

CENTURY 21SM

REALTY MANAGEMENT CO., INC.

701 S. MARINE CORPS DRIVE, SUITE 101

TAMUNING, GUAM 96913

P.O. BOX 7988 TAMUNING, GUAM 96931

WWW.GUAMPROPERTIES.COM

FELIX@GUAM.NET

BUSINESS: (671)647-5003

FAX: (671)646-6604



Tax Revenue Appeals Board
Department of Revenue & Taxation
Government of Guam
Barrigada, Guam

October 30, 2024

Ref, Reinstatement of Perez Acres Homeowners Association and addition of "Inc." to the name.

Dear Board,

Attached is a copy of the stamped approved Certificate of Second Amended and Reinstatement Articles of Incorporation for Perez Acres Homeowners Association, Inc.. I was instructed to send you this letter and copy of the document for your files. Please note the addition of "Inc." to the name of this corporation as per request of the Business License Division of Rev & Tax. I ask that you accept this Amendment and the name addition and allow Perez Acres Homeowners Association Inc. to continue acting as a legal non-profit Corporation on Guam.

Please feel free to contact me if you have any questions or problems with this notice and request.

Sincerely,

A handwritten signature in blue ink, appearing to be "CF", written over a light blue horizontal line.

Christopher Felix CCIM, CPM, CIPS, C2EX and CPRO
Managing Agent for Perez Acres Homeowners Association, Inc.
President

CERTIFICATE OF SECOND AMENDED AND REINSTATED
ARTICLES OF INCORPORATION


PEREZ ACRES HOMEOWNERS ASSOCIATION, INC.

A Guam Corporation


RECEIVED
BY DKT
9:10 am
OCT 29 2024
GENERAL LICENSING &
REGISTRATION BRANCH

THE UNDERSIGNED, being the duly elected President and Secretary of Perez Acres Homeowners Association, Inc, a Guam Corporation (the "Corporation"), due hereby certify that the attached is a true and correct copy of the Second Amended and Reinstated Articles of Incorporation duly approved by the joint and unanimous written consent of the Board of Directors and the Shareholders representing all the subscribed capital stock of the Corporation.

Dated this 29th day of October 2024



Roland Franquez - President



Kathleen Bristol - Secretary

RECEIVED
BY DRY
9:10~
OCT 29 2024
GENERAL LICENSING &
REGISTRATION BRANCH

SECOND AMENDED AND REINSTATED
ARTICLES OF INCORPORATION
OF
PEREZ ACRES HOMEOWNERS ASSOCIATION, INC.
OCTOBER 24, 2024

We, the undersigned natural persons, of the age of twenty-one years or more, acting as Incorporators of a corporation pursuant to 18 GUAM CODE ANNOTATED Section 10101, do adopt the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of this corporation is "PEREZ ACRES HOMEOWNERS ASSOCIATION, INC.

ARTICLE TWO
DURATION

The period of duration for this corporation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the corporation be dissolved.

ARTICLE THREE
PURPOSES

The purposes for which the corporation is organized are to promote social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, including but not limited to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions (the "Declaration") recorded in the office of the Recorder, Department of Land Management, Government of Guam as Instrument No. 240609 on October 8, 1974, and as the same may be amended from time to time as therein provided, the Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by an lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, hold, improve, build upon, operate, maintain, convey, sell, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

ARTICLES OF INCORPORATION OF PEREZ ACRES HOMEOWNERS, INC

(d) Borrow money, and with the amount of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the Common Area or of the Association's surface rights in the ponding area, to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the General Corporation Law of Guam by law may now or hereafter have or exercise.

This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

The corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under Section 501(c)(4) of the Internal Revenue Code. The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

Notwithstanding any provision of these Articles of Incorporation, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

ARTICLE FOUR **MEMBERS**

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject under the Declaration to assessment by the Corporation, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Corporation.

ARTICLES OF INCORPORATION OF PEREZ ACRES HOMEOWNERS, INC

**ARTICLE FIVE
VOTING RIGHTS**

Members shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine. but in no event shall more than one vote be cast with respect to any Lot.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation is 701 South Marine Corps Drive, suite 101, Tamuning, GU 96913, and the name of its initial registered agent at such address is Christopher Felix, residing in Guam.

**ARTICLE SEVEN
AMENDMENTS TO ARTICLES OF INCORPORATION**

This corporation reserves the right to amend or repeal, by affirmative vote of a majority of the members of its Board of Directors. any of the provisions contained in these Articles of Incorporation.

**ARTICLE EIGHT
FUNDS AND ASSETS**

This corporation shall use its funds only to accomplish the purposes stated in this Articles of Incorporation. This corporation shall not have authority to issue capital stock. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to, and only to, one or more charitable organizations.

**ARTICLE NINE
DIRECTORS**

The manner in which Directors shall be elected or appointed shall be provided in the Bylaws of the corporation. The names and addresses of the persons who are to serve as initial Directors until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Roland Franquez	P.O. Box 10508, Tamuning, Guam 96931
Jay Merrill	#20 Baki Court, Yigo, Guam 96929

ARTICLES OF INCORPORATION OF PEREZ ACRES HOMEOWNERS, INC

Robert Klitzkie	#22 Baki Court, Yigo, Guam 96929
Bertrand Jean Haurillon	#13 Gollo Court, Yigo, Guam 6929
E. Glenn Canovas	#4 Baki Court, Yigo, Guam 96929
Hank Rice	#30 South Cupa Court, Yigo, Guam 96929
Kathleen Bristol	PMB 245 1270 N. Marine Corps Drive, Ste. 101, Tamuning, Guam 96913

ARTICLE TEN
INCORPORATORS

The names and address of the incorporators are:

<u>Name</u>	<u>Address</u>
Roland Franquez	P.O. Box 10508, Tamuning, Guam 96931
Jay Merrill	#20 Baki Court, Yigo, Guam 96929
Robert Klitzkie	#22 Baki Court, Yigo, Guam 96929

ARTICLE ELEVEN
BYLAWS

The Board of Directors shall have the power to adopt, amend or repeal the Bylaws of this corporation. The Bylaws shall govern the operation of this corporation unless any Bylaw conflicts with this Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.

[SIGNATURES TO FOLLOW ON NEXT PAGE]

ARTICLES OF INCORPORATION OF
PAHA, INC.

GUAM, U.S.A.)

VILLAGE OF HAGÁTÑA)

I, Lia Joshua Dungca, a Notary Public in and for Guam, hereby
certify that on the 24th day of October, 2024:


ROLAND FRANQUEZ


JAY MERRILL


ROBERT KLITZKIE

appeared before me and signed the foregoing document as incorporators, and have averred that
the statements therein contained are true.


Notary Public

LIA JOSHUA DUNGCA
NOTARY PUBLIC
In and for Guam, U.S.A.
My Commission Expires: JUNE 30, 2028
Commission Number NP: 24-0729P
356 S. Marine Corps Drive, Tamuning, Guam 96913



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