

ARTICLES OF INCORPORATION

OF

SAN LUIS MUNICIPAL PROPERTY CORPORATION

An Arizona Nonprofit Corporation

COMMISSION
STATE OF ARIZONA
FILED

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DATE _____ TIME _____

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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 Chapter 5, Title 10, Arizona Revised Statutes, as amended, and that we do hereby adopt these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be San Luis Municipal Property Corporation. *elcy*

ARTICLE II

The corporation shall have no members.

ARTICLE III

The purpose for which the 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, including, without limiting the generality of the foregoing, any civic or charitable purpose such as financing the cost of acquiring, constructing, reconstructing or improving buildings, equipment and other real and personal properties suitable for use by and for leasing to the Town of San Luis, Arizona or its agencies or instrumentalities.

ARTICLE IV

The character of business which the corporation intends actually to conduct in the State of Arizona is financing the cost of construction of, constructing and leasing to the Town of San Luis, Arizona a building suitable for use as a municipal library.

ORIGINAL

ARTICLE V

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that (i) the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it for its benefit and (ii) the corporation shall be authorized to repay the principal of and pay the interest accrued on indebtedness incurred by it to accomplish its civic and charitable purpose. This corporation shall be authorized to and may make reasonable charges for any services rendered by it or for assets furnished by it, but all funds received by the corporation in excess of the cost of its operation shall be held in trust for the accomplishment of its civic and charitable purposes, including the retirement of its debts. 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 publishing a distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VI

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of its assets by transferring such assets to to the Town of San Luis, Arizona or its successor in interest.

ARTICLE VII

The name and address of the initial statutory agent of the corporation is: Arnold Cordova, Jr., Esq., whose address is Cordova, Flores, Morales & Iniguez, P.C., 112 North Fifth Avenue, Suite 9, Phoenix, Arizona 85003.

ARTICLE VIII

The control and management of the business and affairs of the corporation shall be vested in a Board of Directors constituted and qualified as specified in the bylaws of the corporation, but the said Board in any event shall consist of not less than five directors, all of whom shall be residents of the Town of San Luis, Arizona. The directors shall be elected by the governing body of the Town of San Luis, Arizona and, unless the bylaws of the corporation provide to the contrary, shall hold office for a period of three years or until their successors shall have been elected and qualified. Any vacancy occurring in the Board of Directors shall also be

filled by the governing body of the Town of San Luis, Arizona. The directors may be removed from office, with or without cause, by the governing body of the Town of San Luis, Arizona.

ARTICLE IX

The number of directors constituting the initial Board of Directors shall be five. The names and addresses and initial terms of the persons serving as the initial directors of the corporation are:

<u>Name</u>	<u>Address</u>	<u>Term (years)</u>
Margarita Roberts	9809 Margarita Dr. San Luis, AZ	3
Jose Miguel Encinas	9782 Dominguez Dr. San Luis, AZ	3
Tomas Luna	22486 Madera St. San Luis, AZ	2
Ermila Arnold	P.O. Box 666 San Luis, AZ	2
Salvador Pichardo	3rd & C Avenue San Luis, AZ	

ARTICLE X

The private property of the officers and directors of the corporation shall be exempt from liability for its debts and obligations.

ARTICLE XI

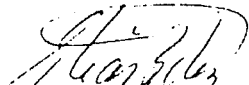
These Articles of Incorporation may at any time, and from time to time, be amended to make any changes therein and add any provisions thereto which might have been included in

the Articles of Incorporation in the first instance, provided that the Board of Directors of the corporation first shall file with the governing body of the Town of San Luis, Arizona an application in writing seeking permission to amend these Articles of Incorporation, specifying in such application the amendment proposed to be made. The governing body of the Town of San Luis shall consider such application and, if it finds and determines it is wise, expedient, necessary or advisable that the proposed amendments be made, authorizes the same to be made, and approves the form of the proposed amendment, then the persons making such application shall proceed to amend these Articles of Incorporation in accordance with the provisions of Chapter 5, Title 10, Arizona Revised Statutes, as amended.

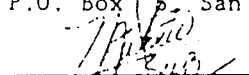
ARTICLE XII

The bylaws of the corporation may at any time, and from time to time, be amended to make any changes therein and add any provisions thereto which might have been included in the bylaws in the first instance, provided that the Board of Directors of the corporation first shall file with the governing body of the Town of San Luis, Arizona, an application in writing seeking permission to amend the bylaws, specifying in such application the amendment proposed to be made. The governing body of the Town of San Luis shall consider such application and, if it finds and determines it is wise, expedient, necessary or advisable that the proposed amendments be made, authorizes the same to be made, and approves the form of the proposed amendment, then the persons making such application shall proceed to amend the bylaws of the corporation.

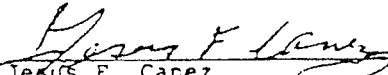
IN WITNESS WHEREOF, the corporators have hereunto set their hands this 30th day December, 1983.




Elias Bermudez
P.O. Box 185, San Luis, Arizona



Marco Antonio Reyes
P.O. Box 5, San Luis, Arizona



Jesus F. Capoz
P.O. Box 5, San Luis, Arizona



Luis Castro
P.O. Box 5, San Luis, Arizona

George L. Guerrero
George L. Guerrero
P.O. Box "S", San Luis, Arizona

Jose Luis Monreal
Jose Luis Monreal
P.O. Box "S", San Luis, Arizona

Josefina Rodriguez
Josefina Rodriguez
P.O. Box "S", San Luis, Arizona

STATE OF ARIZONA

County of Yuma

} ss.

On December 19, 1981, before me, the undersigned Notary Public, personally appeared Elias Bermudez, Marco Antonio Reyes, Jesus P. Canes, Luis Castro, George L. Guerrero, Jose Luis Montreal and Josephina Rodriguez, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.

Cornelia M. M... ..
Notary Public

My Commission Expires:

August 31, 1982
(Date)