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SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
OF  
SOUTHRIDGE RESIDENTIAL HOMEOWNERS ASSOCIATION, INC.**

The undersigned, acting as incorporator of a corporation under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I.  
NAME**

The name of the corporation is Southridge Residential Homeowners Association, Inc. (hereinafter called the "Corporation").

**ARTICLE II.  
PRINCIPAL AND REGISTERED AGENT**

The location and principal office of the Corporation is 1977 E Overland Road, Meridian, Idaho 83642. The registered agent of the Corporation is Corey D. Barton.

**ARTICLE III.  
INCORPORATOR**

The incorporator and its address are as follows:

Corey Barton Homes, Inc.  
1977 E Overland Road  
Meridian, Idaho 83642

**ARTICLE IV.  
PURPOSE AND POWERS OF THE CORPORATION**

The purposes for which the Corporation is formed are:

1. The Corporation's primary purpose shall be to manage and operate Southridge Residential Subdivision.

2. The general purpose of the Corporation is to have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Act of the State of Idaho by law may now or hereafter have or exercise.

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3. The foregoing statement of purposes shall be construed as a statement both of purposes and of powers, and such purposes and powers shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements regarding the breadth of the Corporation's purposes and powers, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the Corporation.

#### **ARTICLE V. MEMBERSHIP**

The Corporation shall have two classes of members; Class A members and Class B members. Class A members shall be composed of all the owners of lots in Southridge Residential Subdivision except the Declarant, as such term is defined in the Declaration of Covenants, Conditions and Restrictions for Southridge Residential Subdivision in the real property records of Ada County, Idaho in Book 104, Pages 14056-14063, and any amendments or supplements recorded or to be recorded pursuant thereto (the "CC&Rs") and Class B shall be composed of the Declarant. All rights, obligations and the other terms and conditions related to membership will be governed by the Corporation's Bylaws and the CC&Rs. Conflicting terms between any of these three documents shall be resolved with the following priority: the CC&Rs shall prevail over these Articles and the Corporation's Bylaws and these Articles shall prevail over the Corporation's Bylaws.

#### **ARTICLE VI. BOARD OF DIRECTORS**

Members shall elect the Board of Directors using cumulative voting as described in the Corporation's Bylaws.

The affairs of the Corporation shall initially be managed by a Board of Directors consisting of three (3) directors and, in no event shall the Board of Directors consist of less than three (3) or more than five (5) directors. The number between three (3) and five (5) directors may be changed by vote of the then acting directors. To increase the number of directors over five (5) or below three (3) requires an amendment of these Articles by a vote of the members as set forth in the Corporation's Bylaws. Directors need not be members.

The initial directors of the Corporation and their addresses are as follows:

Corey Barton	1977 E. Overland Meridian, ID 83642
Serena Clark	1977 E. Overland Meridian, ID 83642
Adair Koltes	1977 E. Overland

Meridian, ID 83642

**ARTICLE VII.  
EXISTENCE**

The Corporation shall exist perpetually.

**ARTICLE VIII.  
DISSOLUTION**

Upon the winding up and dissolution of the Corporation, after paying or adequately providing for its debts and obligations, the remaining assets shall be distributed to a non-profit fund, foundation or a corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, the undersigned, constituting the incorporator of this Corporation, has executed these Articles of Incorporation this 29<sup>th</sup> day of May, 2015.

Corey Barton Homes, Inc.,  
an Idaho limited liability company



By: Corey D. Barton  
Its: President