



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

WARM SPRINGS HOLLOW HOMEOWNERS ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **17th** day
of **April** A. D. One Thousand Nine Hundred **Seventy-eight** and
will be
/ is duly recorded on **FILM 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
Boise, Idaho in the County of **Ada**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive 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 **17th** day of **April**
A.D., 19 **78**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

WARM SPRINGS HOLLOW HOMEOWNERS ASSOCIATION, INC.

A Nonprofit Corporation

The undersigned, natural persons of full age, each of whom are citizens of the United States, in order to form a non-profit corporation for the purposes hereinafter stated under and pursuant to the laws of the State of Idaho, and acts amendatory and supplemental thereto, do hereby as incorporators, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is WARM SPRINGS HOLLOW HOMEOWNERS ASSOCIATION, INCORPORATED, hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at 815 E. Park Blvd., Suite 300, Boise, Idaho, 83706.

ARTICLE III

JAMES MILTON SMITH, whose address is 1511 North 23rd, Boise, Idaho, 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 the Common Area within that certain tract of property described as:

LEGAL DESCRIPTION

A parcel of land in Sections 11 and 14, Township 3 North, Range 2 East, B.M., Boise, Ada County, Idaho more particularly described as follows:

Commencing at the section corner common to sections 11, 12, 13, and 14, Township 3 North, Range 2 East, Boise Meridian, Ada County, Idaho; thence South 431.40 feet to a point on centerline of Warm Springs Avenue; thence North 60°40' West along said centerline 324.20 feet to a point at the Northeast corner of the Maynard tract; thence North 59°30' West along said centerline 768.30 feet to a point; thence South 30°30' West 40.00 feet to a steel pin on the Southerly Right-Of-Way line of Warm Springs Avenue, THE REAL POINT OF BEGINNING; thence South 30°30' West 300.00 feet to a steel pin; thence North 59°30' West 166.00 feet to a steel pin; thence South 30°30' West along a fence line 300.00 feet to a steel pin; thence North 59°30' West 64.81 feet to a steel pin; thence South 31°22' West 114.70 feet to a steel pin on the Southerly edge of a certain drainage slough; thence South 59°30' East 66.54 feet to a steel pin; thence South 59°30' East along the Southerly edge of said slough 26.46 feet to a steel pin; thence South 33°50' East along the Southerly edge of said slough 140.56 feet to a steel pin; thence South 40°33' East along the Southerly edge of said slough 106.00 feet to a steel pin; thence South 41°07' East along the Southerly edge of said slough 106.00 feet to a point; thence South 46°35' East along the Southerly edge of said slough 102.00 feet to a point in the slough; thence South 66°28' East along said slough 59.00 feet to a point; thence South 61°12' East along said slough 160.00 feet to a point; thence South 66°25' East along said slough 151.00 feet to a steel pin at corner number 8 of Jesse M. Jackson tract number 2; thence North 42°30' East 320.00 feet to a steel pin at corner number 7 of said tract number 2; thence North 13°52' East 24.25 feet to a point in the centerline of the Boise City Canal at corner number 6 of said tract number 2; thence North 13°00' West along said canal 209.00 feet to a point; thence North 38°00' West along said canal 410.20 feet to a point; thence North 40°23' West along said canal 158.65 feet to a point; thence North 30°30' East 146.00 feet to a 2 inch pipe at the Northwest corner of the Johnson and Connors tract; thence North 59°30' West along the Southerly Right-Of-Way line of Warm Springs Avenue 40.00 feet to THE REAL POINT OF BEGINNING; said tract containing 11.101 acres.

Subject to any existing easements and rights-of-way of record or appearing on the land.

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

(a) Exercise all 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 County Recorder of Ada County, Idaho, and as the same may be amended from time to time as therein provided, said Declaration being incorporated 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 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 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 members mortgage, pledge, deed in trust,

or hypothecate any or all of 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 purposes 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 non-profit 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 the total 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 or exercise.

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 sec-

urity 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 (2) 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 (1) vote for each Lot owned. When more than one (1) 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 (1) 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 equals the total votes outstanding in the Class B membership; or
- (b) On June 1, 1980.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board

of three (3) 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:

JAMES MILTON SMITH
1511 N. 23rd
Boise, Idaho

CAROL M. BURROUGHS
1433 Warm Springs Ave.
Boise, Idaho

ROBERT G. MOORE
7415 McMullen
Boise, Idaho

At the first annual meeting the members shall elect two (2) directors for a term of two (2) years, and one (1) director for a term of three (3) years; and at each annual meeting thereafter the members shall elect directors whose terms have expired.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing by not less than two-thirds (2/3) of the total 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 the purpose similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such sim-

ilar purposes.

ARTICLE IX

DURATION

The Corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

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

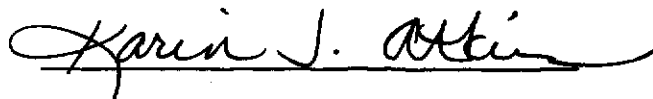
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 17th day of April, 1978.

Jean Milton Smith
Steve M. Thomas
815 E. Park Suite 300 - Boise, Id.
Jean Cannon
815 E. Park Suite 300 - Boise, Id.
Robert J. Moore
David M. Bessinger

STATE OF IDAHO)
) ss:
County of Ada)

On this 17th day of April, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared James Milton Smith, Steve M. Thomas, Roger L. Carson Robert G. Moore, & Carol M. Burroughs known to me to be the person(s) whose names are subscribed to the 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.



Notary Public for Idaho
Residing at Boise, Idaho