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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CROOKED CREEK RANCH PROPERTY OWNERS ASSOCIATION INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of CROOKED CREEK RANCH PROPERTY OWNERS ASSOCIATION INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 5, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Sheryl Davies

Prochus
12/18

5/85
10/16

JUN 5 9 50 AM '92
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

CROOKED CREEK RANCH PROPERTY OWNERS ASSOCIATION INC.

THE UNDERSIGNED, acting as incorporators of a corporation under the Idaho Non-Profit Corporation Act, Idaho Code §30-301 et seq., adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be CROOKED CREEK RANCH PROPERTY OWNERS ASSOCIATION INC.

ARTICLE II

The corporation shall be a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose for which this corporation is formed shall be the transaction of any and all lawful businesses for which non-profit corporations may be incorporated under the Idaho law.

ARTICLE V

The corporation shall have members. No stock shall be issued.

ARTICLE VI

Provisions for regulations of the internal affairs of the corporation are: None.

ARTICLE VII

The address of the initial registered office of the corporation is Box 210, Stanley, Idaho 83278 and the name of its initial registered agent at such address is Jane McCoy.

ARTICLE VIII

PURPOSE AND POWERS OF THE 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 the residence, lots, and common area (which shall include roadways) within that certain tract of land known as Crooked Creek Ranch Subdivision, records of Custer County, and to promote the health, safety, and welfare of the residents within the above described property 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 that certain declaration of covenants, conditions, and restrictions, hereinafter called the "CCRs," applicable to the property and recorded or to be recorded in the office of the county recorder for Custer County, and as the same may be amended from time to time as therein provided, said CCRs 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 CCRs; 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, 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 associate;

d. Borrow money, and with the assent of 2/3 of the members mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred;

e. Dedicate, sell, or transfer all or any part of the common area to any public agency, authority, or utility such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by 2/3 of the members, agreeing to such dedication, sale, or transfer;

f. 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 have the assent of 2/3 of the members;

g. 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 IX

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants or record to assessment by the association, including contract sellers, shall be a member of the association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the association.

ARTICLE X

VOTING RIGHTS

The association shall have one class of voting membership. Members shall be all of the lot owners and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

ARTICLE XI
BOARD OF DIRECTORS

The affairs of this association shall be managed by a board of five (5) directors, who shall be members of the association. The number of directors may be changed by amendment of the by-laws of the association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successor are:

<u>NAME</u>	<u>ADDRESS</u>
WAYNE FRY	P.O. Box 17 STANLEY, IDAHO 83278
LARRY MCCOY	P.O. Box 140 STANLEY, IDAHO 83278
OWEN DOWNARD	P.O. Box 2168 HAILEY, IDAHO 83333
FRED SILVA	1923 N. 25th St. BOISE, IDAHO 83702
GENE ANDERSON	2401 So. OWAYNE #76 BOISE, IDAHO 83705

At the first annual meeting the members shall elect one (1) director for a term of one year, two (2) directors for a term of two years, and three (3) directors for a term of three years.

ARTICLE XII
DISSOLUTION

The association may be dissolved with the assent given in writing and signed by not less than 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 this association was created. In the event that such dedication is refused acceptance, such assets shall be granted,

conveyed, and assigned to any non-profit corporation, association, trust, or other organization to be devoted to such similar purposes.

ARTICLE XIII

AMENDMENTS

Amendment of these articles shall require the assent of 75% of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporator of this association, have executed these Articles of Incorporation this 1st day of JUNE, 1992.

Owen Downard

Wesley Silva

Darryl McCoy

C. Wayne Fry

Gene Anderson

STATE OF IDAHO)

) ss:

COUNTY OF ADA)

On this 1st day of June, 1992^{2nd}, before me, the undersigned, a Notary Public in and for said state, personally appeared Dwain Downard, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

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

Kurtin J. Hale
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 8/26/93

STATE OF IDAHO)

) ss:

COUNTY OF ADA)

On this 1st day of June, 1992^{2nd}, before me, the undersigned, a Notary Public in and for said state, personally appeared Mr. Fred Silva, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

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

Kurtin J. Hale
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 8/26/93

STATE OF IDAHO)

) ss:

COUNTY OF ADA)

On this 1st day of June, 1997^{3rd}, before me, the undersigned, a Notary Public in and for said state, personally appeared Larry M. Coz, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

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

Kristin J. Hale
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 8/26/93

STATE OF IDAHO)

) ss:

COUNTY OF ADA)

On this 1st day of June, 1997^{3rd}, before me, the undersigned, a Notary Public in and for said state, personally appeared Wayne J. J., known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

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

Kristin J. Hale
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 8/26/93

STATE OF IDAHO)

COUNTY OF ADA)

ss:

On this 1st day of June, 1991^{2nd}, before me, the undersigned, a Notary Public in and for said state, personally appeared Mr. Anderson, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

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

Kurtin Hale
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 8/26/93

STATE OF IDAHO)

COUNTY OF ADA)

ss:

On this _____ day of _____, 1991, before me, the undersigned, a Notary Public in and for said state, personally appeared _____, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

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

Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: _____