

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

WILD ROSE PROPERTY OWNERS ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **28th** day of **November** A. D. One Thousand Nine Hundred **Seventy-seven** and ~~will be~~ is duly recorded on ~~Form No.~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Nampa, Idaho** in the County of **Canyon** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **28th** day of **November** A.D., 19 **77**.

Secretary of State.

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SECRETARY OF
STATE

ARTICLES OF INCORPORATION

OF

WILD ROSE PROPERTY OWNERS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the under-
signed all being citizens of the United States of America, and
of the State of Idaho, and being of full age, have this day volun-
tarily associated ourselves together for the purpose of forming
a nonprofit cooperative association under the laws of the State
of Idaho, Title 30, Section 1001-1006, to be hereinafter referred
to as a corporation, and do hereby adopt the following ARTICLES
OF INCORPORATION, to-wit:

ARTICLE I.

The name of this corporation shall be and is "WILD ROSE
PROPERTY OWNERS ASSOCIATION, INC."

ARTICLE II.

The purposes for which this corporation is formed are
the following:

1. To encourage the conservation of water by members
of the corporation by means of the cooperative efforts of the
members of the corporation, and to promote the efficiency of use
of water by the members.
2. To provide for the members of this corporation a
stable and continuing supply of water for the domestic use, in-
cluding use for irrigation purposes, and other uses of the members
thereof.

ARTICLES - 1.

And for these purposes the corporation shall have authority:

a. To lease and use real and personal property incidental and necessary to the operation of a water system and to enter into any and all contracts that may become necessary to the carrying out of the purposes aforesaid.

b. To buy, sell, own, lease and improve real estate incidental and necessary to the operation of a water system which may be required or determined necessary and convenient for the purpose of carrying on any of the objects of the corporation.

c. To buy, sell and deliver all goods, wares and merchandise, and own all kinds of equipment, apparatus and appliances reasonably related to and required by the principal business of this corporation.

d. To contract debts and issue bills, notes, mortgages, bonds and debentures.

ARTICLE III.

The corporation is not organized for pecuniary profit, nor shall have any power to issue certificates of stocks or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director or individual. The balance, if any, of all money received by the corporation from its operations, after payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used in the exercise of the purposes above set forth.

ARTICLE IV.

The rights of membership shall extend to the owners of real property located in Wild Rose Ranchettes, Canyon County, Idaho. The membership shall depend solely upon ownership of said property and such membership shall be identified with the ownership of said property and shall not be subject to the approval of the board of directors or other members. The rights and interest of all members shall be equal.

Each member shall receive and hold a certificate for each said parcel of property which he holds in said Subdivision and such members' voting rights shall be restricted to the owners

of said property and shall depend on the number of said parcels or certificates owned by him and each member shall be entitled to one vote for each certificate which he owns.

ARTICLE V.

A member entitled to vote in a meeting may assign his proxy to a specific member entitled to vote at such meeting, and may also name an alternate. In advance of voting, proxies shall be submitted to the secretary and a committee may be appointed by said secretary to determine the validity of proxies. Proxies are limited to a maximum term of eleven months.

ARTICLE VI.

No member hereof shall be expelled from the corporation or have his voting rights cancelled except by transfer of his property in said Subdivision; provided, however, that the corporation shall have the power to suspend either the membership or the voting rights or both of any member hereof for such periods of time as his dues or water bills are not paid; and the corporation shall have the power to attach liens against such member's property for nonpayment of said dues or bills; and the service of the water system can be suspended and shut off only when said bills or dues are not paid and said service shall be restored promptly upon payment of said dues or bills.

ARTICLE VII.

All corporate meetings, unless otherwise notified, shall be at the following address: Route # 1, Wild Rose Ranchettes, Nampa, Idaho, 83651.

ARTICLE VIII.

The system for providing water to the members hereof shall be owned by the corporation and not held by any other means.

ARTICLE IX.

The existence of this corporation shall be perpetual.

ARTICLE X.

The registered office of this corporation shall be Route # 1, Wild Rose Ranchettes, Nampa, Idaho, 83651.

ARTICLE XI.

The meetings of the members of this corporation shall be held within the territorial boundaries of the State of Idaho.

ARTICLE XII.

The number of the directors of the corporation shall be not less than five.

ARTICLE XIII.

The directors of this corporation shall not have the power to amend the ByLaws or these Articles in any way.

ARTICLE XIV.

Any amendment to these Articles may be made by a vote of a two-thirds majority of all the eligible voters, restricted, however, to the condition that these Articles shall not be amended or changed during or within the first year of their existence, said existence to commence from the date of its certificate. Said condition to apply with only one exception, said exception being that if the corporation shall receive the approval of the Federal Housing Administration for a particular change, then such change may be made within the first year.

The incorporators of this corporation are:

<u>Wilson S. Dillabaugh</u>			
<u>Bruce G. Boyd</u>	RT 1	Wild Rose	Sub Div
<u>Harold G. Sims</u>	RT 1	Wild Rose	Sub Div
<u>Rosalyn Mellenthin</u>	RT 1	Wild Rose	Sub Div
<u>J. E. Gamblin</u>	RT 1	Wild Rose	Sub Div

IN WITNESS WHEREOF, WE, the incorporators of the said

corporation have hereunto set our hands this 28th day of
November, 1977.

Wilson S. Dillabaugh
Wilson S. Dillabaugh

Bruce G. Boyd
Bruce G. Boyd

Harold G. Sims
Harold G. Sims

Rosalyn Mellenthin
Rosalyn Mellenthin

J. E. Gamblin
J. E. Gamblin

STATE OF IDAHO)
County of Canyon) ss.

On this 28th day of November, 1977, before me,
the undersigned, a Notary Public in and for said state, personally
appeared Wilson S. Dillabaugh, Bruce G. Boyd, Harold G.
Sims, Rosalyn Mellenthin and J. E. Gamblin

known to me to be the persons whose names are subscribed to the
within and foregoing instrument, and acknowledged to me that they
executed the same.

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

Ante M. Jones
Notary Public for Idaho
Residing at Nampa, Idaho