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FILED/EFFECTIVE

ARTICLES OF INCORPORATION

The undersigned, acting to incorporate a corporation under the Idaho Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **NAME:** The name of the corporation is Pocatello Professional Plaza Property Owners' Association, Inc.
2. **NONPROFIT:** This is a nonprofit corporation.
3. **DURATION:** The period of its duration is perpetual.
4. **PURPOSES:** The purpose for which is corporation is formed is to serve as the formal governing body as set forth in the Declaration of Covenants, Conditions and Restrictions ("Declaration") for the Pocatello Professional Plaza Subdivision of Bannock County, Idaho, and undertake such other purposes as are consistent with Idaho law and the Declaration.
5. **EXEMPT STATUS:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 4 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States

Internal Revenue Law).

6. MEMBERS AND VOTES: This Corporation will have members. Each owner of a lot within Pocatello Professional Plaza Subdivision, Bannock County, Idaho shall be a member and each member shall have one vote for each lot owned by that member. Only one vote per lot shall be allowed. Notwithstanding the forgoing, the initial Owner of said subdivision property intends to develop twelve lots and shall initially have twelve votes. Upon the sale of a lot, the initial Owner shall have votes equal to the difference between twelve and the number of lots not owned by the initial Owner/

7. INTERNAL AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided in detail by the corporation's By-Laws and the Declaration of Protective Restrictions and Covenants.

8. DISSOLUTION: In the event of dissolution, the corporation shall satisfy all valid obligations as required by law. Any assets remaining shall be distributed pursuant to Idaho Code to an entity described in section 501 (c) (3) of the Internal Revenue Code or to its members or those persons whom the corporation holds itself out as benefitting or serving as set forth in Idaho Code section 30-3-113.

9. REGISTERED AGENT AND OFFICE: The initial registered agent is:

Henry G. West, Jr.

and the initial registered office is:

1355 East Center
Pocatello, Idaho 83201

10. BOARD OF DIRECTORS: The number of directors may be increased or decreased by amending the corporation's By-Laws and shall be not less than three nor more than five. The corporation shall initially have three directors and the names and addresses of those directors are:

Wayne Taysom
P.O. Box 4519
Pocatello, ID 83205

Henry G. West, Jr.
1355 East Center
Pocatello, ID 83201

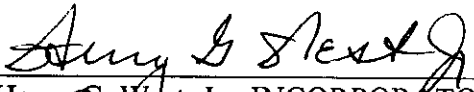
Benjamin Call
1352 East Center
Pocatello, ID 83201

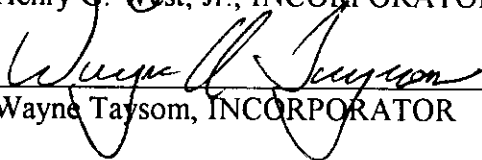
11. INCORPORATORS The names and addresses of the incorporators are:

Henry G. West Jr.
1355 East Center
Pocatello, ID 83201

Wayne Taysom
P.O. Box 4519
Pocatello, ID 83205

DATED: 4-27-00

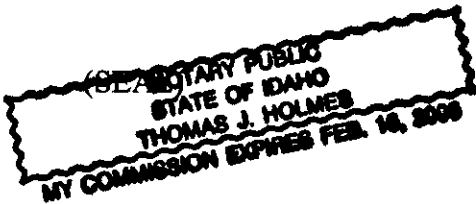

Henry G. West, Jr., INCORPORATOR

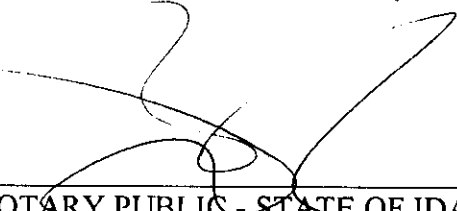

Wayne Taysom, INCORPORATOR

STATE OF IDAHO)
 :SS
County of Bannock)

On this 27 day of April, 2000, before me, the undersigned Notary Public, in and for said State, personally appeared Wayne Taysom and Henry G. West, Jr., known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first written above.





NOTARY PUBLIC - STATE OF IDAHO
My Commission Expires: _____