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SECRETARY OF STATE
STATE OF IDAHO

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OF
MERRYWOOD NEIGHBORHOOD ASSOCIATION NO. TWO,

I, the undersigned person, a resident of the State of Idaho, a citizen of the United States of America and of full age, have this date voluntarily associated for the purpose of forming a non-profit corporation under the provisions of Title 30, Chapter 3, Idaho Code, and I do hereby make, acknowledge, declare and adopt the following Articles of Incorporation.

I.

The name of this corporation shall be the **MERRYWOOD NEIGHBORHOOD ASSOCIATION NO. TWO, INC.**

II.

The purposes of this corporation are as follows:

1. The object and purpose of this corporation is to provide for the ownership, management, maintenance, and operation of the homeowners association of **MERRYWOOD SUBDIVISION NO. TWO**, according to the official plats thereof filed, or to be filed, in the office of the County Recorder of Ada County, Idaho, in conformity with the requirements of the Declaration of Protective Restrictions and Covenants for the said **MERRYWOOD SUBDIVISION NO. TWO**, etc.
2. This corporation shall have all of the powers and authority granted by the "Idaho Nonprofit Corporation Act" (Title 30, Chapter 3, Idaho Code) and all other powers authorized or permitted to nonprofit corporations by the laws of the State of Idaho, as the same may be in effect from time to time.
3. To carry into effect the objects and purposes aforesaid, this corporation is authorized to do all and singular the things necessary and convenient to carry out the general purposes for which it is organized.
4. To carry on any other business, or do anything in connection with the objects and purposes above mentioned that may be necessary and proper to accomplish successfully or promote the said objects and purposes. The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the power of the nonprofit corporation to do any of the things within its general powers.

5. This corporation is a nonprofit corporation, as such term is defined in Title 30, Idaho Code. It does not contemplate pecuniary gain or profit, and no part of its income shall at any time be distributable to its members, directors, or officers (provided, however, this provision shall not be construed to prohibit payments of reasonable compensation for services actually rendered for the benefit of the corporation. Nor to prohibit the conferring of benefits upon the corporation's members in conformity with its purposes).

6. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Bylaws of this Corporation; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of this Corporation.

III.

The duration of this Corporation shall be perpetual.

IV.

1. This corporation shall have Members, whose rights, privileges, and voting rights shall be as provided in the Bylaws or in the Declaration of Covenants, Conditions and Restrictions of MERRYWOOD SUBDIVISION NO. TWO etc., so long as not inconsistent with the following:

a. The record title owners of all or any portion of the lots in MERRYWOOD SUBDIVISION NO. TWO in Ada County, Idaho, according to the official plat thereof filed, or to be filed, in the office of the County Recorder of Ada County, Idaho, shall automatically be Members of this corporation, and membership in this corporation shall be appurtenant to ownership of said real property and shall run with the land thereof.

b. At all meetings of Members of this corporation, the maximum number of votes which may be cast shall be the total number of lots showing on the plats of said Subdivision then of record in the Office of the Ada County Recorder. One (1) vote shall be allocated to each of the lots, the vote allocated with respect to each lot shall be cast in the manner determined by a majority in interest of the record title owners of such lot. Fractional votes shall be permitted.

c. There shall be no Certificates of Membership, and evidence of ownership of record obtained from all or any portion of said lots according to the Official Records of Ada County, Idaho, shall constitute proof of membership in this corporation. Membership shall automatically transfer to the transferee of the property concurrently with transfer of a Member's record title to all or any proration of the said lots.

d. Meetings of the Members shall be held at such places and times as maybe provide in the Bylaws, and may also be held in any manner prescribed or permitted by the corporation laws of the State of Idaho, as amended from time to time. The notice and quorum

requirements are set forth in the Bylaws as set forth in the Declaration of Covenants, Conditions, and Restrictions.

V.

1. The affairs of this corporation shall be managed by a Board of two Directors, who need not be residents of the State of Idaho. The Bylaws may require additional qualifications for Directors.
2. The Directors shall be elected at the annual meeting called pursuant to the Bylaws, and the quorum requirement for said election shall also be as set forth in the Bylaws for election of officers and directors.
3. The initial Board of Directors of the corporation, who shall serve until the first annual election of the Directors, shall consist of the following persons, whose addresses are as set forth below:

Jon Forst

2063 W. Jayton Drive, Meridian, ID 83642

Richard Lossness

2110 W. Jayton Drive, Meridian, ID 83642

VI.

The officers of this corporation shall be elected by the Board of Directors and shall serve for such terms of office as may be designated by the Board of Directors. The officers of this corporation shall be president, one or more vice-presidents, secretary, treasurer, and any other officers or assistant officers as may be elected or appointed by the Board of Directors. Except for the office of President, more than one office may be held by one person. The time and manner of election of officers, and their respective authority and duties, shall be as set forth in the Bylaws, or as may be determined by resolution of the Board of Directors not inconsistent with the Bylaws.

VII.

1. This corporation may not be dissolved without the permission of the homeowners association. If such permission is obtained, the corporation may be dissolved upon unanimous affirmative vote of the Members present and voting at any membership meeting, provided written notice was given to each Member at his most present address as shown on the books and records at the corporation, not less than ten (10) days before the date of the meeting, stating that the question is dissolution of the corporation is proposed to be voted upon at such meeting.

2. In event of dissolution of the corporation, all of the property and assets, after payment of all debts and liabilities, shall be distributed or dedicated to a public body or conveyed to a non-profit organization with similar purposes as this organization.

VIII.

The articles of corporation may be amended by vote of seventy-five percent (75%) in interest of the Members present and voting at any annual membership meeting or any special membership meetings called for such purposes. In addition any amendment must comply with Idaho Code Title 30, Chapter 3 dealing with amendments.

IX.

The initial registered office, agent and registered address of this Corporation is:

Lori Bradley
201 West State Street
Boise, Idaho 83702

X.

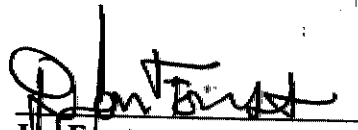
The name and present address of the incorporator and principal organizer is:

Jon Forst
2063 W. Jayton Drive
Meridian, ID 83642

XI.

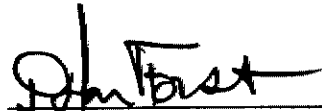
If there are conflicts between the provisions of these Articles and Bylaws they shall, if possible, be construed to be consistent and in all events shall be construed in light of the provisions of Chapter 3, Title 30, Idaho Code, which in all cases shall be controlling.

IN WITNESS WHEREOF, the incorporator has hereunto set her/his hand and seal in triplicate, this 19 day of March, 1998.


Jon Forst

STATE OF IDAHO)
 : SS.
County of Ada)

Jon Forst, being first duly sworn, deposes and says: That she/he is the incorporator named in the within and foregoing instrument; that she/he has read said instrument, knows the contents thereof and that the statements contained therein are true and correct to the best of her knowledge.



Jon Forst

SUBSCRIBED AND SWORN to before me the undersigned, this 27th day of March, 1998.

PATTY L CHOPP
NOTARY PUBLIC
STATE OF IDAHO
Commission Expires 5-8-98.



Notary Public for Idaho
Residence: Boise, Idaho