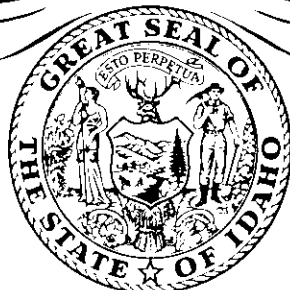


# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

GOLDEN DAWN ESTATES HOMEOWNERS ASSOCIATION INC.

was filed in the office of the Secretary of State on the 21st day  
of December A. D. One Thousand Nine Hundred Seventy-six and  
will be  
As duly recorded on Film - Microfilm of Record of Domestic Corporations, of the State  
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and  
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and  
successors are hereby constituted a corporation, by the name hereinbefore stated, for  
perpetual existence from the date hereof, with its registered office in this State located at  
Boise in the County of Ada  
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-  
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto  
set my hand and affixed the Great Seal of the  
State. Done at Boise City, the Capital of Idaho,  
this 21st day of December  
A.D., 19 76.

Secretary of State.

ARTICLES OF INCORPORATION

GOLDEN DAWN STATES HOMEOWNERS ASSOCIATION, INC.

WE, THE UNDERSIGNED, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation not for profit under Section 32-117A, Idaho Code, as amended, and under the laws of the State of Idaho in general and we do hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be Golden Dawn Estates Homeowners Association Inc., referred to herein as "GDEHA".

ARTICLE II

The period of existence and duration of the life of this corporation shall be perpetual or until such time as termination is legislated by the majority of the membership.

ARTICLE III

The registered office of this corporation shall be located at the address of the President of the elected Board of Directors who shall reside within the confines of the Golden Dawn Estates subdivision referred to in article IV.

ARTICLE IV

The objects and purposes of this corporation shall be as follows:

1. To preserve, to protect and to maintain architectural standards of the residential lots and dwellings thereon in order to preserve, to protect and to maintain the re-sale value of the common area within that certain tract of land located in Ada County, Idaho, commonly known as Golden Dawn Estates, located on the north side of Highway 21 approximately 4 miles east of Boise, Idaho.

2. To promote the health, safety and welfare of the members within the above described property and any additions thereto as may be brought within the jurisdiction of this corporation.

3. To enforce the covenants of the as set forth in the individual documents pertaining to each of the three sections and on file in the Ada County office of records.

3. To do all and everything necessary, suitable and proper for the accomplishment of the hereinabove set forth purposes, either alone or in association with other corporations, firms, individuals, provided the same be not inconsistent with the laws under which this corporation is organized.

#### ARTICLE V

The private property of the members of this Corporation shall not be subject to the payment of Corporate debts to any extent whatsoever, regardless of how such debts are incurred.

#### ARTICLE VI

This Corporation shall not engage in any form of trade or commerce, or carry on any activity which will result in a remunerative profit to the Corporation or to its members. Any income or profits received by this Corporation shall be applied only to the non-profit purposes and objectives of the Corporation, and no part of the income shall inure to the benefit of any officer or member thereof.

Subject to the foregoing limitations, and in accordance with the purposes hereinabove set forth, the further business of this Corporation shall be as follows:

1. Exercise all the powers and privileges and to perform all the duties and obligations of the Corporation as set forth in the by-laws, and as the same may be amended from time to time as therein provided, said by-laws being attached to these Articles, marked Exhibit "A", and incorporated as if set out in full;
2. Establish and collect all membership dues.
3. Maintain a contingency fund pursuant to the terms of the by-laws for the purpose of securing and paying any indebtedness of the Corporation.
4. Pay all expenses incident to the conduct of the business of the Corporation, including all licenses, or governmental charges levied or imposed against the property of the Corporation.
5. To receive gifts, grants of money and property of every kind and to administer the same for the affairs of the Corporation.
6. Annex additional residential property and common area, provided that any such annexation shall have the assent of two-thirds (2/3) of the members of the Corporation; and two-thirds (2/3) of the group being annexed.

2. have and to exercise any and all powers, rights and privileges which a Corporation organized as a non-profit Corporation under and pursuant to the laws of the State of Idaho may now or hereinafter have or exercise.

#### ARTICLE VII

The Corporation formed hereby shall have no capital stock and shall be composed of members rather than shareholders. The voting power, property rights and interest of each member are equal. New members may be admitted and shall be entitled to vote and to share in the property of the Corporation with the old members.

No interest of any member in the Corporation shall be assignable or transferrable, and no membership in this Corporation shall be considered having any monetary value.

Any member may be expelled from the Corporation upon the conditions, and for the reasons as may be specified in the By-laws.

#### ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation and/or in the By-laws in the manner now or hereafter prescribed by statute, and all acts conferred upon members herein are granted subject to this reservation.

#### ARTICLE IX

Notwithstanding any other provision of these Articles of Incorporation, in the event this Corporation is deemed to be exempt from taxes by reason of any provision of the Internal Revenue Code, this Corporation shall not carry on any activities not permitted to be carried on by the provisions of the Internal Revenue Code relating to and pursuant to which such tax exemption is granted.

#### ARTICLE X

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members of the Corporation. Upon dissolution of the Corporation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation 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.

WE, THE UNDERSIGNED, being each one of the original incorporators for the purposes of forming a non-profit Corporation pursuant to the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and we respectively agree to become members of such Corporation, and accordingly have hereunto set our hands and seals this 26th day of Dec 1976.

George E. Kaufmann  
George E. Kaufmann, President

3583 Kingaland way  
Boise Ida. 83706

Tim Rutherford  
Tim Rutherford, Vice-President

3382 Newcastle Dr  
Boise Ida 83706

Joe Meyers  
Joe Meyers, Acting Secretary/Treasure

3689 Durham way  
Boise Ida. 83706

Wynn Knight  
Wynn Knight, Member of the Board

3728 Claxton way  
Boise Ida. 83706

Ruth Austin  
Ruth Austin, Member of the Board

3473 Kingaland way  
Boise Ida. 83706

Out of Town  
Belmore Petersen, Member of the Board

STATE OF IDAHO )  
COUNTY OF ADA ) ss

On this 26th day of December, 1976, before me, the undersigned, a Notary Public in and for said State, personally appeared, the above named members of said Corporation, known to me to be the persons whose names are subscribed to the foregoing instruments, as members, and who acknowledged to me that they 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.

(SEAL)

Ruth Austin  
Notary Public for Idaho  
Residing at Boise, Idaho  
My commission expires 9-14-79.

Colleen Grant  
Notary Public for Idaho  
Residing at Boise, Idaho  
My Commission Expires 11/22/80