

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

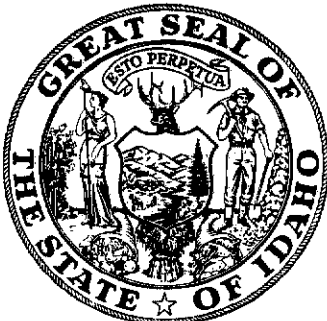
ARROWWOOD AT JACOBS' ISLAND PARK RANCH  
HOME OWNER'S ASSOCIATION, INC.

File Number C 115277

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 ARROWWOOD AT JACOBS' ISLAND PARK RANCH HOME OWNER'S 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: June 7, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cara Sisko*

Jan 1 1996  
JAN 1 1996  
STATE

**ARTICLES OF INCORPORATION  
OF  
ARROWWOOD AT JACOBS' ISLAND PARK RANCH  
HOME OWNER'S ASSOCIATION, INC.**

The undersigned, acting as incorporator, in order to form a nonprofit corporation for the purposes hereinafter stated, pursuant to Chapter 3, Title 30 of the *Idaho Code* entitled "Idaho Nonprofit Corporation Act", does hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I**

The name of the corporation shall be ARROWWOOD AT JACOBS' ISLAND PARK RANCH HOME OWNER'S ASSOCIATION, INC.

**ARTICLE II**

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

**ARTICLE III**

The corporation shall be a nonprofit membership corporation.

**ARTICLE IV**

The address of the corporation's initial registered office shall be 2496 North 2375 East, Hamer, Idaho 83425. The name of the corporation's initial registered agent at such address is F. Mitchell Jacobs.

**ARTICLE V**

The names and address of the incorporator is:

Charles A. Homer  
HOLDEN, KIDWELL, HAHN & CRAPO, P.L.L.C.  
P.O. Box 50130  
Idaho Falls, Idaho 83405

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## ARTICLE VI

One Director shall constitute the initial Board of Directors of the corporation and the name and address of the person who is to serve as Director until the first annual meeting of the members or until his successors are elected and shall qualify is: F. Mitchell Jacobs, 2496 North 2375 East, Hamer, Idaho 83425.

## ARTICLE VII

It is anticipated that residential subdivisions shall be platted in phases on portions of the following described property (the "Property"):

TOWNSHIP 13 NORTH, RANGE 42 EAST, BOISE MERIDIAN,  
FREMONT COUNTY, IDAHO:

Section 10: S½, LESS Road Right of Way  
Section 14: SW¼, LESS Road Right of Way  
Section 15: S½S½; NE¼; N½NW¼; N½SE¼  
Section 22: E½, LESS Road Right of Way  
Section 23: W½, LESS Road Right of Way  
Section 26: W½NW¼

The first such subdivision on the Property shall be named Arrowwood at Jacobs' Island Park Ranch, Phase One, Fremont County, Idaho. Subsequent subdivisions on the Property shall have the same name except will be renumbered numerically as Phase 2, Phase 3, etc. The initial Phase of Arrowwood at Jacobs' Island Park Ranch and all subsequent phases of Arrowwood at Jacobs' Island Park Ranch to be located on the Property shall hereinafter collectively be referred to as "Arrowwood at Jacobs' Island Park Ranch".

## ARTICLE VIII

The nature of the business and the object and purpose of this corporation shall be as follows:

A. The transaction of any lawful business for which corporations may be incorporated under the Idaho Business Corporation Act and the Idaho Nonprofit Corporation Act.

B. To form a corporation under Title 30, Chapter 3 of the *Idaho Code*, for the purpose of providing an Owner's Association to which all owners of residential lots located in Arrowwood at Jacobs' Island Park Ranch, Fremont County, Idaho,

shall belong for the purpose of maintaining and creating an environment that will provide maximum opportunity for the orderly use and development of Arrowwood at Jacobs' Island Park Ranch.

This corporation shall be the Association defined in all Declaration of Covenants, Conditions and Restrictions for Arrowwood at Jacobs' Island Park Ranch, Fremont County, Idaho (hereinafter referred to as the "Declaration"). The words and terms defined in the Declaration shall have the same meaning and definition herein as contained in the definitions section of the Declaration, which definitions are incorporated herein by reference.

C. To form an Association in which the rights, privileges, burdens, responsibilities and interests of all members shall be based upon the ownership of residential lots in Arrowwood at Jacobs' Island Park Ranch. This corporation shall have all powers incidental to a corporate structure except as its powers are restricted in the Declaration.

D. To receive and accept and to be obligated to receive and accept from various parties grants of right, title and interest in Association Property, to assume the functions and obligations imposed upon the Association Property as provided for under the Declaration. All Association Property, both real and personal, received and accepted by the corporation shall be held for the benefit and use of the members of the corporation.

E. The corporation shall have the power to levy regular or special assessments to fulfill the obligations and purposes set forth in these Articles of Incorporation and the Declaration.

## ARTICLE IX

No dividend shall be paid and no part of the income of the corporation shall be distributed to its members, directors, or officers. The corporation may pay compensation in a reasonable amount to its members, directors or officers for services rendered, and upon dissolution or final liquidation may make distributions to its members, as allowed pursuant to the terms of the Idaho Nonprofit Corporation Act.

## ARTICLE X

A. Each owner of a residential lot in Arrowwood at Jacobs' Island Park Ranch, by virtue of being such an owner and for so long as he/she is such an owner, shall be deemed a member of the Association. The Association membership of each

owner shall be appurtenant to a residential lot for which it is issued in Arrowwood at Jacobs' Island Park Ranch and such membership shall not be transferred, pledged or alienated in any way except upon the transfer of title to said lot, and then only to transferees of title to said lot. Any attempt to make a prohibited transfer shall be void. Any transfer of title to said lot shall operate automatically to transfer said membership to the new owner thereof.

B. (1) Every member shall be entitled to one vote for each residential lot owned.

(2) The vote for each such lot shall, if at all, be cast as a unit, and fractional votes shall not be allowed. In the event that joint owners are unable to agree among themselves as to how their vote or votes shall be cast, they shall lose their right to vote on the matter in question. If any owner casts a vote representing a certain lot, it will thereafter be conclusively presumed for all purposes that he or they were acting with the authority and consent of all other owners of the same lot.

(3) The right to vote may not be severed or separated from the ownership of the lot to which it is appurtenant, except that any owner may give a revocable proxy, or may assign his/her right to vote for the term of a lease or deed of trust, and any sale, transfer or conveyance of such lot to a new owner or owners shall operate automatically to transfer the appurtenant vote to the new owner, subject to any assignment of the right to vote to a lessee or beneficiary as provided herein.

## ARTICLE XI

Each member shall be liable for payment of all regular and special assessments provided for in the Declaration and for payment and discharge of the liabilities of the corporation as provided in the Declaration and By-Laws of the corporation.

DATED this 5<sup>th</sup> day of June, 1996.

  
Charles A. Homer, Incorporator