



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

CHAD HOMEOWNERS' ASSOCIATION, INC.

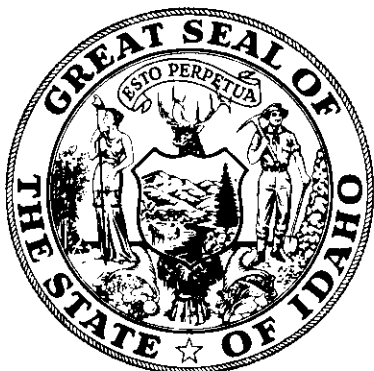
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CHADHOMEOWNERS' ASSOCIATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated July 12, 1985.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

RECEIVED
SEC. OF STATE

85 JUL 12 1985
ARTICLES OF INCORPORATION
OF
CHAD HOMEOWNERS' ASSOCIATION, INC.

In compliance with the requirements of Idaho Code Section 30-301, as amended, the undersigned, all of whom are residents of the State of Idaho and citizens of the United States of America, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is CHAD HOMEOWNERS' ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at Route 1, Box 6, Grangeville, Idaho, 83530.

ARTICLE III

BILLY WIKOFF, whose address is Route 1, Box 6, Grangeville, Idaho, 83530, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

The Chad Subdivision of Ada County,
State of Idaho, according to the
Recorded Plat thereof.

1
2
3
4
5
6 and to promote the health, safety and welfare of the residents
7 within the above-described property and any additions thereto as
8 may hereafter be brought within the jurisdiction of this Associa-
9 tion for this purpose to:

10 (a) exercise all of the powers and privileges and to
11 perform all of the duties and obligations of the Association as
12 set forth in that certain Declaration of Covenants, Conditions and
13 Restrictions, hereinafter called the "Declaration", applicable to
14 the property and recorded or to be recorded in the office of
15 the Ada County Recorder, State of Idaho,
16 as the same may be amended from time to time as therein provided,
17 said Declaration being incorporated herein as if set forth at
18 length;

19 (b) fix, levy, collect and enforce payment by any law-
20 ful means, all charges or assessments pursuant to the terms of the
21 Declaration; to pay all expenses in connection therewith and all
22 office and other expenses incident to the conduct of the business
23 of the Association, including all licenses, taxes or governmental
24 charges levied or imposed against the property of the Association;

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

29 (d) borrow money, and with the assent of two-thirds
30 (2/3) of each class of members mortgage, pledge deed in trust, or
31 hypothecate any or all of its real or personal property as security
32

1 for money borrowed or debts incurred;

2 (e) dedicate, sell or transfer all or any part of the
3 Common Area to any public agency, authority, or utility for such
4 purposes and subject to such conditions as may be agreed to by the
5 members. No such dedication or transfer shall be effective unless
6 an instrument has been signed by two-thirds (2/3) of each class of
7 members, agreeing to such dedication, sale or transfer;

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

13 (g) have and to exercise any and all powers, rights
14 and privileges which a corporation organized under the Non-Profit
15 Corporation Law of the State of Idaho by law may now or hereafter
16 have or exercise.

17 ARTICLE V

18 MEMBERSHIP

19 Every person or entity who is a record owner of a fee
20 or undivided fee interest in any Lot which is subject by covenants
21 of record to assessment by the Association, including contract
22 sellers, shall be a member of the Association. The foregoing is
23 not intended to include persons or entitites who hold an interest
24 merely as security for the performance of an obligation. Member-
25 ship shall be appurtenant to and may not be separated from owner-
26 ship of any Lot which is subject to assessment by the Association.

27 ARTICLE VI

28 VOTING RIGHTS

29 The Association shall have two classes of voting
30 membership:

31 Class A. Class A members shall be all Owners, with
32 the exception of the Declarant, and shall be entitled to one vote

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

5 Class B. The Class B member(s) shall be the Declarant
6 (as defined in the Declaration), and shall be entitled to three
7 (3) votes for each Lot owned. The Class B membership shall cease
8 and be converted to Class A membership on the happening of either
9 of the following events, whichever occurs earlier:

10 (a) when the total votes outstanding in the Class
11 A membership equals the total votes outstanding
12 in the Class B membership; or

13 (b) on July 1, 1995.

14 ARTICLE VII

15 BOARD OF DIRECTORS

16 The affairs of this Association shall be managed by a
17 Board of nine (9) Directors, who need not be members
18 of the Association. The number of Directors may be changed by
19 amendment of the By-Laws of the Association. The names and ad-
20 dresses of the persons who are to act in the capacity of directors
21 until the selection of their successors are:

22	NAME	ADDRESS
23		
24	Billy S. Wikoff	Route 1, Box 6, Grangeville, Idaho 83530
25	Joyce A. Wikoff	Route 1, Box 6, Grangeville, Idaho 83530
26		
27	Wirt Edmonds	1717 South Eagleson, Boise, Idaho 83703
28	Frances D. Edmonds	1717 South Eagleson, Boise, Idaho 83703
29		
30		
31		
32		

1 At the first annual meeting the members shall elect
2 three directors for a term of one year, three directors
3 for a term of two years and three directors for a term of three
4 years; and at each annual meeting thereafter the members shall
5 elect three directors for a term of three years.

6 ARTICLE VIII

7 DISSOLUTION

8 The Association may be dissolved with the assent given
9 in writing and signed by not less than all (100%) of each
10 class of members. Upon dissolution of the Association, other than
11 incident to a merger or consolidation, the assets of the Associa-
12 tion shall be dedicated to an appropriate public agency to be used
13 for purposes similar to those for which this Association was
14 created. In the event that such dedication is refused acceptance,
15 such assets shall be granted, conveyed and assigned to any non-
16 profit corporation, association, trust or other organization to be
17 devoted to such similar purposes. Otherwise, dissolution may be by
18 a vote at a meeting specially called for that purpose, under the *

19 ARTICLE IX

20 DURATION

21 The corporation shall exist perpetually.

22 ARTICLE X

23 AMENDMENTS

24 Amendment of these Articles shall require the assent of
25 75 percent (75%) of the entire membership.

26 ARTICLE XI

27 FHA-VA APPROVAL

28 As long as there is a Class B membership, the following
29 actions will require the prior approval of the Federal Housing Ad-
30 ministration or the Veterans Administration: annexation of addi-
31 tional properties, mergers and consolidations, mortgaging of Com-
32 mon Area, dissolution and amendment of these Articles.

1 IN WITNESS WHEREOF, for the purpose of forming this
2 corporation under the laws of the State of Idaho, we, the under-
3 signed, constituting the incorporators of this Association, have
4 executed these Articles of Incorporation this 24th day of
5 June _____, 19 84.

6 Wirt Edmonds
7

8 Billy Wikoff
9

10 Frances D. Edmonds
11

12 Joyce A. Wikoff
13
14

15 STATE OF IDAHO

16 County of Idaho -- ss.

17 On this 24th day of June, 1985, before me, the under-
18 signed, a Notary Public in and for such state, personally appeared
19 WIRT EDMONDS and FRANCES D. EDMONDS, husband and wife, and BILLY S.
20 WIKOFF and JOYCE A. WIKOFF, husband and wife, known to me to be
21 the persons whose names are subscribed to the within instrument,
22 and they acknowledged to me that they executed the same.

23 (SEAL)

William S. Taylor Jr.
24

25 Notary Public for Idaho, residing at Grangeville.

26 Commission expires: Lifetime, 19 ____.