



CERTIFICATE OF INCORPORATION
OF

PIERCE PARK HOMEOWNERS ASSOCIATION, INC.

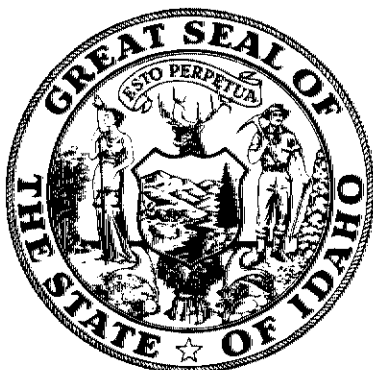
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

PIERCE PARK HOMEOWNERS ASSOCIATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated March 14, 19 85.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

PIERCE PARK HOMEOWNERS ASSOCIATION, INC.

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KNOW ALL MEN BY THESE PRESENTS:

The undersigned, for the purpose of forming a nonprofit corporation under the laws of the State of Idaho in compliance with the provisions of Title 30, Chapter 3, Idaho Code, does hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE 1: NAME

The name of the corporation shall be PIERCE PARK HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as "Association".

ARTICLE 2: TERM

The period of existence and duration of the life of this corporation shall be perpetual.

ARTICLE 3: NONPROFIT

This corporation shall be a nonprofit, membership corporation.

ARTICLE 4: REGISTERED OFFICE AND AGENT

The location and street address of the initial registered office of this corporation shall be 6479 Glenwood, Boise, Idaho 83703, and MAX A. BOESIGER, Sr., 6479 Glenwood, Boise, Idaho 83703, is hereby appointed the initial registered agent of the Association.

ARTICLE 5: PURPOSE AND POWERS OF THE ASSOCIATION

This corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the residential lots and Common Area within that certain tract of real property described as follows:

GARY LANE MEADOWS NO. 5 SUBDIVISION, a portion of Government Lot 1, Section 19 T 4N., R 2E., B.M. according to the official plat thereof recorded as Instrument No. 8512307, records of Ada County Idaho, EXCLUDING Lot 21, Block 10; Lot 22, Block 10; Lot 28, Block 10; Lot 44, Block 7 and Lot 45, Block 7 (the "Excluded Lots") together with such other and further property as may be annexed to the above described property pursuant to the Declaration of Covenants, Conditions and Restrictions for Gary Lane Meadows No. 5 Subdivision, recorded as Instrument No. 8512308, records of Ada County, Idaho, and all addendums and

supplements hereafter ("Declaration") and any other tracts of real property hereafter annexed pursuant to the Declaration.

and to promote the health, safety and welfare of the residents within the above described property for this purpose to:

5.1 Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended and supplemented from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

5.2 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 separately levied or imposed against the property of the Association;

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

5.4 Borrow money, with the assent of two-thirds (2/3) of each class of Members, mortgage, pledge, deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

5.5 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 each class of Members, agreeing to such dedication, sale or transfer;

5.6 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 or consolidation shall have the assent of two-thirds (2/3) of each class of Members.

5.7 Have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Idaho by law may now or hereafter have or exercise, subject only to limitations contained in the Bylaws and the Declaration, and the amendments and supplements thereto.

ARTICLE 6: MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject to the Declaration (including contract sellers) shall be a Member of the Association. 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 the Declaration.

ARTICLE 7: VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

7.1 Class A Members. Class A Members shall be all Owners of Units, other than Declarant, and shall be entitled to one (1) vote for each such Lot owned. When more than one person or entity holds an interest in such Lots, the vote for such Lot shall be exercised as they so determine, but in no event shall a fractional vote or more than one (1) vote for any such Lot be cast.

7.2 Class B Member. The Class B Member shall be the Declarant. Upon the sale of the first Lot to an Owner, Declarant shall be entitled to three (3) votes for each Lot owned by Declarant in the Properties. The Class B membership shall cease and be converted to Class A membership upon the happening of the earlier of the following events:

7.2.1 When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

7.2.2 On January 1, 1995.

ARTICLE 8: BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of three (3) directors, who need not be Members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and applicable street addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Max A. Boesiger, Sr.	6479 Glenwood Boise, ID 83703
John W. Holland	6479 Glenwood Boise, ID 83703
Ruth O. Warfield	6479 Glenwood Boise, ID 83703

ARTICLE 9: ASSESSMENTS

Each Member shall be liable for the payment of assessments as provided for in the Declaration and for the payment and discharge of the liabilities of the Association, as provided for in the Declaration and as set forth in the Bylaws of the Association.

ARTICLE 10: BYLAWS

The Bylaws of this corporation may be altered, amended or new Bylaws adopted by any regular or any special meeting of the corporation called for that purpose by the affirmative vote of two-thirds (2/3) of the membership.

For the purpose of specifying in detail the rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of the Association and the Members for the payment of assessments, the Bylaws may incorporate by reference the provisions of the Declaration.

ARTICLE 11: DISSOLUTION

The Association may be dissolved with the unanimous assent given in writing of each class of 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 12: AMENDMENTS

Amendment of these Articles shall require the assent of not less than seventy-five percent (75%) of the entire membership of the Association and no amendment which is inconsistent with the provisions of the Declaration shall be valid.

ARTICLE 13: MEANING OF TERMS

All terms appearing herein initially capitalized shall have the same meanings as are applied to such terms in the Declaration.

ARTICLE 14: FHA/VA APPROVAL

As long as there is a Class B membership, 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.

ARTICLE 15: INCORPORATOR

Christopher J. Beeson, whose street address Suite 200, Park Place, 277 North 6th Street, Boise, Idaho 83702, shall be the incorporator of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal effective the 7th day of March, 1985.



CHRISTOPHER J. BEESON

STATE OF IDAHO)

) ss.

County of Ada)

On this 7th day of March, 1985, before me, the undersigned, a Notary Public in and for said State, personally appeared CHRISTOPHER J. BEESON, known or identified to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he 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 written above.



Notary Public for Idaho

Residing at Boise, Idaho

My commission expires: 7/1/1988