

**ARTICLES OF INCORPORATION
OF
CANYON VIEW SUBDIVISION HOMEOWNER'S ASSOCIATION, INC.**

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporator of a non-profit corporation organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), does hereby certify, declare and adopt the following Articles of Incorporation ("Articles") for the Canyon View Subdivision Homeowner's Association, Inc. ("Corporation").

ARTICLE I

NAME

The name of the Corporation is Canyon View Subdivision Homeowner's Association, Inc.

ARTICLE II

NON-PROFIT

The Corporation is a non-profit, membership corporation.

ARTICLE III

TERM

The period of existence and duration of the life of the Corporation shall be perpetual.

ARTICLE IV

REGISTERED AGENT

The location and street address of the initial registered office of the Corporation shall be 12614 Sunstone Street, Nampa, Idaho 83651, and Jennifer Quinn is hereby appointed the initial registered agent of the Corporation.

ARTICLE V

PURPOSE AND POWERS OF THE CORPORATION

The Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which the Corporation is organized and will be operated are to provide for certain regulations of the use of the Building Lots in the Canyon View Subdivision located in Canyon County, Idaho ("Development") and to exercise all of the powers and privileges and perform all of the Corporation's duties and obligations as set forth in the Declaration of Covenants, Conditions and Restrictions for Canyon View Subdivision, recorded on March 16, 2009 in the official records of Canyon County, Idaho, as Instrument No. 2009012588, and within any amendments or supplements thereto (collectively, the "Declaration") including, without limitation, the following powers:

ARTICLES OF INCORPORATION OF CANYON VIEW SUBDIVISION HOMEOWNER'S ASSOCIATION,
INC.- Page 1
623363_4

C184014
IDaho SECRETARY OF STATE
08/03/2009 05:00
CK: 0846 CT: 1686 BH: 1181421
1 E 30.00 = 30.00 INC MONP # 2
1 E 20.00 = 20.00 INC EXPDI # 3

(a) To provide for the maintenance, preservation and architectural control of the residences, Building Lots and Common Areas situated within the Development.

(b) To promote the health, safety and welfare of the residents within the Development.

(c) To fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the Declaration, and 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.

(d) To acquire (by gift, purchase or otherwise), own, 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 under the limitations imposed by the Declaration.

(e) To borrow money, to mortgage, pledge, deed in trust, or hypothecate, any or all of its real or personal property as security for money borrowed or debts incurred.

(f) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property, provided that any such merger, consolidation or annexation shall comply with the requirements of the Declaration.

(g) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Act may by law now or hereafter have or exercise, subject only to limitations contained in the Bylaws, the Declaration, and any amendments and supplements thereto.

(h) Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or therefore, may not at that time lawfully carry on or do.

ARTICLE VI

EARNINGS AND ACTIVITIES OF THE CORPORATION

No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to its Members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for 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 provisions of these Articles, the Corporation shall not carry on any other activities not permitted

to be carried on by any organization exempt from Federal Income Tax under Section 528 of the Internal Revenue Code of 1986 (or the corresponding provisions of any amendments or future United States internal revenue law).

ARTICLE VII

MEMBERSHIP

Each person or entity holding fee simple interest of record to a Building Lot, including Grantor, and sellers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Building Lot located in the Development. There shall be one (1) membership in the Corporation for each Building Lot located in the Development. No Owner of a Building Lot in the Development shall have more than one (1) membership in the Corporation for each Building Lot owned. Members of the Corporation must be and remain Owners of Building Lots within the Development.

ARTICLE VIII

VOTING RIGHTS

The Corporation shall have two (2) classes of voting memberships:

(A) Class A Members. The Class A Members shall be Owners of Building Lots within the Development, except for Grantor. The Class A Members shall be entitled to one (1) vote for each Building Lot owned by such Class A Members on the day of the vote.

(B) Class B Member. Grantor shall be the Class B Member, and shall be entitled to six (6) votes for each Building Lot owned by Grantor within the Development on the day of the vote. The Class B Member shall cease to be a voting Member in the Corporation at the earlier to occur of: (1) when the total cumulative votes of the Class A Members equal or exceed the total votes of the Class B Member, provided that the Class B membership shall not cease to be a voting Member pursuant to this subsection before the expiration of ten (10) years from the date on which the first Building Lot is sold to an Owner; or (2) an election by the Class B Member to terminate the Class B membership by the Class B Member providing written notice of such election to the Corporation.

