

ARTICLES OF INCORPORATION  
OF  
DESTINATION POINTE HOMEOWNERS' ASSOCIATION, INC.

08 DEC -5 AM 8:13

SECRETARY OF STATE  
STATE OF IDAHO

In compliance with the requirements of the laws of the State of Idaho relating to non-profit corporations and acts amendatory and supplemental thereto, including particularly Chapter 30, Title 301 et seq. of the Idaho Code, the undersigned natural persons, each of whom are of full age and residence of the United States, in order to form a non-profit corporation for the purposes hereinafter stated, do hereby as incorporators, adopt the following Articles of Incorporation, and certify:

ARTICLE I  
NAME

The name of this corporation is DESTINATION POINTE HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Corporation."

ARTICLE II  
PURPOSES

The Corporation is a nonprofit corporation under the laws of the State of Idaho and is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Service Code of 1986, as amended (the "Code").

Without in any way limiting the foregoing general purposes, the specific purpose of this Corporation is to facilitate the operation of a homeowners' association.

ARTICLE III  
ADDRESS

The registered and principal office of the Corporation is located at 3520 Addison Avenue East, Kimberly, Idaho 83341. The registered agent of the Corporation shall be JAMES RAY.

ARTICLE IV  
DURATION

The duration of the Corporation is perpetual, unless dissolved according to law.

ARTICLE V  
POWERS

Except as limited by these Articles of Incorporation or its By-laws, the Corporation shall have and exercise all its rights and powers in furtherance of its

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purposes as are now or may hereinafter be conferred on nonprofit corporations pursuant to Title 30, Idaho Statutes and other applicable law.

## ARTICLE VI MEMBERSHIP AND VOTING RIGHTS

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 which is subject to assessment by the Association. The Corporation shall not issue any capital stock but shall issue membership certificates to each member hereof including the Declarant, under the terms and conditions hereinafter set forth, each owner (including the Declarant) of a lot by virtue of being such a owner and so long as he is such an owner, shall be deemed a member of the Association. The Association membership of each owner (including the Declarant) shall be appurtenant to said lot and shall not be transferred, pledged or alienated in any way except upon the transfer of title of said lot and then only to the transferee of title of said lot. Any attempt to make or prohibit a transfer shall be void. Any transfer of title to said lot shall operate automatically to transfer said membership to the new owner thereof.

Each member shall be entitled to one vote for each lot owned. When more than one person holds an interest in any such lot, all such persons shall be collectively counted as one member for each lot owned. The vote for such lots shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot. Unless otherwise stated, all votes must pass by a majority vote of the membership of the Corporation.

This Article shall not be amended without the consent of two-thirds (2/3) of the combined number of lots then within the DESTINATION POINTE subdivision, also, until all lots are sold, the written consent thereto of the Declarant.

## ARTICLE VII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of at least three (3), Directors, who must be members of the Corporation, at meetings duly held pursuant to the By-Laws and at which a quorum is present in person or by proxy. A quorum shall consist of a majority of the Directors present in person or by proxy. The Board, by majority vote, may remove an officer of the Corporation. The names and addresses of the initial Board of Directors is as follows:

James Ray  
3520 Addison Ave E  
Kimberly, ID 83341

Victoria Ray  
3520 Addison Ave E  
Kimberly, ID 83341

Josh Ruf  
3520 Addison Ave E  
Kimberly, ID 83341

#### ARTICLE VIII DISSOLUTION

Upon dissolution of the Corporation, the Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all residual assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes which at time of disposition, qualify as an exempt organization or organizations under Section 501 (c)(3) and 170 (c)(2) of the Code or to the government of the United States, the State of Idaho, or any city or county within the State of Idaho exclusively for public purposes. Any assets not so distributed shall be distributed by a court of competent jurisdiction exclusively for the aforementioned purposes, or to such organization or organizations organized exclusively for the aforementioned purposes.

#### ARTICLE IX INCORPORATOR

The name and address of the incorporator is James Ray, 3520 Addison Avenue East, Kimberly, Idaho 83341.

#### ARTICLE X REGISTERED AGENT

James Ray is hereby appointed the initial registered agent of this Corporation.

#### ARTICLE XI LIMITATIONS ON ACTIVITIES

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to, any member, director, or officer of the Corporation or any other private individual, but 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 Article II (Purposes) hereof and no member, director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the Corporation; provided however, that the Corporation may confer benefits in the form of distributions, in dissolution or otherwise in the manner set forth in Article IX hereof.

Section 2. The Corporation shall not, as a substantial part of its activities, carry on propaganda, lobby or otherwise attempt to influence legislation. The Corporation shall not participate in any political campaign on behalf of (or in opposition to) any candidate for public office.

Section 3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities which may not be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible by the donor under Section 170(c)(2) of the Code.

Section 4. The Corporation shall not invest or conduct other activities that would cause the Corporation to become a "private foundation," as such term is defined in Section 509 of the Code.

## ARTICLE XII OFFICERS

The Officers of the Corporation shall consist of a President, Vice President Secretary, Treasurer and such other Officers and Assistance Officers as may be provided in the By-Laws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws. The name and addresses of each initial Officer of the Corporation is as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
James Ray	3520 Addison Ave E Kimberly, ID 83341	President
Josh Ruf	3520 Addison Ave E Kimberly, ID 83341	Vice President
Josh Ruf	3520 Addison Ave E Kimberly, ID 83341	Secretary
James Ray	3520 Addison Ave E Kimberly, ID 83341	Treasurer

## ARTICLE XIII AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Idaho, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to Idaho law.

Amendments to these Articles shall require the assent of those members casting three-fourths (3/4) of the votes of the Corporation membership at any regular member's meeting called specifically for that purpose.

#### ARTICLE XIV INDEMNIFICATION

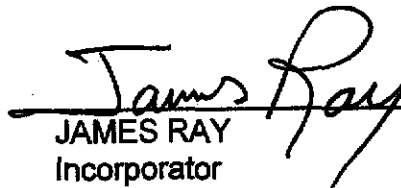
The Corporation shall indemnify each Officer and Director including former Officers and Directors to the full extent permitted by the laws of the State of Idaho.

#### ARTICLE XV BY-LAWS

The By-Laws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

The Power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alternatives, amendments and repeals of the By-Laws must be approved by two-thirds (2/3) of the Voting Members.

IN WITNESS WHEREOF the undersigned have signed these Articles of Incorporation on this 18 day of November, 2008.

  
\_\_\_\_\_  
JAMES RAY  
Incorporator

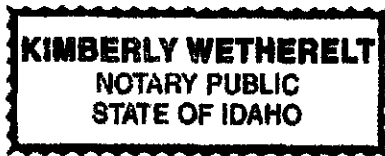
STATE OF IDAHO

)  
) ss.

County of Twin Falls

On this 18 day of November, 2008, before me, the undersigned, a Notary Public in and for said State, personally appeared JAMES RAY known to me to be the Incorporator of DESTINATION POINTE HOMEOWNERS' ASSOCIATION, INC., the corporation whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same 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.



Kimberly Wetherelt  
NOTARY PUBLIC  
Residing at: Twin Falls, ID  
My Commission Expires: 11-30-2012

#### ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of DESTINATION POINTE HOMEOWNERS' ASSOCIATION, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 18 day of November, 2008.

James Ray  
JAMES RAY  
Registered Agent