

# State of Idaho

## Department of State.

### CERTIFICATE OF AMENDMENT OF

THE MASTERS ASSOCIATION LTD.

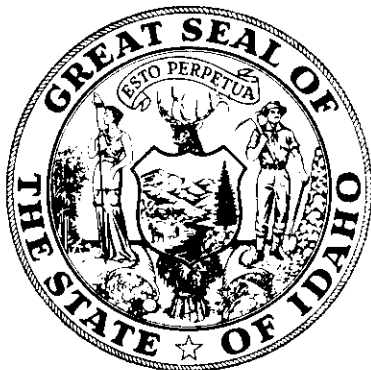
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

THE MASTERS ASSOCIATION LTD.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated May 4, 1 , 19 90 .



*Pete T. Cenarrusa*

SECRETARY OF STATE

*[Signature]*

Corporation Clerk

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF THE MASTERS ASSOCIATION, LTD.

RECEIVED  
SEC. OF STATE  
90 MAY 4 AM 9 03

KNOW ALL MEN BY THESE PRESENTS: That we the undersigned officers of The Masters Association, Ltd., an Idaho not for profit corporation, in order to amend the Articles of Incorporation of said corporation, do hereby certify as follows:

WHEREAS, the Articles of Incorporation of The Masters Association, Ltd., were adopted on March 3, 1980; and

WHEREAS, the Board of Directors of The Masters Association, Ltd., pursuant to resolution duly adopted, have submitted certain amendments to the Articles of Incorporation to vote of the members at their regular annual meeting of the membership of said corporation; and

WHEREAS, written notice of the proposed amendments has been given to the membership of the corporation pursuant to the not for profit corporation laws of the State of Idaho; and

WHEREAS, pursuant to vote of the membership of The Masters Association, Ltd., at the regular annual meeting held October 29, 1989, at the corporate offices of the corporation; and

WHEREAS, there being a quorum of the membership of The Masters Association, Ltd., present at said regular meeting, and the same having being presented and voted upon by the members, the following amendments to the Articles of Incorporation of The Masters Association, Ltd., are hereby adopted:

## ARTICLE II

The principal offices of the Association are located at 6835A Irving Lane, Boise, Idaho.

## ARTICLE III

That Article III of the Articles of Incorporation be amended to provide that Gary D. Donnelly is hereby appointed the registered agent for the corporation.

## ARTICLE IV

That Article IV, Section (d) be amended as follows:

(d) borrow money, and with the assent of two-thirds (2/3) of the members mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

That Article IV, Section (e) be amended as follows:

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;

## ARTICLE IV

That Article IV, Section (f) be amended as follows:

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the members;

## ARTICLE VI

That Article VI, Voting Rights should be amended to read as follows:

Members shall be entitled to one vote for each

lot owned. When more than one person holds an interest in any one lot, the vote for such lot shall be exercised as the owners may determine, but in no event shall more than one vote be cast with respect to any lot.

#### ARTICLE VII

That Article VII be amended to read as follows:

The affairs of this Association shall be managed by a Board of nine (9) Directors, who must be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Clarice Watson	6817 Irving Lane Boise, ID 83704
Carolyn Igel	6821 Irving Lane Boise, ID 83704
Sandra Wright	6824 Irving Lane Boise, ID 83704
Marilyn Snyder	6825 Irving Lane Boise, ID 83704
Gary Donnelly	6831 Irving Lane Boise, ID 83704
Jerry Healy	6840 Irving Lane Boise, ID 83704
Sharon Hill	6845 Irving Lane Boise, ID 83704
Marlene Harper	6873 Irving Lane Boise, ID 83704

#### ARTICLE VIII

That Article VIII should be amended to read as follows:

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon

dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

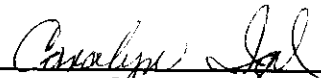
#### ARTICLE XI

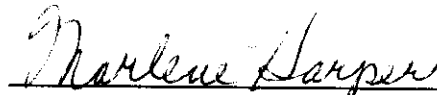
That Article XI be amended to read as follows:

The following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, we have hereunto set our hands this

29<sup>th</sup> day of October, 1989.

  
\_\_\_\_\_  
Carolyn Igel  
President

  
\_\_\_\_\_  
Marlene Harper  
Secretary

STATE OF IDAHO     )  
                          ) ss.  
County of Ada     )

CAROLYN IGEL and MARLENE HARPER, after being first duly sworn, depose and state as follows:

That we are the President and Secretary, respectively of The Masters Association, Ltd. an Idaho non for profit organization, have read the foregoing Articles of Amendment to Articles of Incorporation of the Masters Association, Ltd.,

know the contents thereof, and know the facts therein stated to be true.

Carolyn Igel  
Carolyn Igel

Marlene Harper  
Marlene Harper

SUBSCRIBED AND SWORN to before me, this 29<sup>th</sup> day of October, 1989.

David Greif  
Notary Public for Idaho  
Residing at Boise, Idaho  
Comm. Expires:

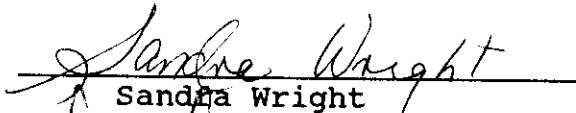
RESOLUTION OF THE BOARD OF DIRECTORS  
REGARDING AMENDING ARTICLES OF INCORPORATION  
OF THE MASTERS ASSOCIATION, LTD.

WHEREAS, the undersigned, being all of the Directors of The Masters Association, Ltd., an Idaho non for profit corporation, and acting in accordance with the provisions of I.C. §30-326, desiring to amend the Articles of Incorporation of The Masters Association, Ltd.;

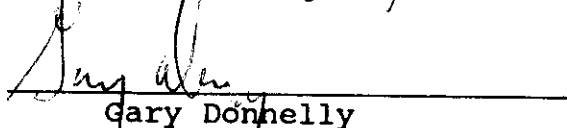
NOW THEREFORE, be it resolved that there shall be submitted to the membership of the Association, at the meeting to be held October 29, 1989, at 7:00 o'clock p.m., the question of whether the Articles of Incorporation of The Masters Association, Ltd. should be amended in accordance with the proposed draft of Articles of Amendment to Articles of Incorporation of The Masters Association, Ltd., to be distributed to each member prior to the meeting.

  
Clarice Watson

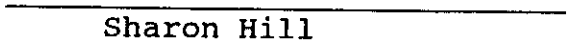
  
Carolyn Igel

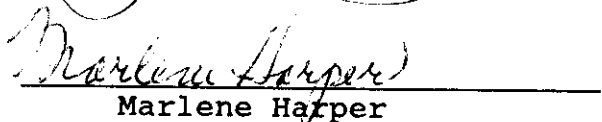
  
Sandra Wright

  
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