

**ARTICLES OF INCORPORATION
OF**

VICTORIAN CREST TOWNHOUSE OWNERS ASSOCIATION, INC.

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2002 APR 11 PM 2:42
SECRETARY OF STATE
STATE OF IDAHO

In compliance with the requirements of Title 30, Chapter 3, of the Idaho Code, the undersigned, for the purpose of forming a non-profit corporation, hereby certify:

ARTICLE 1. NAME. The name of the corporation is VICTORIAN CREST TOWNHOUSE OWNERS ASSOCIATION, INC.

ARTICLE 2. DURATION. The period of existence and duration of the Association shall be perpetual.

ARTICLE 3. NON-PROFIT. The Association is a non-profit corporation.

ARTICLE 4. CORPORATE PURPOSES. The purposes for which this Association is organized are:

a. To provide for maintenance of common driveways and walks and the maintenance of exterior landscaping, including watering system, trees, shrubs and grass upon Lots 2A, 2B, 3A, 3B, 4A, 4B, 5A and 5B, Block 2, (Townhouse Lots) Victorian Crest Subdivision to Canyon County, Idaho, according to the plat thereof filed in Book 26, page 18, records of said County, and also upon the retention lot in said subdivision known as Lot 1, Block 2.

b. To own, lease, or use real and/or personal property incidental and/or necessary for the purposes for which the Association is organized.

c. To promote the health, safety and welfare of the residents within the above-described property and any additions

thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

1. 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(s) of Covenants, Conditions and Restrictions of Victorian Crest Subdivision, as Amended, as said Declaration is applicable to the subject property, which said Declaration(s) of Covenants, Conditions and Restrictions, including all amendments thereto, shall be referred to hereinafter as "Declaration";

2. Fix, levy, collect and enforce payment by any 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 Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

3. Acquire (by gift, purchase or otherwise), hold, own, 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 Association;

4. Borrow money, and with the assent of three-fourths (3/4) of the 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;

5. Dedicate, sell or transfer all or any part of the Common Area to any private corporation, 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 three fourths (3/4) of the members, agreeing to such dedication, sale or transfer;

6. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Idaho by law may now or hereafter have or exercise.

ARTICLE 5. REGISTERED OFFICE AND REGISTERED AGENT. The street address of the initial registered office of the Association is 16 - 12th Avenue South, Nampa, Idaho 83651, and the name of its initial registered agent at such address is GEORGE BEETS.

ARTICLE 6. MEMBERSHIP. Each person or entity who is a record owner of a fee or undivided fee interest in any of the Townhouse Lots above described, including contract buyers, but excluding those having an interest merely as security for the performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Townhouse Lot which is subject to assessment by the Association. This Association being a non-profit corporation, shall have no capital stock and no dividends or pecuniary profits shall be declared to the members thereof. Membership shall be appurtenant to and may not be separated from ownership of said

Townhouse Lots.

ARTICLE 7. VOTING RIGHTS.

The Association shall have one class of membership. All owners shall be entitled to one vote for each lot owned. If more than one person or entity holds an interest in any single lot, all such persons or entities shall be members. However, 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 single lot.

ARTICLE 8. BOARD OF DIRECTORS.

The owners of the Townhouse Lots shall constitute the Board of Directors of the Association, which one Director representing each lot for a total of 8. If more than one person or entity holds an interest in any single lot, they shall determine among themselves which owner shall be the Director. The number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until selection of a full Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
George R. Beets	16 - 12th Avenue South Nampa, Idaho 83651
Frieda L. Beets	16 - 12th Avenue South Nampa, Idaho 83651
James D. Shervik	1404 N. Midland Blvd., Nampa, Idaho 83651

If the same person or persons own more than one lot, then such multiple lot owner or owners shall have the right to cast one vote for each lot owned.

ARTICLE 9. DISSOLUTION. The Association may be dissolved with the assent given in writing and signed by not less than seventy-

five percent (75%) of the board of directors. Upon dissolution of the Association, other than incident to a merger or consolidation, after paying all debts and obligations of the Association, any remaining assets of the Association shall be dedicated and distributed to a non-profit fund, foundation or corporation or to an appropriate public agency which has been authorized and operated exclusively for non-profit purposes and which, at the time, qualifies as an exempt organization under the terms and provisions of the INTERNAL REVENUE CODE.

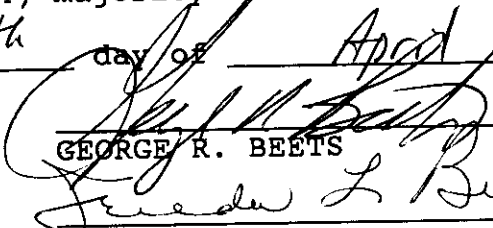
ARTICLE 10. AMENDMENT OF ARTICLES AND BY-LAWS. These Articles of Incorporation may be altered or amended by a three-fourths (3/4) majority vote and approval of the Board of Directors.

ARTICLE 11. INCORPORATORS The names and street addresses of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
George R. Beets	16 - 12th Avenue South Nampa, Idaho 83651
Frieda L. Beets	16 - 12th Avenue South Nampa, Idaho 83651

ARTICLE 12. BY-LAWS. Provisions for the regulation of the internal affairs of the Association shall be set forth in the By-Laws as adopted at the initial meeting of the board of directors by a three-fourths (3/4) majority vote of the directors.

DATED this 11th day of April, 2002.



GEORGE R. BEETS




FRIEDA L. BEETS

STATE OF IDAHO)
 : ss.
COUNTY OF CANYON)

On this 11 day of April, ²⁰⁰²~~2001~~, before me,
the undersigned, a Notary Public in and for said State, personally
appeared GEORGE R. BEETS and FRIEDA L. BEETS, known to me to be the
person whose name is subscribed to the within and foregoing
instrument, and acknowledged to me that they executed the same.

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



NOTARY PUBLIC for Idaho.
Residing at Nampa, Idaho.
My Commission Expires: 9/14/04

