ARTICLES OF INCORPORATION of Hamilton Place Community, Inc.

For Office Use Only

-FILED-

File #: 0005638841

Date Filed: 3/6/2024 12:04:00 PM

KNOW ALL PERSONS 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 30, Idaho Code, does hereby declare and adopt the following Articles of Incorporation:

- I. NAME: The name of the corporation shall be Hamilton Place Community, Inc. (the "Corporation").
- II. PURPOSE: This Corporation is formed on a nonprofit basis for the purpose of acquiring, producing, building, operating, furnishing, exchanging, or distributing manufactured housing in a manufactured housing park and services primarily associated therewith for the benefit of its members who are ultimate consumers.
 - III. NONPROFIT: This Corporation shall be a nonprofit, membership corporation.
 - IV. TERM: The term of existence of the Corporation shall be perpetual.
- V. LOCATION: The location and address of the principal office of the Corporation shall be 5469 SE Harvest Circle Mountain Home, Idaho 83647.
- VI. REGISTERED AGENT: The name and address of the initial registered agent of the Corporation is as follows: Holly Apsley, LEAP Housing 670 E Riverpark Ln. Suite #170 Boise, ID 83706.
- VII. THE MAILING ADDRESS of the Corporation shall be as follows: 5469 SE Harvest Circle Mountain Home, Idaho 83647.
 - VIII. INCORPORATOR: The name and address of all of the incorporators of the Corporation is •

Barry Shanahan	5469 SE Harvest Circle Mountain Home ID 83647
Raymond Olson	5470 SE Produce Way Mountain Home ID 83647
Melissa Kisely	5514 SE Harvest Circle Mountain Home ID 83647
Clara Kornish	5467 SE Harvest Circle Mountain Home ID 83647

- IX. INITIAL BOARD OF DIRECTORS: The affairs of this Corporation shall be managed by a Board of five (5) Directors, who shall be members of the Corporation. The number of directors may be changed by amendment of the Bylaws of the Corporation, but in no event shall the number be less than five (5). The names and addresses of the initial directors who shall manage the affairs of the Corporation for the first year, unless sooner changed by the members, are as follows:
 - 1. Barry Shanahan 5469 SE Harvest Circle Mountain Home ID 83647
 - 2. Ray Olson 5470 SE Produce Way Mountain Home ID 83647
 - 3. Clara Kornish 5467 SE Harvest Circle Mountain Home ID 83647
 - 4. Meslissa Kisely 5514 SE Harvest Circle Mountain Home ID 83647
 - 5. Juanita Castillo 5561 SE Produce Way Mountain Home ID 83647
- X. MEMBERS: The Corporation shall have voting members. A Member shall own sand reside in a manufactured housing unit (herein after referred to as the "Home") in the Community and any spouse or partner who has signed an Occupancy Agreement and the other additional adult occupants listed on the Occupancy Agreement. A person is seen as owning or co-owning a Home if they own the Home directly or through their "living" or "Grantor" trust. A "Grantor" or "living" their lifetime.

"Ownership" of a home shall include persons who own or co-own their home, persons purchasing a home under a lease purchase or contract of sale, which is current and in good standing, or is brought into good standing by agreement acceptable to the Board of Directors, and where the home buyer has some established equity in the home.

A Member is in good standing with the Corporation. A "Member in good standing" is a Member whose lot rent and Membership Fees are current or has signed an agreement satisfactory to the Board of Directors to bring these rents and fees current.

A Member is willing to accept Membership responsibilities, including, but not limited to, voluntary participation in the governance of the Corporation and in the operation of the community.

- X. NO SHARES: This Corporation is organized without shares and the number of the membership shall not exceed the total number of manufactured housing lots in the manufactured housing community owned by the corporation.
- XI. VOTING RIGHTS: The Corporation, through its board, shall be authorized to issue up to two (2) classes of voting membership:
- (1) Members shall be entitled to one vote per household regardless of the number of occupants of the home. When more than one member holds an interest in any manufactured home, all such persons shall hold one member interest per household. In no event shall more than one vote be cast with respect to any Home as defined in the Bylaws.
 - (2) One Patron Member shall be entitled to vote as further defined in the Bylaws.
 - XII. PROPERTY RIGHTS: The property rights of members shall be equal with respect to

their membership interest. All other property interests will be determined by occupancy or leasehold agreements.

- XIII. MAXIMUM MEMBER CAPITAL: The maximum percentage of capital which may be owned or controlled by any member, shall be the percentage of the membership fees owned by them in relation to the total of membership fees in the cooperative; each member shall be limited to a single membership interest.
- XIV. DISSOLUTION: The Corporation may be dissolved at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative votes of not less than three-fourths (3/4) of the members. The Corporation shall give notice of such meeting in accordance with Idaho Code, Title 30, Chapter 30, or the same may from time to time be amended. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the real property and other assets of the Corporation, after payment of the Corporation's debts and expenses, shall be: granted, conveyed and assigned to one or more persons described in Section 501(c)(3) of the Internal Revenue Code.
- XV. NON-DISCRIMINATION: Membership in the Corporation shall be limited to households, which are residents of the manufactured housing park owned by the cooperative. Membership shall be available without discrimination because of that person's sexual orientation, age, sex, race, creed, color, marital status, familial status, physical or mental disability or national origin.
- XVI. ASSESSMENTS AND FEES: Each member shall be liable for the payment of assessments and fees as set forth in the Bylaws of the Corporation.

XVII. AMENDMENTS: An amendment of these Articles of Incorporation may be made at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative vote of not less than sixty-six and two-thirds percent (66 ²³ %) of the members.

IN WITNESS WHEREOF, I have hereunto set my hand this 20 day of February

Incorporator

Incorporator

Incorporator

, Incorporator