

ARTICLES OF INCORPORATION

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OF

04 APR 15 PM 4:25

SECRETARY OF STATE  
STATE OF IDAHO

DRAWBRIDGE HOMEOWNERS ASSOCIATION, INC.

SECRETARY OF STATE  
STATE OF IDAHO

In compliance with the requirements of the law of Idaho relating to nonprofit corporations and acts amendatory and supplemental thereto, including particularly Title 30, Chapter 3, Idaho Code, the undersigned natural person, being of full age and a resident of the United States, in order to form a nonprofit corporation for the purposes hereinafter stated, does hereby as incorporator, adopt the following Articles of Incorporation and certify:

**1. NAME**

The name of the corporation is DrawBridge Homeowners Association , Inc., hereinafter called the "Association."

**2. NONPROFIT CORPORATION**

This Association is a nonprofit corporation.

**3. DURATION**

The duration of this Association shall be perpetual.

**4. PURPOSE AND POWERS OF THE CORPORATION**

This Association shall be a nonprofit membership corporation. The purpose of the Association shall be to provide for the maintenance, preservation and control of certain improvements within the Common Area and other portions of DrawBridge Subdivision located in Ada County, Idaho, and to promote the recreation, health, safety and welfare of the members thereof, and for this purpose to:

4.1. 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, hereafter 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;

4.2. 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;

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4.3. Acquire (by gift, purchase or otherwise), own, sell, hold, improve, build upon, operate, maintain, convey, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

4.4. Borrow money, mortgage, pledge, deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, subject to those restrictions contained in the Declaration and any amendments thereto;

4.5. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, subject to those restrictions contained in the Declaration and any amendments thereto; and

4.6. Have and to exercise any and all powers, rights and privileges which a corporation organized under the laws for general nonprofit corporations in the State of Idaho by law may now or hereafter have or exercise.

## **5. MEMBERSHIP**

There shall be eight (8) members in the Association, which membership shall be evidenced by a certificate of membership or certificate of stock. Every person or entity who is a record owner of a lot other than a lot exclusively devoted to Common Area within the subdivision as that term is defined in the Declaration of Covenants, Conditions and Restrictions for this subdivision recorded with the Ada County Recorder shall be a member of the Association. The foregoing is not intended to include persons or entities that hold an interest in a lot as security for the performance of an obligation. Membership shall be appurtenant to and shall not be separated from the ownership of any lot which is subject to assessment by the Association.

## **6. VOTING RIGHTS**

The Association shall have two classes of voting membership:

6.1 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.

6.2 Class B. The Class B Member(s) shall be the Declarant and shall be entitled to five (5) 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 first:

6.2.1 When the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; or

6.2.2 On January 1, 2009.

**7. CORPORATION ADDRESS**

The street address of the initial registered office of the Association shall be 3131 Taft, Boise, ID 83703. The name of the initial registered agent shall be Michael R. Lincoln at the aforementioned street address.

**8. BOARD OF DIRECTORS**

The initial Board of Directors shall be comprised of three (3) directors. Michael R. Lincoln, Robert Lincoln and Shannon Lincoln shall be the directors until their successors are duly elected and qualified. Their address is 3131 Taft, Boise, ID 83703.

**9. INCORPORATOR**

Michael R. Lincoln shall be the sole incorporator. His address is 3131 Taft, Boise, ID 83703.

**10. AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation shall require the assent of those members casting two-thirds (2/3) of the votes of the Association at any regular members' meeting or a special meeting called specifically for that purpose.

**11. DISSOLUTION**

If the Association is dissolved, the Common Area and assets of the Association shall be dedicated to a public body, or conveyed to a nonprofit organization with similar purposes.

**IN WITNESS WHEREOF**, for the purpose of forming this Association under the laws of the State of Idaho, I, the undersigned incorporator of this Association, have executed these Articles of Incorporation this 15 day of April, 2004.

  
MICHAEL R. LINCOLN