

AZ CORPORATION COMMISSION
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JUL 10 2008

**ARTICLES OF INCORPORATION
OF
THE TUCSON CHAPTER OF**FILE NO. -1462938-D**THE NATIONAL ASSOCIATION OF RESIDENTIAL PROPERTY MANAGERS**

1. **Name:** The Name of the Corporation is: **The Tucson Chapter of the National Association of Residential Property Managers**

2. **Purpose:** The purpose for which the corporation is organized is: **To promote education and professionalism among residential property managers in the Tucson area.**

3. **Character of Affairs:** The character of the affairs of the corporation will be: **To carry on educational activities for the benefit of the members of the corporation and to help educate the general public about investment real estate.**

4. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, trustees, incorporators or any other private persons, except that the corporation shall be allowed to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2. 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 1986 (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 Code (or the corresponding provision of any future United States Internal Revenue Law).

5. 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 its assets exclusively for the purposes of the corporation in such a 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 1986 (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 the 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.

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

7. Board of Directors: The initial board of directors shall consist of five director(s). The names and addresses of the persons who are to serve as the directors until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his/her/their successors are elected is/are:

Louis R. Kahn
Foothills Properties
6262 N. Swan Road, #164
Tucson, AZ 85718

Leslie Latham
Foothills Properties
6262 N. Swan Road, #164
Tucson, AZ 85718

Nancy Keupp
Casa Vista Properties, Inc.
6700 N. Oracle Rd, #503
Tucson, AZ 85704

William E. Nordstrom, II
The Nordstrom Group, Inc.
2200 E. River Rd, Ste 103
Tucson, AZ

Illa Krasnick
Realty Executives of
Southern Arizona
1745 East River Road, Ste 245
Tucson, AZ 85718

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

8. Known Place of Business: The street address of the known place of business of the corporation is:

c/o Foothills Properties
6262 North Swan Road
Tucson, AZ 85718

9. Statutory Agent: The name and address of the statutory agent of the Corporation is:

Albert H. Hartwell, Jr.
177 North Church Avenue
Suite 200
Tucson, AZ 85701

10. Incorporators: The name(s) and address(es) of the incorporator(s) is/are:

Leslie Latham
President
Foothills Properties
6262 North Swan Road
Tucson, AZ 85718

Louis R. Kahn
Designated Broker
Foothills Properties
6262 North Swan Road
Tucson, AZ 85718

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.

11. Discrimination: The Corporation will not practice or permit discrimination on the basis of sex, race, national origin, religion, physical handicap, or disability.

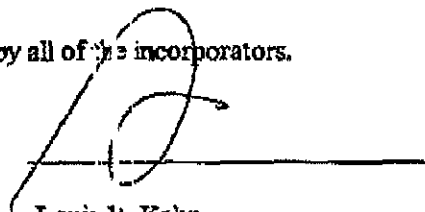
12. Members: The corporation will have members

Executed this 8th day of July, 2008, by all of the incorporators.

Signed:



Leslie Latham

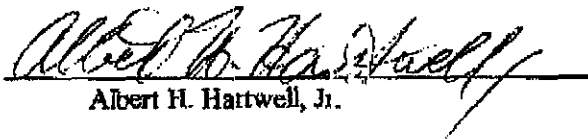


Louis R. Kahn

Acceptance of Appointment by Statutory Agent

The undersigned hereby acknowledge and accepts the appointment as statutory agent of the above-named corporation, effective this 9th day of July, 2008.

Signed



Albert H. Hartwell, Jr.