

CERTIFICATE OF INCORPORATION
OF

THREE TREES HOMEOWNERS 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 _____

THREE TREES HOMEOWNERS 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 March 3, 19 80.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
THREE TREES HOMEOWNERS ASSOCIATION, INC.
A Nonprofit Corporation

MAR 3 4 19 PM '80
SECRETARY OF STATE

In compliance with the requirements of Title 30, Chapter 10, Idaho Code, the undersigned, all of whom are residents of Boise, Ada County, State of Idaho and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is ~~THREE TREES~~ HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at P.O. Box 2892, Boise, Idaho, 83701.

ARTICLE III

Jeffrey J. Reed, whose address is P.O. Box 2892, Boise, Idaho, 83701, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

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 within that certain tract of property described as:

THREE TREES SUBDIVISION, a resubdivision of a portion of Lot 10, Suburban Homes Subdivision, situated in the Southeast quarter of Section 1, Township 3 North, Range 1 East, Boise Meridian, Ada County, Idaho, to wit: Commencing at brass cap marking the section corner common to Sections 1 and 2, T3N., R1E., B.M., and Sections 35 and 36, T4N., R1E., B.M.; thence S.89°46'32"E., 1991.44 feet to a point; thence S.00°02'47"W., 1991.48 feet to a point; thence N.89°34'23"W., 138.00 feet to a 5/8-inch iron pin, being the REAL POINT OF BEGINNING; thence N.89°34'23"W. 525.05 feet to a 5/8-inch iron pin; thence S.00°01'27"W. 322.34 feet to a 5/8-inch iron pin; thence S.89°32'17"E. 642.93 feet to a 5/8-inch iron pin; thence N.00°02'47"E. 247.74 feet to a 5/8-inch iron pin; thence N.89°34'23"W. 118.00 feet to a 5/8-inch iron pin; thence N.00°02'47"E. 75.00 feet to the Point of Beginning.

The Common Area to be owned by the Association at the time of the conveyance of the first lot is described as follows:

All of lot 9, Three Trees Subdivision, Boise City, Ada County Idaho, more particularly described as follows;

Beginning at the corner common to lots 8, 9 and Cory Court,
thence S.88°43'W. 32.89 feet;
thence S.30°38'W. 90.00 feet;
thence S.16°25'E. 76.51 feet;
thence N.89°32'17"W. 162.92 feet;
thence N.0°01'27"E. 322.42 feet;
thence S.89°34'23"E. 268.02 feet;
thence S.23°00'W. 81.14 feet;
thence N.59°57'13"W. 84.96 feet;
thence S.30°02'47"W. 112.00 feet;
thence S.59°57'13"E. 55.00 feet;
thence N.88°43'E. 62.70 feet,

Thence on a curve the left whose central angle is 19°28'16", whose radius is 45.00 feet, whose length is 15.29 feet, and whose long chord bears S.11°01'08"E. 15.22 feet, to the point of beginning, containing 1.244 acres.

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:

(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 "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Recorder of Ada County, Idaho and as the same may be 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, 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, 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;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or 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 for 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 two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit 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 two-thirds (2/3) of each class of 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 V 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 of 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 VI VOTING RIGHTS

The Association shall have two classes of voting membership:

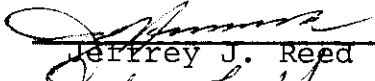
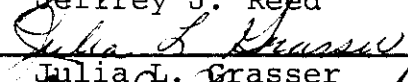

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on June 1, 1980.

ARTICLE VII BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not 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 successors are:

<u>NAME</u>	<u>ADDRESS</u>
 Jeffrey J. Reed	504 E. 45th St. #3, Boise, ID 83704
 Julia L. Grasser	9804 Fairview, Boise, ID 83704
 Doris J. Wardhaugh	2417 Bank Dr., No. 10, Boise, ID 83705

At the first annual meeting the members shall elect three directors for a term of one year, and at each annual meeting thereafter the members shall elect three directors for a term of one year.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of 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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 3rd day of March, 19 80.

REED GENERAL CORPORATION

By: Jeffrey J. Reed
Jeffrey J. Reed, President

By: Julia L. Grasser
Julia L. Grasser, Individually

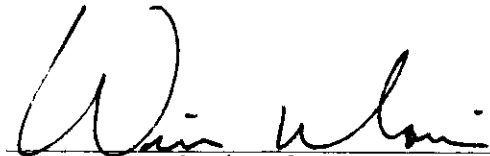
By: Doris J. Wardhaugh
Doris J. Wardhaugh, Individually

STATE OF IDAHO)
) ss.
County of Ada)

STATE OF IDAHO)
 : ss.
County of Ada)

On this 3rd day of March, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared JEFFREY J. REED known to me to be the President of REED GENERAL CORPORATION, the corporation that executed the foregoing instrument, and acknowledged to me that he executed the same for and on behalf of said corporation.

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

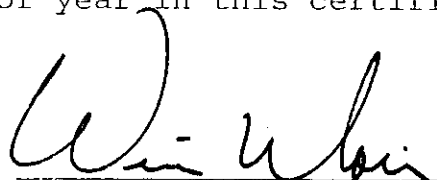


Notary Public for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
 : ss.
County of Ada)

On this 3rd day of March, 1980, before me, the undersigned Notary Public in and for said State, personally appeared JULIA L. GRASSER and DORIS J. WARDHAUGH, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing in Boise, Idaho