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STATE OF IDAHO

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ARTICLES OF INCORPORATION

OF

BJ JUNE SUB, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

- FIRST: The name of the corporation shall be BJ JUNE SUB, INC.
- SECOND: The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
- THIRD: The aggregate number of shares which the corporation is authorized to issue is 1,000 shares, all of which shares shall be common voting stock.
- FOURTH: The street address of the registered office of the corporation is 456 N. 4108 E., Rigby, Idaho, and the name of the registered agent at such address is Brett E. Olaveson.
- FIFTH: The mailing address of the corporation shall be 456 N. 4108 E., Rigby, Idaho 83442.
- SIXTH: Directors need not be residents of the State of Idaho or shareholders of the corporation. The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and shall qualify is:
- Brett E. Olaveson 456 N. 4108 E.
Rigby, ID 83442
- SEVENTH: No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the



**ARTICLES OF INCORPORATION
OF
SAGUARO CANYON SUBDIVISION HOMEOWNERS' ASSOCIATION, INC.**

KNOW ALL MEN BY THESE PRESENTS that these Articles of Incorporation have been executed by the undersigned for the purpose of forming a non-profit corporation in the State of Idaho under the Idaho Non-Profit Corporation Act.

Article 1. Name. The name of the corporation is Saguaro Canyon Subdivision Homeowners' Association, Inc., hereinafter called the "Association."

Article 2. Registered office and agent. The registered office of the corporation is 4487 N. Dresden Pl., Ste. 102, Boise, Idaho 83714, and its registered agent at that address is Marty Goldsmith.

Article 3. Incorporator. The name of the incorporator is Brian F. McColl and the incorporator's address is 420 W. Washington, Boise, Idaho 83702.

Article 4. Corporation's Address. The mailing address of the corporation shall be 4487 N. Dresden Pl., Ste. 102, Boise, Idaho 83714.

Article 5. Board of Directors. The affairs of this Association shall be managed by a Board of ~~two~~ ^{three} (3) Directors, who need not be members of the Association. The number of Directors may be increased by amendment of the By-Laws of the Association. The name and addresses of the persons who are to act in the capacity of Directors until the first annual meeting of members and until their successors are qualified are:

Marty Goldsmith	4487 N. Dresden Pl., Ste. 102 Boise, Idaho 83714
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Justin Martin	4487 N. Dresden Pl., Ste. 102 Boise, Idaho 83714
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Brian McColl	420 W Washington Boise ID 83702
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Election of the Board of Directors shall be by secret written ballot of the members. At such election, the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Associations' Bylaws. The persons receiving the largest number of votes shall be elected.

Article 6. Purposes and Powers of 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 those certain lots as established in the Declaration of Covenants, Conditions and Restrictions of Saguaro Canyon Subdivision and any amendments thereto.

("Declarations"), records of Ada County, Idaho, and to promote the health, safety and welfare of the residents within the subdivision established by the Declarations and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(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 Declarations as the same may be amended from time to time as therein provided, said Declarations and any Amendments thereto 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 Declarations; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business 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 this Association;

(d) borrow money, and with the assent of two-thirds (2/3) of the 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) participate in mergers and consolidations with other non-profit corporations organized for similar purposes provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the Members;

(f) 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 7. **Membership.** The Association shall have members whose qualifications and voting rights are set forth in the Declarations.

Article 8. **Assessment Liability.** Each member shall be liable for the payment of assessments provided for in the Declarations and for the payment and discharge of the liabilities of the Corporation as provided for in the Declarations and the By-Laws of the Corporation.

Article 9. **Duration.** The corporation shall exist perpetually.

Article 10. **Amendments.** Amendment of these Articles shall require the assent of seventy-five (75%) percent of the entire membership.

Article 11. Beneficial Interest. No part of the net earnings of the Association shall inure other than by providing management, maintenance and care of any property held by the Association, to the benefit of any member of the Association or other private individual, and upon dissolution of this corporation no part of its assets shall be distributed to its members; rather its assets shall be distributed to the City of Meridian or to Ada County, or to a state or local government for a public purpose.

19 IN WITNESS WHEREOF, I have subscribed these Articles of Incorporation this day of November, 2004.


BRIAN F. MCCOLL, Incorporator