

# STATE OF ARIZONA



## *Corporation Commission*

To all to Whom these Presents shall Come, Greeting:

BE IT KNOWN THAT **WALKER FIRE PROTECTION ASSOCIATION, INC.**

HAVING SUBMITTED TO THE ARIZONA CORPORATION COMMISSION EVIDENCE OF COMPLIANCE WITH THE LAWS OF THE STATE OF ARIZONA GOVERNING THE INCORPORATION OF COMPANIES, IS, BY VIRTUE OF THE POWER VESTED IN THE COMMISSION UNDER THE CONSTITUTION AND THE LAWS OF THE STATE OF ARIZONA, HEREBY GRANTED THIS

### **CERTIFICATE OF INCORPORATION**

AUTHORIZING SAID COMPANY TO EXERCISE THE FUNCTIONS OF A CORPORATION, UNDER THE LAWS NOW IN EFFECT IN THE STATE OF ARIZONA, AND SUBJECT TO SUCH LAWS AS MAY HEREAFTER BE ENACTED, FOR A PERIOD OF TWENTY-FIVE YEARS FROM THE DATE HEREOF, UNLESS SOONER REVOKED BY AUTHORITY OF LAW.

BY ORDER OF THE ARIZONA CORPORATION COMMISSION.

*In Witness Whereof*, I, **DICK HERBERT**

THE CHAIRMAN, HAVE HEREUNTO SET MY HAND AND CAUSED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION TO BE AFFIXED AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS **11th** DAY OF **September** A.D. **1970**

CHAIRMAN.

ATTEST:

SECRETARY.

NO. **80382**

BY

ASSISTANT SECRETARY.

**ARTICLES OF INCORPORATION**

**OF**

**WALKER FIRE PROTECTION ASSOCIATION, INC.**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, the undersigned persons, 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 hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation shall be:

**WALKER FIRE PROTECTION ASSOCIATION, INC.,**

**ARTICLE II**

The names and post office addresses and residences of the incorporators are as follows:

John A. Koenig - 2409 W. St. John Rd., Phoenix, Az. 85023  
Albert H. Powell, Walker Route, Prescott, Arizona 86301  
Ene Russell - Walker Route, Prescott, Arizona 86301  
Thomas E. Russell - Walker Route, Prescott, Arizona 86301

**ARTICLE III**

The principal place of business of the corporation shall be at Phoenix, Arizona, but the corporation may hold its meetings at such places as the Bylaws may provide.

**ARTICLE IV**

The corporation is organized not for profit, and the objects, purposes and powers of the corporation, and the general nature of the business it proposes to transact and in which it may be engaged are:

(a) To form and operate a volunteer community organization to take advantage of benefits under the Clarke-McNary Bill, to cooperate with other agencies in providing fire protection and reducing fire hazard in Walker, Arizona and in the surrounding area and such incidental objects as are appropriate in the conduct of its activities, for the use of its members, and others, all as may be approved by the Board of Directors of the Corporation.

(b) To have the power: to lease, rent, purchase, build, construct, hold, have, use or take possession of and enjoy in simple, or other-

wise, any and all personal or real property necessary or appropriate for the uses, purposes and objects of the corporation; to sell, lease, rent, deed in trust, alienate, mortgage, or otherwise pledge, hypothecate and dispose of or use and manage the same at the pleasure of the corporation, for the aforesaid uses, purposes and objects for which the corporation is formed; to apply the proceeds or income derived from the use, management, disposition or acquisition of any and all personal or real property to the uses, purposes and objects of the corporation; and to receive, manage and use gifts of money or property of any kind or description.

(c) To have, use and enjoy any and all rights, powers and privileges and to engage in or perform any and all activities which may be incidental to or appropriate for the attainment of the above purposes and objects of the corporation.

(d) The purposes and objects hereinabove specified shall be construed both as purposes and powers and shall be in no wise limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article hereof, but the purposes, objects and powers and enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the specification of one power or purpose be deemed to exclude another, although it be of like nature not expressed.

(e) Except as herein limited, the corporation shall have and exercise the powers granted to corporations by the laws of the State of Arizona.

#### ARTICLE V

The corporation shall have no capital stock and shall not engage in business for profit, but shall be supported by gifts, bequests, benefits contributions and fees and dues paid by members. Membership in the corporation shall be governed and controlled as provided in the Bylaws of the corporation.

