



CERTIFICATE OF INCORPORATION
OF

SUNFLOWER PARK PROPERTY OWNERS' 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 SUNFLOWER PARK PROPERTY OWNERS' 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 June 19, 19 84.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
SUNFLOWER PARK PROPERTY OWNERS' ASSOCIATION, INC.

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SECRETARY OF
STATE

ARTICLE I.

The name of this corporation is SUNFLOWER PARK PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

This corporation shall be a non-profit membership corporation.

ARTICLE IV.

The address of the initial registered office of the corporation is 5000 Chinden Blvd., Boise, Idaho 83714. The name of its initial registered agent at such address is Reginald E. Dobbs.

ARTICLE V.

This corporation is formed to be a Management Body as permitted by the provisions of the Idaho Condominium Property Act, Idaho Code, Title 55, Chapter 15 and its powers are and shall be consistent with the provisions of this act.

ARTICLE VI.

The nature of the business and the object and purpose of this corporation shall be as follows:"

(a) This corporation (hereinafter referred to as the "Association") shall be the "Management Body" as defined in Section 55-1503, Idaho Code, and as provided for in the terms and conditions of that certain Condominium Declaration for Sunflower Park Condominium (hereinafter referred to as the "Declaration") to be executed by Zachreson Company, an Idaho corporation, which delegates and authorizes this Association

to exercise certain functions as the Management Body. The Declaration shall be recorded in the office of Ada County, State of Idaho, together with a certified copy of these Articles of Incorporation appended thereto.

(b) The Management Body shall have the power to exercise and enforce all rights and privileges, all duties, obligations and responsibilities of a Management Body as provided for in the Idaho Condominium Property Act and in the Declaration. The Management Body shall have the power to adopt and enforce rules and regulations covering the use of the condominium project or any area, lots or units thereof, to levy and collect the annual and special assessments and charges against the condominiums and the members of the Association and in general to assume and perform all the functions to be assumed and performed by the Management Body as provided for in the Declaration. It shall have the power to transfer, assign or delegate such duties, obligations or responsibilities to other persons or entities as permitted or provided for in the Idaho Condominium Property Act, the Declaration, or in an agreement executed by the Association with respect thereto. The Management Body shall actively foster, promote, and advance the interests of owners of condominium units within the condominium project.

(c) In addition to the foregoing, where not inconsistent with the Idaho Condominium Property Act, the corporation shall have authority to transact any and all lawful business for which non-profit corporations may be incorporated under the Idaho Non-Profit Corporation Act.

ARTICLE VII.

This corporation shall have two classes of voting membership, as follows:

Class A. Class A members shall be all Owners, with the exception of Zachreson Company or any of its sucesors or assigns acting in the capacity of developer or builder with respect to the Sunflower Park Condominiums. Class A members shall be entitled to one vote for each Unit owned in Sunflower Park Condominiums. In the case of co-ownership of any Unit the vote with respect to such Unit shall be cast in the manner directed by the majority of such co-owners.

Class B. The Class B member shall be Zachreson Company or any of its successors or assigns acting in the capacity of developer or builder with respect to the Sunflower Park Condominiums. The Class B member shall be entitled to three (3) votes for each Unit owned in Sunflower Park Condominiums.

Each member shall be liable for the payment of assessments provided for in the Declaration and for the payment and discharge of the liabilities of the corporation as provided for in the Declaration, the Idaho Condominium Property Act and as set forth in the By-laws of the corporation.

ARTICLE VIII.

The business and affairs of the association shall be managed and controlled by a Board of Directors. The original Board of Directors shall be three (3). The number of members of the Board of Directors may be changed from time to time by amendment of the By-laws of the corporation.

ARTICLE IX.

These Articles of Incorporation may be amended by a two-thirds (2/3) majority vote of the total voting power of the members of the corporation provided, however, that so long as the Class B membership is in effect, there shall be no amendment or other action to annex additional properties, engage in any merger or consolidation, to mortgage, dedicate or otherwise encumber the common area or any part thereof, or to dissolve the corporation, without the express prior written consent of Zachreson Company.

ARTICLE X.

The name and post office address of the incorporator are as

follows: Zachreson Company, P. O. Box 2187, Boise, Idaho 83701.

Dated this 19th day of June, 1984.

ZACHRESON COMPANY,
an Idaho corporation

By Reginald E. Dobbs
Its President

STATE OF IDAHO)
) ss.
County of Ada)

On this 19th day of June, in the year 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared Reginald E. Dobbs, known or identified to me to be the President of the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

(SEAL)

Karen Jancy
Notary Public for State of Idaho
Residing at: Boise