

AND RESTATED  
**AMENDED ARTICLES OF INCORPORATION**  
**OF**

**FILED EFFECTIVE**

2014 AUG 20 PM 2: 01

**STONE CREEK ESTATES-HOA, INCORPORATED**

SECRETARY OF STATE  
STATE OF IDAHO

We, the undersigned natural persons, of the age of twenty-one years or more, acting as incorporators of a corporation, pursuant to the NONPROFIT CORPORATION ACT, (Title 30, Chapter 3, of the Idaho Code) do adopt the following amended Articles of Incorporation.

**ARTICLE 1. NAME:**

The name of this Corporation is: Stone Creek Estates-HOA, Inc.

**ARTICLE 2: PURPOSES**

This Corporation is organized exclusively for the enforcement of the declared Covenants, Conditions and Restrictions (CCR's) and the collection of assessments (fees) and disbursement of those fees for the maintenance and repair of the common areas, and/or water retention areas and water feature within Stone Creek Estates Subdivision, whether now existing or hereinafter acquired.

This Corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this Corporation may make payments of reasonable compensation for services rendered.

This Corporation is organized primarily for the following purposes:

Enforcement of covenants, conditions, and restrictions with the developer and/or builders within Stone Creek Estates Subdivision.

To own, operate, maintain, and repair all common areas, and/or water retention areas, and water feature within Stone Creek Estates Subdivision, whether now existing or herein after acquired.

To make assessments (yearly, special, and late fees) to members of the Association, for operating, maintaining, and repairing common areas and/or water retention areas and water feature within Stone Creek Estates Subdivision, whether now existing or hereinafter acquired.

Notwithstanding any provisions of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or Title 30, Chapter 3, of the Idaho Code

### **ARTILCE 3. REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation is 2216 Riverstone Way, Idaho Falls, Idaho, 83404, and the name of its initial registered agent at such address is Harold F. Kehr, residing in Idaho. Subsequent address(s) will be the elected treasurer of the Corporation.

### **ARTICLE 4. DIRECTORS**

The manner in which Directors shall be elected or appointed shall be provided in the Bylaws of the Corporation. The names and address of the persons who ae currently Directors until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>	<u>POSITION</u>
Robert A. Lopez	4744 Greystone Lane Idaho Falls, Idaho 83404	President
Traci Wheeler	2207 Riverstone Way Idaho Falls, Idaho 83404	Vice –President (1)
Monica Nelson	2222 Cobblefield Way Idaho Falls, Idaho 83404	Vice-President (2)
Steve McLean	4863 Greystone Lane Idaho Falls, Idaho 83404	Secretary
Harold Kehr	2216 Riverstone Way Idaho Falls, Idaho 83404	Treasurer

### **ARTICLE 5. INCORPORATORS**

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Russell Osborne	4735 Blackstone Drive Idaho Falls, Idaho 83404
Judy Osborne	4735 Blackstone Drive Idaho Falls, Idaho 83404

### **ARTICLE 6. ADDRESS**

The mailing address for the Corporation shall be: 2216 Riverstone Way, Idaho Falls, ID 83404.

## **ARTICLE 7. VOTING MEMBERS**

Membership in the Corporation (Association) shall be limited to owners of homes built on lots in Stone Creek Estates Subdivision. Each owner shall be entitled to one (1) membership in the Association (owner means per household). Ownership of a home shall be the sole qualification and criteria for membership. The rights and obligations of an owner and membership in the Association shall not be assigned, transferred, pledged, conveyed, or alienated in any way except upon legal transfer of ownership of the owner's home and will only be transferred to the transferee. In the event of dissolution of the Association, each member becomes a member of the unincorporated Association succeeding this Association. The rights, duties, privileges and obligations of an owner as a member of the Association or it succeeding unincorporated Association, shall be those set forth in, and shall be exercised and imposed in accordance with the provisions of the Articles and the Bylaws of the Association.

## **ARTICLE 8. ASSETS OR STOCK**

This Corporation shall not have authority to issue capital stock nor are there any assets to be distributed upon dissolution.

## **ARTICLE 9. COMMITTEES**

This Corporation reserves the right to appoint a committee or committees the Board of Directors deems necessary and proper to accomplish its purposes.

## **ARTICLE 10. INDEMNIFICATION**

The Association may indemnify officers, directors, employees, agents and committee members of the Association to the extent permitted by, and in accordance with the Idaho Business Corporation Act.

The Association may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, agent, or committee member of the Association. The Association may purchase other liability insurance it deems necessary to protect its members including but not limited to common areas of Stone Creek Estates Subdivision.

## **ARTICLE 11. DURATION**

The period of duration for this Corporation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the Corporation be dissolved pursuant to the State of Idaho Nonprofit Corporation Act.

## ARTICLE 12. AMENDMENTS TO ARTICLES OF INCORPORATION

This Corporation reserves the right to amend or repeal, by the affirmative vote of the majority of the Board of Directors, any of the provisions contained in these Articles of Incorporation. A quorum of the greater of 1/3 the number of Directors or two (2) Directors must be present to amend or repeal a provision.

## ARTICLE 13. FUNDS AND ASSETS


This Corporation shall use its funds only to accomplish the purposes stated in these Articles of Incorporation. Upon dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining funds and/or assets shall be distributed to the succeeding unincorporated Association.

## ARTICLE 14. BYLAWS

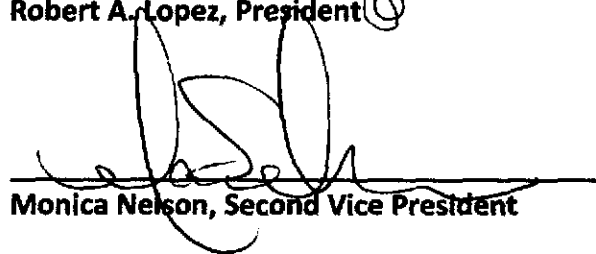
The Board of Directors shall have the power to adopt, amend, or repeal the Bylaws of the Corporation. The Bylaws shall govern the operation of the Corporation unless any Bylaw conflicts with the Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.

THE FOREGOING AMENDMENT TO THE ARTICLES OF INCORPORATION WERE ADOPTED BY  
THE BOARD OF DIRECTORS <sup>and members</sup> OF THE STONE CREEK ESTATES-HOA, INC.

ON August 4, 2014

  
Robert A. Lopez, President

  
Traci Wheeler, First Vice President

  
Monica Nelson, Second Vice President

  
Steve McLean, Secretary

  
Harold F. Kehr, Treasurer