

FILED EFFECTIVE

2002 OCT 7 3:05 PM
02 OCT -8 PM 3: 04

ARTICLES OF INCORPORATION
OF
CHAPARRAL RANCH SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

ARTICLE I. Name: The name of the corporation is Chaparral Ranch Subdivision Homeowners Association, Inc.

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 assure the attractiveness of the individual lots and community facilities located within Chaparral Ranch Subdivision; to prevent future impairments and nuisances; to preserve, protect and enhance the values and amenities of the Subdivision and to provide for the maintenance of any community capital improvements.

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. In addition, the Corporation shall exercise all of the rights and privileges as set forth in the Declaration Establishing covenants, Conditions and Restrictions for Chaparral Ranch Subdivision, as amended from time to time (hereinafter Declaration), recorded as Instrument #200229377 on June 28, 2002, Records of Canyon County.

ARTICLE VI. Members: The corporation shall have at least one class of members as provided in the Declaration, Bylaws or these Articles, all as amended from time to time.

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.

IDAHO SECRETARY OF STATE
10/09/2002 05:00
CK: 2069 CT: 164069 DH: 575001
1 @ 30.00 = 30.00 INC NONP # 5

C 245781

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 W. Washburn

Initial Registered Office: 420 Sherry Road
Nampa, ID 83686

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 one (1). The name and street address of the initial board of directors are as follows:

David W. Washburn
420 Sherry Road
Nampa, ID 83686

Kelly Washburn
420 Sherry Rd.
Nampa, ID 83686

Jim Washburn
502 Sherry Rd.
Nampa, ID 83686

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

David W. Washburn
420 Sherry Road
Nampa, ID 83686

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.

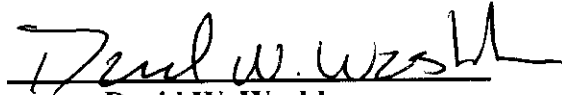
ARTICLE XIV. Prohibited Activities: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in 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 ____ day of September, 2002.

INCORPORATOR:


David W. Washburn

STATE OF IDAHO)
) ss
COUNTY OF)

On this ____ day of _____, 2002, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared David W. Washburn known or identified to me to be the person whose name is subscribed to this instrument and acknowledged that he executed the same.

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

NOTARY PUBLIC FOR THE STATE OF IDAHO
Residing at:
My Commission expires