#### ARTICLE VI

The time of commencement of the corporation shall be the date upon which the Arizona Corporation Commission shall issue to the corporation its Certificate of Incorporation, and the termination of the corporation shall be in twenty-five (25) years thereafter, with the power and privilege of renewal as provided by law.

#### ARTICLE VII

The affairs of the corporation shall be conducted, managed and controlled by its officers and a Board of Directors consisting of not less than three members, and such other officers as the Board of Directors may elect. The number of officers and directors, the designation of officers, the manner and time of election of directors and officers and the removal from office of directors and filling of vacancies on the Board of Directors, and the day and date they shall take office shall be as provided by the Bylaws. The annual meeting of the corporation shall be held on the last Saturday of May of each calendar year, and until the first meeting in May of 1971 and until their duly elected and qualified successors shall have assumed their respective offices, the following named persons shall constitute the first Board of Directors:

John A. Koenig  
Albert H. Powell  
Mac Russell  
Thomas E. Russell  
Vere Driscoll  
Louise Gribben  
Ralph Morlander  
Robert J. Potter  
C. Walschenbaugh

All of the above named persons were duly elected as officers and directors at Walker, Yavapai County, Arizona on the 30th day of May 1970. The officers and Board of Directors, at any regular or special meeting called for such purposes, shall have full power to adopt, amend or repeal by majority vote Bylaws and resolutions of the corporation. Any amendment to these articles shall be made in the manner provided by law.

#### ARTICLE VIII

The private property of each and every member, officer and director of the corporation shall at all times be exempt from all debts and liabilities of the corporation.

#### ARTICLE IX

The highest amount of indebtedness, direct or contingent, to which the corporation may at any time subject itself, shall be as may be pre-scribed by the Arizona Corporation Commission.

#### ARTICLE X

The corporation hereby appoints Virginia Bash, 340 Earl Drive, Phoenix, Arizona, who is now and has been for more than three years last past, a bona fide resident of the State of Arizona, as statutory agent, upon whom all notices and processes, including service of summons, may be served, and which when so served, shall be lawful personal service on the corporation. The directors may at any time appoint such statutory agents as may be required in Arizona, or in other states in which the corporation may qualify to do business and revoke such appointments, in accordance with the laws of the state wherein such agent is appointed.

#### ARTICLE XI

In the event of the dissolution of this corporation or in the event it shall cease to carry out the objects and purposes herein set forth, all the business property and assets of the corporation shall go and be distributed to such nonprofit charitable corporation, municipal corporation or corporations as may be selected by the Board of Directors of this corporation, so that the business, property and assets of this corporation shall in that event be used for, and devoted to the general purposes of this corporation, and in no event shall any of the assets or property of this corporation, or the proceeds of any said assets or property, in the event of the dissolution of this corporation, go or be distributed to members, either for the reimbursement of any sums subscribed, donated or contributed

by such members, or for any other such purpose, it being the intent that in the event of the dissolution of this corporation, or upon its ceasing to carry out the objects and purposes herein set forth, the property and assets then owned by the corporation shall be devoted to the carrying on of the function and purposes of this corporation as the Board of Directors shall determine and direct.

IN WITNESS WHEREOF, the undersigned persons have hereunto set their hands this 31st day of August 1970.

del. A. C.  
Albert G. Powell  
Frank G. Powell  
Thommas E. Francis

Subscribed and sworn to before me this 31st day of August, 1970.

Edith Powell  
Notary Public

My Commission Expires Apr. 1, 1973

by such members, or for any other such purpose, is subject to the order of the court in the event of the dissolution of this corporation, or upon the coming to carry out the objects and purposes herein set forth, the property and assets then owned by the corporation shall be divided to the benefit of the Union and members of this corporation as the Board of Directors shall determine and direct.

IN WITNESS WHEREOF, the undersigned persons have hereunto set their hands this 7th day of August 1970.

80382

ARIZONA CORPORATION COMMISSION  
INCORPORATING DIVISION

FILED

SEP 11 1970

W.D.

(Non-profit)

At 2.00 P.M. at request of

Virginia Hall

Address 340 Pearl Street

Phoenix, Arizona

By Mary L. Lively

Charles D. Hadley,

# 72587