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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
WESTRIVER ACRES HOMEOWNER'S ASSOCIATION, INC.
An Idaho Non-Profit Corporation**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, acting as the incorporators under the provisions of the Idaho Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation.

1. **NAME:** The name of this corporation shall be:

WESTRIVER ACRES HOMEOWNER'S ASSOCIATION, INC.

And said corporation (also hereinafter referred to as "Association") is and shall be a non-profit corporation.

2. **THE PURPOSE OF THE CORPORATION SHALL BE:**

- a. To aid and cooperate with the Owners of lots within Westriver Acres subdivision as described in the documents, in the approval, administration and enforcement of all conditions, covenants (specifically the Protective Covenants of Westriver Acres, as amended, contained in the documents) and restrictions on or appurtenant to their property.
- b. Exercise any and all power that may be delegated to it from time to time by the owners within the subdivision.

3. **POWERS:**

Pursuant to the purposes of the Association, the Architectural Committee (hereinafter called the committee) is hereby authorized and empowered to do and act, and to carry on any business authorized by the owners (pursuant to and in accordance with these Articles, the By-Laws, Declaration and the Protective Covenants for Westriver Acres Division

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No. 1 recorded as instrument No. 1111, Bingham County Recorders Office (Declaration) and the State of Idaho, as necessary to compliment and augment the general purposes of the Corporation. These Articles, By-Laws, Declaration, and the Protective Covenants, shall be jointly referred to as the "Documents".

4. **EXISTENCE:** This Corporation shall have perpetual existence.

5. **MEMBERSHIP:**

- a. Membership shall be composed of and restricted to persons or duly organized entities under the laws of the State of Idaho who own lots within Westriver Acres.
- b. No Membership certificates shall be issued. "Member", as referred to herein shall mean all the Owners of each lot within the subdivision. ("Lot" as defined in the Declaration). If ownership of a Lot is held by one or more persons or entities, the multiple Owners of the Lot shall be deemed a single Owner or Member for the purposes of voting in meetings of the Association. The voting power of each Lot shall be equal and each Member shall be entitled to cast one vote in any Association election.
- c. Membership interests shall be transferred upon transfer or disposition of a Member's interest or ownership in and to a Lot. Membership qualifications shall be further delineated, described, and resolved when necessary by the Board of Directors.
- d. If, following a hearing after due notice, the Board of Directors shall find a member has refused to or has not paid all sums due to the Association within thirty days after a demand for the same; it may suspend his voting rights as a Member.
- e. A Member may not withdraw from Membership at any time.

6. **REGISTERED AGENT:**

The name of the initial registered agent and the location of the office of the Corporation is:

- a. H. Brent Clark 1120 October Cove Shelley, ID 83274

7. **INCORPORATION AND INITIAL DIRECTORS:**

The management of the Corporation shall be carried out by a Board of Directors consisting of three persons unless expanded by vote and as allowed by the By-Laws. The Incorporators and Initial Board of Directors are and shall be:

H. Brent Clark
1120 October Cove
Shelley Idaho 83274

Incorporator and Director

Travis J. Michaelson
1035 October Cove
Shelley Idaho 83274

Incorporator and Director

TJ Lavorato
1130 October Cove
Shelley Idaho 83274

Incorporator and Director

The Term of each Director shall be as set forth in the By-Laws of the Corporation.

8. ASSESSMENTS:

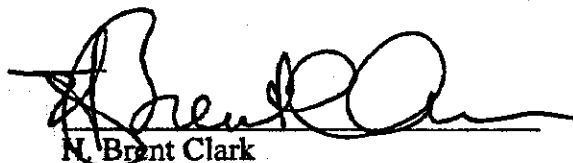
The Board of Directors shall determine the amount and method of payment of any initial, regular, special and/or limited assessments, in accordance with the By-Laws of the Corporation.

9. DISSOLUTION/LIQUIDATION:

In the event of the dissolution and liquidation of the Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be, as determined by the Board of Directors, distributed to the Members prorata or sold and the proceeds of such sales distributed to any other corporation(s) organized and operating for the same purposes for which the Corporation is organized and operating. In the event no other corporation is so qualified, the proceeds shall be distributed prorata each Lot Owner within the subdivision.

In witness whereof, the undersigned Board of Directors executed these Articles of Incorporation in duplicate and certify to the truth of the facts therein.

Dated: January 12, 2007



Brent Clark

STATE OF IDAHO)
)SS.
COUNTY OF BINGHAM)

On 19th Day of January, 2007, before me, the undersigned, personally appeared H. Brent Clark, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

(SEAL)



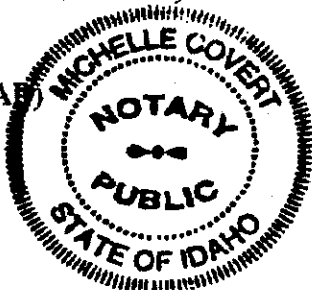

NOTARY FOR THE STATE OF IDAHO
Commission expires: 8/10/2010



TJ Lavorato

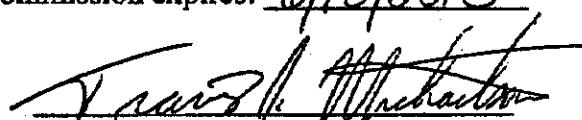
STATE OF IDAHO)
)SS.
COUNTY OF BINGHAM)

On February 12, 07, before me, the undersigned, personally appeared TJ Lavorato, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

(SEAL)



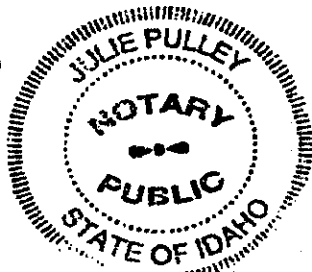

NOTARY FOR THE STATE OF IDAHO
Commission expires: 6/10/2010


Travis J. Michaelson

STATE OF IDAHO)
)SS.
COUNTY OF BINGHAM)

On February 5, 2007, before me, the undersigned, personally appeared Travis J. Michaelson, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

(SEAL)




NOTARY FOR THE STATE OF IDAHO
Commission expires: 3/17/2009