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STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
LITTLE COUNTRY VILLAGE HOMEOWNERS
ASSOCIATION, INC.

IDAHO SECRETARY OF STATE
66-17/1998 09:00
EX: 753 CT: 326 BH: 129400
\$ 100.00 = 100.00 CORP
C124644

In compliance with the requirements of the State of Idaho, The United States of America, Veterans Administration, the undersigned, all of whom are residents of The United States, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Little Country Village Homeowners Association, INC. hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 1816 1st Avenue South, Payette, Idaho 83661.

ARTICLE III

Barbara Little, whose address is 1816 1st Avenue South, Payette, Idaho 83661, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation

and architectural control of the residence Lots and Common Area within that certain tract of property described as:

LITTLE COUNTRY VILLAGE ESTATES, as per plat and book
in the Records of the County Recorder for Payette County,
Idaho

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Payette County Recorder, and as the same may be amended from time to time as therein provided, said Declaration being incorporation 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 business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell,

lease, transfer, dedicate for the public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) of each class of member of mortgage, pledge, deed in trust, or hypothecate any or all if its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purpose and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members,

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Idaho by law may now or hereafter have exercise.

(h) This housing shall be 55 or over housing. The provisions regarding familial status shall apply to housing intended and operated for occupancy by at least one person 55 years of age or older per unit. The housing facility has signif-

icant facilities and services specifically designed to meet the physical or social needs of older persons. "Significant facilities and services specifically designed to meet the physical or social needs of older persons" include, but are not limited to, social and recreational programs, continuing education, information and counseling, recreational, homemaker, outside maintenance and referral services, an accessible physical environment, emergency and preventive health care programs, including but not limited to, diabetes testing, blood pressure testing once a month, C.N.A. available for questions at least once a month, provide programs on services available for retirement living, all of the above medical services provided for at the Community Center, congregate dining facilities, services designed to encourage and assist residents to use the services, and assist residents to use the services and facilities available to them.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on February 15, 1997.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the

selection of their successors are:

VERNON E. BARTON, 266 N. Iowa Ave., Payette, ID 83661

LINDA J. BARTON, 266 N. Iowa Ave., Payette, ID 83661

RONALD E. CARROLL, P.O. Box 175, Payette, ID 83661

PATRICIA H. CARROLL, P.O. Box 175, Payette, ID 83661

CARL V. LITTLE, P.O. Box 897, Payette, ID 83661

BARBARA E. LITTLE, P.O. Box 897, Payette, ID 83661

MARLIN R. OLTMAN, 4600 Hwy. 52, Ontario, OR 97914

TAMARA L. OLTMAN, 4600 Hwy. 52, Ontario, OR 97914

EUGENE CARROLL, 313 Sunrise Dr., Payette, ID 83661

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused ac-

ceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 27th day of May, 1993.

Vernon E. Barton
VERNON E. BARTON

Linda J. Barton
LINDA J. BARTON

Ronald G. Carroll
RONALD E. CARROLL

Patricia H. Carroll
PATRICIA H. CARROLL

Carl V. Little
CARL V. LITTLE

Barbara E. Little
BARBARA E. LITTLE

Marlin R. Oltman
MARLIN R. OLTMAN

Tamara L. Oltman
TAMARA L. OLTMAN

STATE OF IDAHO)
 : ss
County of Payette)

On this 26th day of May, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared VERNON E. BARTON, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that he executed the same.

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

Barbara Little
Notary Public of Idaho
Residing at: Payette, id
My Comm. Expires: 3-18-98

STATE OF IDAHO)
 : ss
County of Payette)

On this 26th day of May, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared LINDA J. BARTON, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that she executed the same.

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

Barbara Little
Notary Public of Idaho
Residing at: Payette, id
My Comm. Expires: 3-18-98

STATE OF IDAHO)
 : ss
County of Payette)

On this 26th day of May, 1993, before me,
the undersigned, a Notary Public in and for said State, personally appeared RONALD E. CARROLL, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that he executed the same.

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

Sam K. Osborn
Notary Public of Idaho
Residing at: Payette, Idaho
My Comm. Expires: 7-18-98

STATE OF IDAHO)
 : ss
County of Payette)

On this 26th day of May, 1993, before me,
the undersigned, a Notary Public in and for said State, personally appeared PATRICIA H. CARROLL, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that she executed the same.

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

Barbara Little
Notary Public of Idaho
Residing at: Payette, Id
My Comm. Expires: 3-18-98

STATE OF IDAHO)
 : ss
County of Payette)

On this 26th day of May, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared CARL V. LITTLE, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that he executed the same.

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

Barbara Little
Notary Public of Idaho
Residing at: Payette, id
My Comm. Expires: 3-18-98

STATE OF IDAHO)
 : ss
County of Payette)

On this 27 day of May, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared BARBARA E. LITTLE, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that she executed the same.

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

Beverlee J. Wilson
Notary Public of Idaho
Residing at: Payette
My Comm. Expires: 1-15-94

STATE OF IDAHO)
 : ss
County of Payette)

On this _____ day of _____, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared MARLIN R. OLTMAN, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that he executed the same.

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

Barbara Little
Notary Public of Idaho
Residing at: 3-18-98
My Comm. Expires: 3-18-98

STATE OF IDAHO)
 : ss
County of Payette)

On this 26th day of may, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared TAMARA L. OLTMAN, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of Association and acknowledged to me that she executed the same.

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

Barbara Little
Notary Public of Idaho
Residing at: Payette, id
My Comm. Expires: 3-18-98