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AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SPYGLASS HOMEOWNERS ASSOCIATION, INC.

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OF

SPYGLASS HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the laws of Idaho relating to non-profit corporations, including particularly Section 30-30-202 of the Idaho Code, the undersigned, in order to form a non-profit corporation for the purposes hereinafter stated, do hereby, adopt the following Amended and Restated Articles of Incorporation:

ARTICLE I

Name of Corporation

The name of the corporation shall be changed from SPYGLASS HOMEOWNERS ASSOCIATION, INC. to SPYGLASS SUBDIVISION HOMEOWNERS ASSOCIATION, INC. hereinafter called the "Association".

ARTICLE II

The principal office of the Association shall be Idaho.

ARTICLE III

Purpose and Powers of the Association

The purposes of this Association shall be to provide for the maintenance, preservation, and control of the common areas within SPYGLASS SUBDIVISION, Ada County, Idaho and any additions thereto as may hereafter be brought within the jurisdiction of this Association by annexation as provided in the Covenants referred to below, and to promote the recreation, health, safety, and welfare of the members hereof, and for these purposes 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 those certain Covenants, Conditions, and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded in the Recorder's office of the County of Ada, Idaho, as Instrument No. 97025534, and as the same has and may be amended from time to time as therein provided, said Declaration being incorporated herein by reference as if set forth in full;

(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 levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, sell, hold, improve, build upon, operate, maintain, convey, 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, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, subject to those restrictions contained in the Declaration and any amendments thereto;

(e) Dedicate, sell, or transfer all or any part of the common areas, and/or common facilities, to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members, subject to those restrictions contained in the Declaration and any amendments thereto;

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or to annex additional residential property and common areas, subject to those restrictions contained in the Declaration and any amendments thereto;

(g) Fix and levy assessments in any manner authorized by section 30-30-302 of the Idaho Code and to secure the payment of any such assessment by the imposition of a lien against the real property which membership rights are appurtenant; and

(h) Have and to exercise any and all powers, rights, and privileges which a corporation organized under the Idaho Non-Profit Corporation Act by law may now or hereafter have or exercise.

ARTICLE IV

Membership

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by the Declaration to assessment by the Association shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest in a lot merely as security for the performance of any obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. Each member shall enjoy those property rights defined in the Declaration and amendments thereto. Members shall under no circumstances be personally liable for the liabilities and/or debts of the Association.

ARTICLE V

Voting Rights

For voting purposes, the Association shall have one class of members.

All lot owners shall be members. Each member shall be entitled to cast one (1) vote for each Lot owned by such member on the date of the vote.

ARTICLE VI

Board of Directors

The affairs of the Association shall be managed by a Board of five (5) directors at meetings duly held pursuant to the Bylaws and at which a quorum is present in person or by proxy. After the filing of these Articles, the size of the Board may be changed from time to time by the enactment or amendment of an appropriate Bylaw in the manner set forth in said Bylaws. A quorum shall consist of a majority of the directors.

The Board, by majority vote, shall elect and may remove any officer of the Association.

At the first annual meeting, the members shall elect the Board. At each annual meeting thereafter the members shall elect one director for a term of three years. Vacancies during the term shall be filled by the remaining directors.

ARTICLE VII

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 dedicated to an appropriate public agency to be used for purposes similar to those for which the 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 similar purposes. No part of the assets of such dissolved Association shall inure to the benefit of any member.

ARTICLE VIII

Duration

Subject to the provisions of Article VII, above, the corporation shall have a perpetual existence.

ARTICLE IX

Incorporator

The name and street address of the Incorporator of this Association is as follows:

B0421-4844 12/24/2019 10:51 AM Received by ID Secretary of State Lawrence Denney

NAME

ADDRESS

PETER A. WIERENGA

10311 West Susan Court

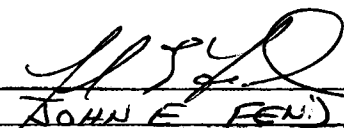
Boise, ID 83704


ARTICLE X

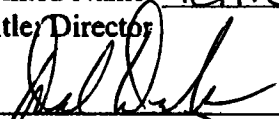
Amendments

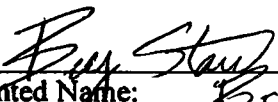
Amendments of these Articles may only be enacted in conformity with the provisions of Section 30-30-701 of the Idaho Code. These Articles or the Bylaws of the Association may only be amended by the vote of two-thirds (2/3) of the Directors or by the vote of two-thirds (2/3) of the members of the Association in accordance with Idaho Law.

IN WITNESS WHEREOF, the parties hereto have executed this Amended Articles of Incorporation this 23 day of April, 2019.


Printed Name: JOHN E. FENWICK
Title: Director


Printed Name: CAROL WEMAN
Title: Director

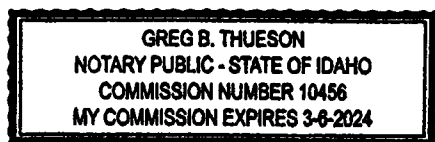

Printed Name: Dick Dunham
Title: Director


Printed Name: Bryan Starr
Title: Director

STATE OF IDAHO)
)ss.
COUNTY OF ADA)

On the 4 day of September, 2019, before me, the undersigned, a Notary Public in and for the state of Idaho, personally, appeared, JOHN FENN, known to me or identified to me as a Director of Spyglass Homeowners Association, Inc., the corporation whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.

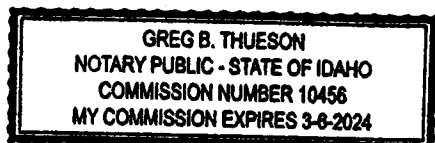


Notary Public for Idaho.
Residing at Boise, Idaho.
My Commission expires: 3-6-2024

STATE OF IDAHO)
)ss.
COUNTY OF ADA)

On the 4th day of September, 2019, before me, the undersigned, a Notary Public in and for the state of Idaho, personally, appeared, NARAY WILSON, known to me or identified to me as a Director of Spyglass Homeowners Association, Inc., the corporation whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.

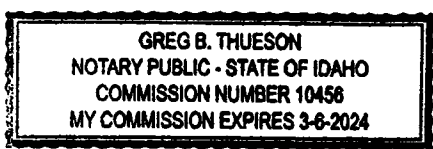


Notary Public for Idaho.
Residing at Boise, Idaho.
My Commission expires: 3-6-2027

STATE OF IDAHO)
)ss.
COUNTY OF ADA)

On the 4 day of September, 2019, before me, the undersigned, a Notary Public in and for the state of Idaho, personally, appeared, Dick Dunham, known to me or identified to me as a Director of Spyglass Homeowners Association, Inc., the corporation whose name is subscribe the foregoing instrument, and acknowledged to me the he/she executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.

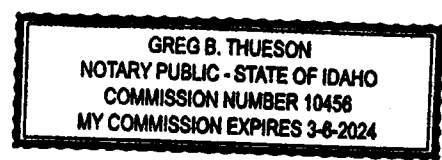


[Signature]
Notary Public for Idaho.
Residing at Boise, Idaho.
My Commission expires: 3-6-2024

STATE OF IDAHO)
)ss.
COUNTY OF ADA)

On the 4th day of September, 2019, before me, the undersigned, a Notary Public in and for the state of Idaho, personally, appeared, Bryan Starr, known to me or identified to me as a Director of Spyglass Homeowners Association, Inc., the corporation whose name is subscribe the foregoing instrument, and acknowledged to me the he/she executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.



[Signature]
Notary Public for Idaho.
Residing at Boise, Idaho.
My Commission expires: 3-6-2024