

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

HUMANITY CONDOMINIUMS
HOMEOWNERS' ASSOCIATION, INC.

KNOW ALL PERSONS BY THESE PRESENTS:

The undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Idaho in compliance with the provisions of Title 30, Chapter 3, Idaho Code, does hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be the Humanity Condominiums Homeowners' Association, Inc. (hereinafter, the "Corporation").

ARTICLE II
TERM

The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III
NON-PROFIT

This Corporation shall be a non-profit, membership corporation.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The location and street address of the initial registered office of this Corporation shall be 1209 N. 8th Street, Boise, Idaho 83702, and Robert L. Aldridge is hereby appointed the initial registered agent of the Corporation.

C133342

IDAHO SECRETARY OF STATE

04/05/2000 09:00
CX: 2275 CT: 129393 IN: 306192

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STATE OF IDAHO

ARTICLE V
PURPOSE AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which the Corporation is formed are to provide for the maintenance, preservation and regulation of use of the Units and Common Area located in the Project, and as designated as such in the Condominium Declaration for the Humanity Condominiums as recorded in the official records of Ada County, Idaho (the "Declaration"), and to promote the health, safety and welfare of the residents of the Humanity Condominiums; and for this purpose to:

(A) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration, as amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(B) Fix levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration and all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation;

(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 Corporation under the limitations imposed by the Declaration;

(D) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred under the limitations imposed by the Declaration;

(E) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property, and Common Area, provided that any such merger, consolidation or annexation shall comply with the requirements of the Declaration; and

(F) Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Nonprofit Corporation Act may by law now or hereafter have or exercise, subject only to limitations contained in the Declaration and the amendments and supplements thereto.

ARTICLE VI MEMBERSHIP

Each Owner holding fee simple interest of record to a Unit which is a part of the Project and buyers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation.

Membership shall be appurtenant to and may not be separated from ownership of any Unit within the Project.

ARTICLE VII VOTING RIGHTS

The Corporation shall have two (2) classes of voting memberships:

Class A Members. Owners other than the Grantor shall be known as Class A members. Each Class A member shall be entitled to one vote per Unit.

Class B Member. The Grantor shall be known as the Class B Member, and shall be entitled to twenty-five (25) votes (five (5) votes for each Unit owned by Grantor) less five (5) votes for each Unit owned by someone other than Grantor. Notwithstanding the foregoing, so long as the Project contains any Common Area, the Class B Member shall be entitled to three (3) votes on any matter coming before the members for approval or consideration.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a board of no less than five (5) and no more than eight (8) directors, who, need not be Members of the Corporation. The number of directors may be changed by amendment of the Humanity Bylaws, but in no event shall the number be less than five (5). The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Name	Address
Gaylene Hunter	3926 Garnett Street Boise, Idaho 83703
Robert Gregory	3930 Garnett Street Boise, Idaho 83703
Sean Orahood	3932 Garnett Street Boise, Idaho 83703
Alison Beck Haas	1510 North 24 th Street Boise, Idaho 83702
Michael Westover	8601 West Shellie Lane Boise, Idaho 83704
Kenneth Wood	5343 Marcliffe Avenue Boise, Idaho 83704

ARTICLE IX ASSESSMENTS

Each Member shall be liable for the payment of all assessments and taxes provided for in the Declaration, as the case may be, and as set forth in the Humanity Bylaws.

ARTICLE X BYLAWS

The Humanity Bylaws may be altered, amended, or new Humanity Bylaws adopted at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative votes of more than sixty-six percent (66%) of the total voting power of the Corporation's Members. For the purpose of specifying in detail the rights, responsibilities, duties and obligations of the Humanity Board, the officers, employees and agents of the Corporation, and the Members for the payment of assessments and taxes, the Humanity Bylaws hereby incorporate by reference the provisions of the Declaration.

ARTICLE XI DISSOLUTION

The Corporation may be dissolved at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative unanimous consent of the total voting power of the Corporation's Members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the real property and other assets of the Corporation shall be: (i) dedicated to an appropriate public agency to be used for purposes similar to those for which the Corporation was created; or (ii) granted, conveyed and assigned to a non-profit corporation, association, trust or other organization to be devoted to such similar purposes. Notwithstanding any other provisions of these Humanity Articles, the Corporation shall not carry on any other activities not permitted by any organization exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law).

ARTICLE XII AMENDMENTS

Amendment of these Humanity Articles may be made at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative votes of more than sixty-six percent (66%) of the total voting power of the Corporation's Members, and, if required by the Declaration, the consent of holders of first mortgages on Unit(s) within the Project who have requested of the Corporation in writing to provide them notice of proposed action which affects their interests. No amendment which is inconsistent with the provisions of the Declaration shall be valid.

ARTICLE XIII MEANING OF TERMS

Except as otherwise defined herein, all terms appearing herein initially capitalized shall have the same meanings as are ascribed to such terms in the Declaration including, without limitation, "Common Area", "Grantor", "Humanity Articles", "Humanity Board", "Humanity Bylaws", "Property", "Member", "Project", "Owner" and "Unit".

ARTICLE XIV
INCORPORATION

Robert L. Aldridge, 1209 N. 8th Street, Boise, Idaho 83702, shall be the incorporator of the Corporation.

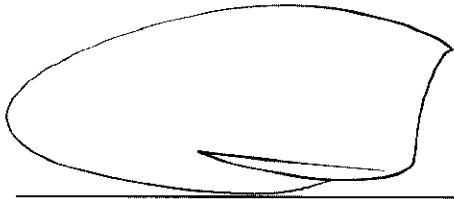
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of April, 2000.



Robert L. Aldridge, Incorporator

Service of Process

The undersigned is initially designated and hereby acknowledges acceptance of such initial designation to receive service of process on behalf of the Humanity Condominiums Homeowners' Association, Inc., in any action relating to the Common Area; provided however, that the undersigned's duty to receive service of process in any action relating to the Common Area shall be transferred to any and all subsequently appointed registered agents listed in the Humanity Condominiums Homeowners' Association, Inc., annual report on file with the Idaho Secretary of State. All subsequently designated registered agents shall acknowledge their acceptance of said designation in a document filed with the Ada County auditor pursuant to Idaho Code § 55-1512.



Robert L. Aldridge