolent purposes without capital stock and not for pecuniary profit, within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, and for the following purposes and object: (1) to support the initiation of the planning process which could lead to the formation of special conservation district as provided in the City Code of the City of Phoenix; (2) to protect the residential integrity of the neighborhood as defined in the bylaws while providing for the orderly and compatible development of non-residential properties on the periphery; and (3) to minimize the disruptive and polarizing aspects resulting from the construction of the Papago Freeway.

ARTICLE IV

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 (a) by a corporation 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 Law).

ARTICLE V

The address of the statutory agent of the corporation is ~~Sharon Hummel, 737 West Lynwood, Phoenix, Arizona 85007~~. The address of the initial known place of business of the corporation is 737 West Lynwood, Phoenix, Arizona 85007.

Tim Eigo, 1329 West Portland Street,
Phoenix AZ 85007

ARTICLE VI

This corporation shall be managed by a board of directors consisting of not fewer than three (3) persons and in accordance to the applicable laws of the State of Arizona, these Articles of Incorporation and the corporation's Bylaws.

The initial Board of Directors shall consist of three directors who are to serve as directors until the first annual meeting of members or until their successors are elected and qualified and are:

Marc Madrigal
1117 W. Lynwood
Phoenix, Arizona 85007

Louisa Stark
902 W. Culver
Phoenix, Arizona 85007

Sharon Hunnicutt
737 W. Lynwood
Phoenix, Arizona 85007

ARTICLE VII

The corporation shall have members. The classes, qualifications and rights of such members shall be as set forth in the By-Laws.

ARTICLE VIII

The corporation is not organized and shall not be operated for pecuniary gain or profits. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, members or any other private person; provided that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article III hereof. 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 distributing of statements) any political campaign on behalf of any candidate for public office. The corporation is intended to be an organization (1) which is exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 and (2) to which contributions are deductible under Section 170 (c)(2) of the Internal Revenue code of 1954.

ARTICLE IX

The incorporators of the corporation are:

Marc Madrigal
1117 W. Lynwood
Phoenix, Arizona 85007

Louisa Stark
902 W. Culver
Phoenix, Arizona 85007

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these articles of incorporation to the Arizona Corporation Commission for filing.

ARTICLE X

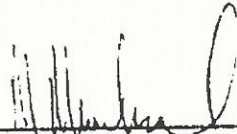
The corporation shall indemnify any person who incurs expenses by reason of the fact that he or she is or was an officer, director, employee or agent of the corporation. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

ARTICLE XI

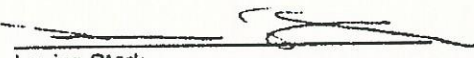
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or, corresponding section of a future federal tax code, or shall be distributed to the Arizona Historical Society for any purpose of Phoenix residential neighborhoods in the 1920's and 1930's. Any such assets not disposed shall be

distributed by the Superior Court of Maricopa County, Probate Division, to an organization organized for exempt purposes as the Court shall determine for the above purposes.

IN WITNESS WHEREOF, we the undersigned have hereunto set our hands this 6th day of March, 1999.



Marc Madrigal



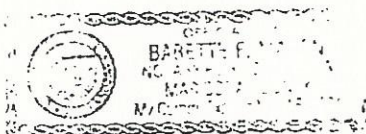
Louisa Stark

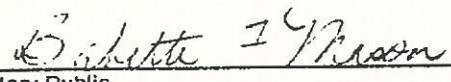
STATE OF ARIZONA)
)
County of Maricopa)

On this the 6th day of March, 1999 before me, the undersigned officer, personally appeared Marc Madrigal and Louisa Star, known to be to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed same to the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:





Notary Public

DO NOT PUBLISH
THIS SECTION

ARTICLE 12

The Articles must indicate
if the corporation will or
will not have members

Phone and fax numbers are
optional

The agent may consent to
the appointment by either
executing the consent
attaching a cover letter, or if
paying by check executing
the check

The Articles must be
accompanied by a
Certificate of Disclosure
executed within 30 days of
delivery to the
Commission by all
incorporators

CT-004 For TAX-EXEMPT
Non-Profit Corporations
Rev 1994

12 MEMBERS (Check One)

The corporation _____ will _____ will not have members

EXECUTED this _____ day of _____, 19 _____ by all of the
incorporators

Signed _____

[Print Name Here]

[Print Name Here]

PHONE _____

FAX _____

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of
the above-named corporation effective this 10th day of MARCH,
19 99

Signed _____

TIM EIGU

[Print Name Here]