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SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
OF  
ROYAL PLAZA MASTER OWNERS 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 ROYAL PLAZA MASTER OWNERS ASSOCIATION, INC. (the "Association").

**ARTICLE II  
TERM**

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

**ARTICLE III  
NON-PROFIT**

The Association shall be a non-profit, membership corporation.

**ARTICLE IV  
REGISTERED AGENT**

The location and street address of the initial registered office of the Association shall be 1197 W. Main Street, Boise, Idaho 83702, and Robert S. Hosac is hereby appointed the initial registered agent of the Association.

**ARTICLE V  
PURPOSE AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to the Members thereof, and the Association is formed to provide for certain regulation of the use of the Units located in the Royal Plaza Condominium Building and to promote the health, safety and welfare of the Owners and tenants within the Royal Plaza Condominium Building, including without limitation, the implementation of the following:

- A. Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Condominium Declaration for the Royal Plaza Master

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Condominiums as set forth in the Declaration of Covenants and Restrictions Establishing a Plan of Condominium Ownership for Royal Plaza Master Condominium (the "Declaration"), as amended from time to time as therein provided;

- B. Fix 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 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 Association 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; and
- E. 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 any amendments thereto, and the Bylaws of the Association ("Bylaws").

#### **ARTICLE VI** **MEMBERSHIP**

Every Owner holding fee simple interest of record, and buyers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, to any Unit in the Royal Plaza Condominium Building shall be a Member of the Association.

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

#### **ARTICLE VII** **BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors (collectively the "Board," individually "Directors") to carry out all of the powers and duties of the Association as set forth herein. The Board shall consist of not less than three (3) Directors nor more than seven (7) Directors, who, other than the initial Directors specified herein shall be Members of the Association. The number of Directors may be changed by amendment by the Bylaws, but in no event shall the number be less than three (3). Other than with respect to the initial Board of Directors specified herein, the Board of Directors shall always have a mix of Unit Owners so that each of the Retail Condominium, the Residential Condominium, the Parking Condominium and the Storage Condominium is represented with one of its Unit Owners on the Board. For purposes of satisfying the foregoing, an individual Member of the Board of Directors may be a Unit Owner in more than one such Condominium. The names and address of the persons who are to act in the capacity of Directors until the selection of their successors are as follows:

**ARTICLE XII**  
**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.

**ARTICLE XIII**  
**INCORPORATOR**

Robert S. Hosac, 1197 W. Main Street, Boise, Idaho 83702, shall be the incorporator of the Association.

IN WITNESS WHEREOF, I have hereunto set my hand and seal effective this 13<sup>th</sup> day of November, 2007.

  
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Robert S. Hosac, Incorporator