ARTICLE IX

EXEMPTION FROM INCOME TAXES

The Corporation is intended to be classified as a "homeowners' association" pursuant to Section 528(a) of the Internal Revenue Code of 1986 (or the corresponding provisions of any amendments or future United States internal revenue law). As such, it is intended to be exempt from income taxes. The Corporation is an organization intended to be a residential real estate management association or condominium management association organized and operated to provide for the acquisition, construction, management, maintenance, and care of the Corporation's property, where sixty percent (60%) or more of the gross income of the

Corporation for any taxable year shall consist solely of amounts received as membership dues, fees, or assessments from owners of residences or residential lots. Ninety percent (90%) or more of the expenditures of the Corporation for any taxable year shall be expenditures for the acquisition, construction, management, maintenance, and care of the Corporation's property. No part of the net earnings of the Corporation shall ever inure to the benefit of any Member or any other individual or entity (other than by the Corporation acquiring, constructing, or providing management, maintenance, and care of the Corporation's property). All provisions of these Articles shall be interpreted in accordance with the provisions of Section 528(c) of the Internal Revenue Code of 1986 (or the corresponding provisions of any amendments or future United States internal revenue law). In case of conflict between such section and other provisions herein, any provisions within these Articles shall be interpreted to be consistent with such section, or shall be of no force and effect.

ARTICLE X
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors (individually "Directors") to carry out all of the powers and duties of the Corporation, as set forth herein. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the Persons constituting the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Michael Birch	12614 Sunstone St., Nampa, ID 83651
Jennifer Quinn	12614 Sunstone St., Nampa, ID 83651
Jonathan Thornley	12351 S. Gateway Park Pl. #D100, Draper, UT 84020

ARTICLE XI
ASSESSMENTS

Each Member shall be liable for the payment of the Assessments provided for in the Declaration and as otherwise set forth in the Bylaws of the Corporation.

ARTICLE XII

AMENDMENTS

Amendment of these Articles may be made at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative vote of more than two-thirds (2/3) of the total voting power of the Corporation, as cast by the Members, and, if required by the Declaration, the consent of holders of first mortgages on Building Lots who have requested in writing that the Corporation provide them notice of proposed actions which affect their interests.

The Declaration contains provisions in which the Development may be expanded so as to include additional adjacent parcels of land. In the event the Declaration is so amended or additional plats of land are brought within the Development in accordance with the Declaration, then these Articles shall automatically be deemed amended so as to include such additional areas of land within the Development, so that each Person holding fee simple interest of record to a lot within such additional area, including sellers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of this Corporation. No further consent or approval of this Corporation shall be required to so amend the Declaration.

ARTICLE XIII

INDEMNIFICATION

As set forth more specifically within the Bylaws, the Corporation shall indemnify the Members of the Board of Directors for all costs, losses, liabilities, expenses and damages, including reasonable attorneys fees, suffered or incurred by a Board Member arising out of or related to the business of the Corporation, to the fullest extent provided or allowed by the laws of Idaho. In addition, the Corporation may advance costs of defense of any proceeding to the Members of the Board of Directors.

ARTICLE XIV

DISSOLUTION

The Corporation shall only be dissolved at a regular meeting, or a special meeting of the Corporation called for that purpose, by the affirmative votes of no less than two-thirds (2/3) of the total voting power of the Corporation, in addition to the other approvals, consents, and confirmations required for such dissolution within the Declaration. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively

for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XV

BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws of the Corporation. The Bylaws of the Corporation may be altered, amended, or new Bylaws adopted at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative vote of more than fifty percent (50%) of the total voting power of the Corporation. Neither these Articles nor the Bylaws of the corporation shall be amended or otherwise changed or interpreted to be inconsistent with the Declaration. Any amendment which is inconsistent with the provisions of the Declaration shall be invalid. For the purpose of specifying in detail the rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of the Corporation, and the Members for the payment of Assessments, the Bylaws may incorporate by reference the provisions of the Declaration.

ARTICLE XVI

MEANING OF TERMS

Except as otherwise defined herein, all terms appearing herein initially capitalized shall have the same meanings as are ascribed to such terms in the Declaration.

ARTICLE XVII

INCORPORATION

Jeremy G. Ladle shall be the incorporator of the Corporation.
PO BOX 2720
Boise ID 83701

[End of Text]

The undersigned, acting as incorporator of a nonprofit corporation under the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code, does hereby certify, declare and adopt these Articles as the articles of incorporation for the Corporation.

DATED this 3rd day of August, 2009.

Jeremy G. Ladle