

**ARTICLES OF INCORPORATION
OF
LANKTREE ESTATES HOMEOWNERS ASSOCIATION, INC.**

Mar 27 2 33 PM '01

The undersigned, acting as the incorporator of a corporation under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE 1. NAME: The name of the corporation shall be Lanktree Estates Homeowners Association, Inc. The Corporation is a nonprofit corporation.

ARTICLE 2. DURATION: The duration of this corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS: The purposes for which the corporation is organized are to engage in all such activities as are incidental or conducive to the attainment of the objectives of the corporation and any other activities which are permitted to be done by a nonprofit corporation under any laws that may now or hereafter be applicable or available to this corporation. Without limiting the foregoing, it is expressly provided hereby that:

- (a) The corporation shall exercise all the powers and privileges and perform all the duties and obligations of the corporation as set forth in the Lanktree Estates Declaration of Covenants, Conditions and Restrictions (hereinafter "Declaration") applicable to the property and recorded Office of the Canyon County Recorder, on 12\31\98 as Instrument number 9848750, and that Road Maintenance and Repair Agreement (hereinafter "Maintenance Agreement") dated the 31st day of December, 1993, and as said Declaration and Road Maintenance and Repair Agreement may be amended from time to time as therein provided, said Declaration being incorporated herein as if set out at length.
- (b) The corporation shall fix, levy, collect and enforce payment by any lawful means, all charges or assessments, periodic or special, authorized to be made under the Declaration and Maintenance Agreement.
- (c) Annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dissolution and amendment of these

IDaho SECRETARY OF STATE

03/27/2001 09:00
EX: 8831 CT: 78437 DH: 387254

1 @ 30.00 = 30.00 INC NONP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

1 • ARTICLES OF INCORPORATION OF LANKTREE ESTATES HOMEOWNERS ASSOCIATION, INC.

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Articles shall require prior approval of the United States Department of Housing and Urban Development and/or the United States Veterans Administrations as long as there is a Class B membership and provided that the said agencies then have an interest in the property which is subject to the Declaration.

ARTICLE 4. MEMBERSHIP: Every person or entity who is a record owner of a fee or undivided fee interest in any lots 1 through 7, which are subject by covenants of record to assessment by the corporation, including contract sellers, shall be a member of the corporation. 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 corporation.

ARTICLE 5. VOTING RIGHTS: Owners of Lots 1 through 7 of Lanktree Estates Subdivision shall each 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. Fractional votes shall not be allowed. The vote applicable to any said lot being sold under contract of purchase shall be exercised by the contract seller, unless the contract expressly provides otherwise.

ARTICLE 6. REGISTERED OFFICE AND AGENT: The address of the initial registered office of this corporation is 8560 Vic Lane, Middleton, Idaho 83644, and the name of the initial registered agent at such address is Fred Maupin.

ARTICLE 7. DIRECTORS: The number of directors of this corporation shall be fixed by the bylaws and may be increased or decreased from time to time in the manner specified therein. The initial board of directors shall consist of three (3) directors. The name and address of the person who shall serve as director until the first meeting of the members and until their successors are elected and qualify, or unless they resign or are removed, is: Fred Maupin 8560 Vic Lane, Middleton, Idaho 83644.

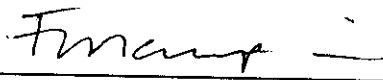
ARTICLE 8. INCORPORATOR: The name and address of the incorporator is as follows:
Fred Maupin
8560 Vic Lane
Middleton, ID 83644

ARTICLE 9. AMENDMENT OF ARTICLES AND BYLAWS: These Articles may not be amended without at least 4\7ths of the membership votes being cast in support of such amendment.

ARTICLE 10. DISSOLUTION: Upon dissolution or final liquidation of the corporation, the assets of the corporation shall be dedicated to a public body or conveyed to a nonprofit organization with similar purposes.

ARTICLE 11. LIMITATION OF LIABILITY: A director of this corporation shall not be personally liable to this corporation or its members for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to this corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director derived any improper personal benefit. If the Idaho Nonprofit Corporation Act (the "Act") is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this corporation shall be eliminated or limited to the fullest extent permitted by the Act as so amended. Any repeal or modification of this Article 11 by the members of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

EXECUTED this 27th day of March, 2001, by the undersigned incorporator.



Fred Maupin