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ARTICLES OF INCORPORATION
OF
HIGH PLAINS ESTATES ROAD USERS ASSOCIATION, INC.

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ARTICLE I. Name: The name of the corporation is High Plains Estates Road Users Association, Inc. SECRETARY OF STATE

ARTICLE II. Non-Profit Corporation: The corporation is a non-profit corporation.

ARTICLE III. Duration: The period of duration of the corporation is perpetual.

ARTICLE IV. Purpose: The purposes for which the corporation is organized are to provide for the operation, maintenance, repair and improvement of the private road system providing access to and through High Plains Estates, a rural residential development.

ARTICLE V. Powers: The Corporation shall have all the powers and privileges that may be exercised by non-profit corporations in the State of Idaho and elsewhere as approved by any state in which the corporation shall do business.

ARTICLE VI. Members: The corporation shall have at least one class of members as provided in the High Plains Estates road Users Association Agreement and Bylaws or these Articles, all as amended from time to time. Voting Members

ARTICLE VII. Dissolution of Corporation: Upon dissolution of the corporation, the board of directors shall, after paying or making provision for all of the liabilities of the corporation, dispose of all of the assets of the corporation by transferring the same to such organization or organizations organized and operated as nonprofit organizations for purposes similar to the purposes of the corporation. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII. Amendments: These articles may be amended by the board of directors at any regular or special meeting, providing written notice of the proposed amendment or amendments has been mailed to each director at that director's last known address at least ten (10) days in advance of the meeting.

The requirement of mailing may be waived either prior to or at the meeting by any director.

ARTICLE IX. Address: The address of the corporation's initial registered office and the name of its initial registered agent as such address are as follows:

Registered Agent:	David Buich
Initial Registered	3497 Holl Drive
Office:	Eagle, ID 83616

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ARTICLE X. Directors: The number of directors shall be as set by the board of directors. The number of directors constituting the initial board of directors is three (3). The name and street address of the initial board of directors are as follows:

David Buich

Karen Buich

Frank Ficken

**2724 Lavender Drive
Walnut Creek, CA 94596**

ARTICLE XI. **Incorporator.** The name and street address of the incorporator is as follows:

David Buich

**3497 Holl Drive
Eagle, ID 83616**

ARTICLE XII. Officers: The corporation shall have such officers as are determined to be appropriate by the board of directors.

ARTICLE XIII. Earnings: No part of the earnings of the corporation shall inure to the benefit of its members, directors, agents, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in these Articles.

ARTICLE XIV. Prohibited Activities: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried out by (a) an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future Federal Tax Code, or (b) by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

ARTICLE XV. By-Laws: The directors shall have the authority, by majority vote, to adopt as well as modify by-laws to govern the day-to-day operations of the corporation. Any such by-laws shall be subordinate to these Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of March, 2004.

INCORPORATOR:



David Buich