

**FILED EFFECTIVE**

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IDAHO SECRETARY OF STATE  
12/10/2004 05:00  
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
CANDLEWOOD CONDOMINIUMS ASSOCIATION, INC.  
A NONPROFIT CORPORATION**

The Members of the Association, by their signatures below, and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code (Act), adopt the following Articles of Incorporation for the Corporation, which replace and supersede prior Articles of Incorporation for the Corporation.

**ARTICLE ONE  
NAME**

The name of the corporation shall be Candlewood Condominiums Association, Inc.

**ARTICLE TWO  
NON-PROFIT STATUS**

This corporation shall be a nonprofit corporation.

**ARTICLE THREE  
DURATION**

The period of this corporation shall be perpetual.

**ARTICLE FOUR  
PURPOSES**

The purposes for which this corporation is organized are as follows:

(A) To perform the functions and provide service as set forth in the Amended and Restated General Declaration for Candlewood Condominiums, located in Valley County, Idaho, hereinafter referred to as the "General Declaration."

(B) To be operated exclusively for the above-stated purposes and for other non-profit purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

(C) To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

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**ARTICLE FIVE  
NON-STOCK CORPORATION**

This corporation shall be non-stock, and no dividends or pecuniary profits shall be declared or paid to its members.

**ARTICLE SIX  
MEMBERS**

The corporation shall have one (1) class of membership in accordance with the General Declaration and Corporate Bylaws.

**ARTICLE SEVEN  
ASSESSMENTS**

Assessments shall be levied against the members in accordance with the General Declaration. The amount and method of collection of said assessments shall be provided in said General Declaration. Assessments may be made enforceable by civil action or by the forfeiture of membership, or both, upon notice given in writing twenty (20) days before commencement of such action or such forfeiture. Assessments may be secured by a lien upon real property to which membership rights are appurtenant, and action may be brought to foreclose any such lien.

**ARTICLE EIGHT  
REGISTERED AGENT AND OFFICE**

The street and mailing address of the initial registered office of the corporation shall be Jeff Way. The name of the corporation's initial registered agent at such address is 1065 Loafer Lane, Weiser, Idaho, 83672.

**ARTICLE NINE  
DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of three (3) individuals, one of which shall be a Candlewood I Owner, and two of which shall be Candlewood II Owners, as defined and described in the General Declaration. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the membership or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Patrick J. Hurley	3770 Sanada Way, Boise, ID 83702

Jeff Way

1065 Loafer Lane, Weiser, ID 83672

Bruce Way

1065 Loafer Lane, Weiser, ID 83672

## **ARTICLE TEN LIMITATIONS**

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that 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 Four hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislations, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

## **ARTICLE ELEVEN DISTRIBUTION ON DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation, to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

## **ARTICLE TWELVE BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

The undersigned Members of Candlewood Condominiums Association, Inc. (i) certify and attest that they are the owners of the Unit(s) specified by their name hereinbelow, and (ii) execute and approve these Amended Articles of Incorporation effective on the date set forth below.

Owner of Unit A: Patrick J. Hurley Date: 10-25-04  
PATRICK J. HURLEY

Margaret A. Hurley Date: 10-25-04  
MARGARET A. HURLEY

Owner of Unit B: Angela Ampare Homaechevarria Date: 10-27-04  
ANGELA AMPARE HOMAEACHEVARRIA

Owner of Unit C: John L. Hanks Theresa M. Hanks  
JOHN L. HANKS THERESA M. HANKS

Owner of Unit D:

By: Richard A. Franco Date: 10/10/04  
RICHARD A. FRANCO, President  
SARJAK ENTERPRISES, INC.

Owner of Units E-V / Declarant:

By: Jeff Way Date: 10/28/04  
JEFF WAY, President  
WAY DEVELOPMENT, INC.

**Owner of Unit A:**

STATE OF IDAHO.

County of Ada

On this 25th day of Oct, 2004, before me, Rebecca Hanks, a Notary Public in and for said State, personally appeared PATRICK J. HURLEY and MARGARET A. HURLEY, known or identified to me to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/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.



Rebecca A. Hanks  
NOTARY PUBLIC FOR IDAHO

My Commission Expires: 10-4-2005

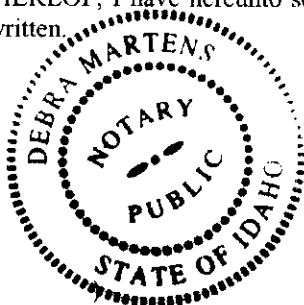
**Owner of Unit B:**

STATE OF IDAHO.

County of Valley

On this 27th day of October, 2004, before me, Debra Martens, a Notary Public in and for said State, personally appeared ANGELA AMPARE HOMAECHIVARRIA, known or identified to me to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/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.



Debra Martens  
NOTARY PUBLIC FOR IDAHO

My Commission Expires: 6/1/2008

**Owner of Unit C:**

STATE OF IDAHO.

County of Valley

On this 19th day of October, 2004, before me, Debra Martens, a Notary Public in and for said State, personally appeared JOHN L. HANKS and THERESA M. HANKS, known or identified to me to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/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.



Debra Martens  
NOTARY PUBLIC FOR IDAHO

My Commission Expires: 6/1/2008

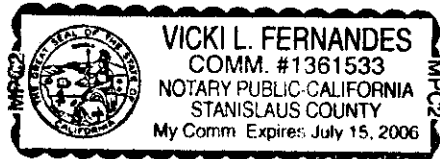
**Owner of Unit D:**

STATE OF California  
(ss.  
County of Stanislaus.)

On this 18th day of October, 2004, before me, Vicki L. Fernandes, a Notary Public in and for said State, personally appeared RICHARD A. FRANCO, known or identified to me to be the President of SARJAK ENTERPRISES, INC., the company that executed the instrument or the person who executed the instrument on behalf of said company, and acknowledged to me that such company 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.

Vicki L. Fernandes  
NOTARY PUBLIC FOR: Calif. (State)  
My Commission Expires: 7-15-06

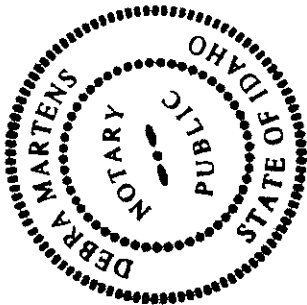


**Owner of Units E-V / Declarant:**

STATE OF IDAHO, )  
(ss.  
County of Valley. )

On this 20th day of October, 2004, before me, Debra Martens, a Notary Public in and for said State, personally appeared JEFF WAY, known or identified to me to be the President of Way Development, Inc., the company that executed the instrument or the person who executed the instrument on behalf of said company, and acknowledged to me that such company 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.



Debra Martens  
NOTARY PUBLIC FOR IDAHO  
My Commission Expires: 6/1/2008