

FILED EFFECTIVE

ARTICLES OF INCORPORATION

2017 APR -7 PM 4:23

OF

**SECRETARY OF STATE
STATE OF IDAHO**

SOUTHSTONE OWNERS ASSOCIATION INC.

AN IDAHO NON-PROFIT CORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

The undersigned, for the purpose of forming a nonprofit corporation under the laws of the State of Idaho in compliance with the provisions of the Idaho Nonprofit Corporation Act, Title 30, Chapter 30, Idaho Code ("Act"), does hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be Southstone Owners Association Inc. (hereinafter, the "Corporation").

ARTICLE II

TERM

The period of existence and duration of the life of the Corporation shall be perpetual.

ARTICLE III

NONPROFIT

The Corporation shall be a nonprofit, membership corporation.

ARTICLE IV

REGISTERED AGENT

The location and street address of the initial registered office of the Corporation is 855 W. Broad St., Suite 300, Boise, Idaho, 83702, and Exceed Legal, PLLC, whose address is 855 W. Broad St., Suite 300, Boise, Idaho, 83702, is hereby appointed the initial registered agent of the Corporation.

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

The Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which the Corporation is formed are to provide for

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certain regulations of the use, maintenance and architectural control of the Lots ("Building Lots") and Common Area located in Meridian, Ada County, Idaho, according to the plat thereof recorded in the official records of Ada County, Idaho (the "Subdivision"), which Building Lots and Common Area comprise the Property covered by that certain Declaration of Covenants, Conditions, Restrictions and Easements for Southstone Subdivision recorded in Book 92 of Plats at Pages 10974 and 10975 in the official records of Ada County, Idaho (the "Master Declaration"); and to promote the use, health, safety and welfare of the owners and invitees within the Subdivision; and for this purpose to:

(A) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation and its members as set forth in the Master Declaration as amended from time to time, said Master Declaration being incorporated herein as if set forth at length;

(B) Fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Master Declaration and all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation;

(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 Corporation under the limitations imposed by the Master Declaration;

(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) Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Nonprofit Corporation Act may by law now or hereafter have or exercise, subject only to the limitations contained in the Bylaws, the Master Declaration and these Articles of Incorporation and the respective amendments and supplements thereto; and

(F) Have and exercise the power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth and to do all other things incident thereto or connected therewith, which are not forbidden by applicable law and subject only to the limitations contained in the Bylaws, the Master Declaration and these Articles of Incorporation and the respective amendments and supplements thereto.

ARTICLE VI MEMBERSHIP

Each person or entity holding fee simple interest of record to a Building Lot which is a part of the Property, and buyers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Building Lot located in the Subdivision.

ARTICLE VII VOTING RIGHTS

The Corporation shall have one class of voting membership. Each Member shall be entitled to a percentage vote identical to the "Maintenance Percentage" as provided in Section 1.03 of the Master Declaration.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of eight (8) Directors, who must be either Members of the Corporation or, an owner of an entity Member of the Corporation. The number of Directors may be changed by amendment of the Bylaws of the Corporation, but in no event shall the number be less than eight (8). Voting by the Board of Directors shall be by a percentage vote identical to the voting rights of the Members as provided in Article VII, with each Director voting the percentage vote commensurate with the percentage vote of their membership in the corporation (or the membership of the entity Member to which they are affiliated). The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Gregory Kent	2620 S. Eagle Road, Meridian, ID 83642
Casey Butterfield	2630 S. Eagle Road, Meridian, ID 83642
Mark Grajcar	2640 S. Eagle Road, Meridian, ID 83642
John Kelsbeek	2650 S. Eagle Road, Meridian, ID 83642
Christopher Grivas	2660 S. Eagle Road, Meridian, ID 83642
Caleb Barker	2670 S. Eagle Road, Meridian, ID 83642
Clark Nielsen	2680 S. Eagle Road, Meridian, ID 83642
Dalene Bates	2690 S. Eagle Road, Meridian, ID 83642

ARTICLE IX ASSESSMENTS

Each Member shall be liable for the payment of Assessments, fines, penalties and costs provided for in the Master Declaration and as set forth in the Bylaws of the Corporation.

ARTICLE X BYLAWS

The Bylaws of the Corporation may be altered, amended, or new bylaws adopted at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative votes of a majority of each class of Members. For the purpose of specifying in detail the rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of the Corporation, and the Members for the payment of assessments, the Bylaws may incorporate by reference the provisions of the Master Declaration.

ARTICLE XI DISSOLUTION

The Corporation may be dissolved at any regular meeting, or at any special meeting of the Corporation called for that purpose, by the affirmative votes of not less than three-fourths (3/4) of the Members and the approval of the Board of Directors. Upon dissolution of the Corporation, other than incident to a merger or consolidation, no part of the real property and other assets of the Corporation shall be distributed to or inure to the benefit of any of the Members, directors or officers of the Corporation, and all such real property and other assets, subject to the discharge of the valid obligations of the Corporation and to the applicable provisions of the Act, shall be: (i) dedicated to an appropriate public agency to be used for purposes similar to those for which the Corporation was created; or (ii) granted, conveyed and assigned to a nonprofit corporation, association, trust or other organization to be devoted to such similar purposes as determined by the Board of Directors.

ARTICLE XII AMENDMENTS

Amendment of these Articles of Incorporation may be made at any regular meeting, or at any special meeting of the Corporation called for that purpose, by the affirmative votes of not less than three-fourths (3/4) of the Members and the approval of the Board of Directors. No amendment which is inconsistent with the provisions of the Master Declaration shall be valid.


ARTICLE XIII MEANING OF TERMS

Except as otherwise defined herein, all terms appearing herein initially capitalized shall have the same meanings as are applied to such terms in the Master Declaration including, without limitation, "Articles", "Assessments", "Association", "Board", "Lot", "Bylaws", "Common Area", "Grantor", "Member", "Owner", "Maintenance Percentage" and "Property".

ARTICLE XIV
INCORPORATOR

Erik J. Bolinder, Esq., shall be the incorporator of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of April, 2017.



Erik J. Bolinder, Incorporator