

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ALPINE ACRES HOMEOWNERS ASSOCIATION, INCORPORATED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of ALPINE ACRES HOMEOWNERS ASSOCIATION, INCORPORATED duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 10, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION
OF

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2 6779 0060 01213566 (AN IDAHO NOT FOR PROFIT CORPORATION)
IDAH0 SECRETARY OF STATE

In compliance with the requirements of the Idaho Nonprofit Corporation law, Idaho Statute 30-323 et. seq., the undersigned do hereby certify that the following are the Articles of Incorporation of the Alpine Acres Homeowners Association.

ARTICLE 1
NAME

The name of the corporation is Alpine Acres Homeowners Association /("Association").
, Incorporated.

ARTICLE 2
DURATION

The period of duration of the Association shall be perpetual.

ARTICLE 3
OFFICE

The initial principal office of the Association is located at Alpine Acres c/o Graham and Dorothy Mercer, P.O. Box 942, Jackson, Wyoming 83001.

ARTICLE 4
AGENT

CT Corporation System is hereby appointed the initial registered agent of the Association, which address is 300 North 6th Street, Boise, Idaho 83701.

ARTICLE 5
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are to provide, for maintenance, preservation and control of the land and improvements in the Alpine Acres Subdivision ("Subdivision"), and to promote the health, safety and welfare of the residents within the Subdivision for the purpose of:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration of Covenants, Conditions and Restrictions, ("Declaration"), applicable to the property and recorded in the Office of the Teton County Recorder, State of Idaho with any amendments thereto;

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(b) Fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of the Declaration, and to pay all related expenses 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;

(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 the members as provided in the Declaration or Bylaws, 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) Annex Additional Land if provided in the Declaration;
and

(f) Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Nonprofit Corporation law may have or exercise.

ARTICLE 6 MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided interest in any lot which is subject to the Declaration and to assessment by the Association, including transferors, successors and assigns, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. Each lot owner is deemed to have consented to become a member of the Association by virtue of the purchase of a lot in the Subdivision subject to the Declaration, and membership terminates automatically upon sale or conveyance of the lot.

ARTICLE 7 VOTING RIGHTS

This is a nonstock membership Association. The Association shall have one (1) class of voting membership. Further, clarification of voting rights may be provided in the Declaration or Bylaws.

ARTICLE 8 BOARD OF DIRECTORS; INCORPORATORS OF THE CORPORATION

The affairs of this Association shall be managed by the Board of Directors ("Directors"), consisting of not less than two

or more than ten individuals, all of whom must be members 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, and who are also the original incorporators of the corporation, are:

Dorothy Mercer
P.O. Box 942
Jackson, Wyoming 83001

Graham Mercer
P.O. Box 942
Jackson, Wyoming 83001

The Directors may delegate authority to a Management Committee as provided in the Declaration or Bylaws.

ARTICLE 9
DISSOLUTION

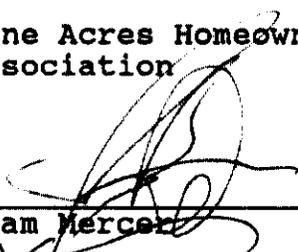
The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be held by the owners of the Association as tenants in common, or as otherwise described in the Declaration or Bylaws.

ARTICLE 10
BYLAWS

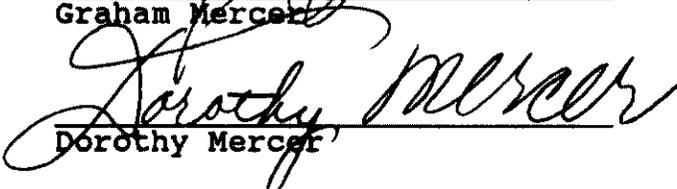
The internal affairs of the corporation shall be regulated by the Declaration and Bylaws adopted by the Association or its Directors.

Dated this 29th day of November, 1993.

Alpine Acres Homeowners
Association



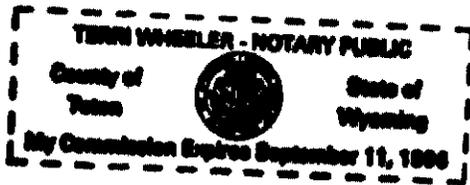
Graham Mercer



Dorothy Mercer

STATE OF WYOMING)
) SS.
COUNTY OF TETON)

On this the 29th day of November, 19 , personally appeared before me Dorothy and Graham Mercer, who being duly sworn, depose and state that they executed the foregoing as President and Secretary/Treasurer of the Association, and that the same is true and accurate to the best of their knowledge and belief.



Terri Wambler
Notary Public
Residing in Teton County, Wyoming

My Commission Expires:

9/11/96