

FILED EFFECTIVE
2006 AUG 10 AM 9:13

ARTICLES OF INCORPORATION
OF
SUMMER BREEZE HOMEOWNERS ASSOCIATION, INC.

SECRETARY OF STATE
STATE OF IDAHO

In compliance with the requirements of the laws of Idaho relating to non-profit corporations and acts amendatory and supplemental thereto, including particularly Chapter 3, Title 30, Idaho Code, the undersigned natural persons, each of whom is of full age and a resident of the United States, in order to form a non-profit corporation for the purposes hereinafter stated, do hereby, as incorporators, adopt the following Articles of Incorporation and certify:

ARTICLE I
NAME

The name of the corporation is Summer Breeze Homeowners Association, Inc., hereinafter called the "Corporation."

ARTICLE II
NON-PROFIT CORPORATION

This corporation is and shall be a non-profit corporation organized and existing under the laws of the State of Idaho.

ARTICLE III
DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV
PURPOSE AND POWERS OF THE CORPORATION

The purpose of this Corporation shall be to provide for maintenance, preservation and control of the Common Area within Summer Breeze Subdivision, Idaho County, Idaho, and additions thereto as may hereafter be brought within the jurisdiction of this Corporation by annexation as provided in Covenants referred to below, and to promote the recreation, health, safety and welfare of the members hereof, and for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereafter and other restrictions and covenants applicable to the property known as Summer Breeze Subdivision, Grangeville, Idaho, and recorded or to be recorded in the Office of the County Recorder of Idaho County, Idaho, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) 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

IDAHO SECRETARY OF STATE
08/10/2006 05:00
CK: 2029 CT: 70789 BH: 969415
1 @ 30.00 = 30.00 INC MONP # 2

1 business of the Corporation, including all licenses, taxes or governmental charges
2 levied or imposed against the property of the Corporation;

- 3 (c) acquire (by gift, purchase or otherwise), own, sell, hold, improve, build upon, operate,
4 maintain, convey, lease, transfer, dedicate for public use or otherwise dispose of real
5 or personal property in connection with the affairs of the Corporation;
- 6 (d) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or
7 personal property as security for money borrowed or debts incurred, subject to those
8 restrictions contained in the Declaration and any amendments thereto;
- 9 (e) dedicate, sell or transfer all or any part of the Common Area, to any public agency,
10 authority, utility for such purposes and subject to such conditions as may be agreed to
11 by the members, subject to those restrictions contained in the Declaration and any
12 amendments thereto;
- 13 (f) participate in mergers and consolidations with other non-profit corporations
14 organized for the same purposes or annex additional residential property and the
15 Common Area, subject to those restrictions continued in the Declaration of any
16 amendments thereto; and
- 17 (g) have and to exercise any and all powers, rights and privileges which a corporation
18 organized under the Non-Profit Corporation Law of the State of Idaho by law may
19 now or hereafter have or exercise.

20 **ARTICLE V**
21 **BOARD OF DIRECTORS**

22 The affairs of the Corporation may be managed by a Board of three (3) Directors, who
23 need not be members of the Corporation, at meetings duly held pursuant to the By-Laws and
24 at which a quorum is present in person or by proxy. A quorum shall consist of a majority of
25 the Directors. The Board, by majority vote, may remove an officer of the Corporation.

26 The names and addresses of the Board of Directors of the Corporation are:

27 Richard Baines 16867 Highway 95
28 Grangeville, Idaho 83530

Joyce Baines 16867 Highway 95
Grangeville, Idaho 83530

Lloyd Welburn 96 Twin Pines Lane
Grangeville, Idaho 83530

1
2 At the first regular meeting, the members shall elect one director for a term of one year,
3 one director for a term of two years, and one director for a term of three years; and at each
4 annual meeting thereafter, the members shall elect one director for the term of three years.
Vacancies during the terms shall be filed by the remaining directors.

5 **ARTICLE VI**
6 **INITIAL REGISTERED OFFICE**

7 The initial registered office of the corporation is located at, 16967 U. S. Highway 95 S.,
8 Grangeville, Idaho 83530. Richard Baines, whose address is 16967 U. S. Highway 95 S.,
Grangeville, Idaho 83530, is hereby appointed the initial registered agent of this corporation.

9 **ARTICLE VII**
10 **INCORPORATORS**

11 The names and addresses of each of the incorporators are:

12 Ten Plus, Inc.
13 A Nevada Corporation

16967 U. S. Highway 95 S.
Grangeville, Idaho 83530

14
15
16 **ARTICLE VIII**
17 **DISSOLUTION**

18 The Corporation may be dissolved with the assent given in writing and signed by all of
19 the members, or a vote of all the members at any regular meeting of the membership. Upon
20 dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the
21 Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to
22 those for which the Corporation was created. In the event that such dedication is refused
acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation,
association, trust or other organization to be devoted to such similar purposes. No part of the
assets of such dissolution shall inure to the benefit of any member.

23 **ARTICLE IX**
24 **MEMBERSHIP**

25 Every person or entity who is a record owner of a fee or which is subject by covenants of
26 record to assessment by the Corporation shall be a member of the Corporation. The foregoing is
27 not intended to include persons or entities who hold an interest in a lot merely as security for the
28 performance of any obligation. Membership shall be appurtenant to and shall not be separated
from ownership of any lot which is subject to assessment by the Corporation. Each member
shall enjoy those property rights defined in Article IV of the Declaration of amendments thereto.

1
2 **ARTICLE X**
3 **VOTING RIGHTS**

4 The Corporation shall have one class of voting membership. Each member shall be
5 entitled to one vote for each lot in which he holds the interest required for membership by the
6 Declaration; when more than one person holds such interest in any lot, all such persons shall be
members, and 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.

7 **ARTICLE XI**
8 **AMENDMENT**

9 Amendments to the Articles shall require the assent of those members casting two-thirds
10 (2/3) of the votes of the Corporation at any regular members' meeting, mailed specifically for that
11 purpose. The By-Laws may be amended by a majority of the Directors or by the members in
accordance with Idaho law.

12 IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the
13 State of Idaho as aforementioned, the undersigned, constituting the incorporators of this corporation,
14 have executed these Articles of Incorporation this 7th day of APRIL, 2006.

15 TEN PLUS, INC.
16 A Nevada Corporation

17
18 BY: 

19
20
21
22
23
24
25
26
27
28 RICHARD BAINES, President