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12/10/2004 05:00
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**ARTICLES OF INCORPORATION
OF
CANDLEWOOD I ASSOCIATION, INC.
A NONPROFIT CORPORATION**

The undersigned, acting as the incorporator of a corporation, under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code (Act), adopts the following Articles of Incorporation for the Corporation.

**ARTICLE ONE
NAME**

The name of the corporation shall be Candlewood I Association, Inc.

**ARTICLE TWO
NON-PROFIT STATUS**

This corporation shall be a nonprofit corporation.

**ARTICLE THREE
DURATION**

The period of this corporation shall be perpetual.

**ARTICLE FOUR
PURPOSES**

The purposes for which this corporation is organized are as follows:

(A) To perform the functions and provide service as set forth in the Supplemental Declaration for the Candlewood I Units in the Candlewood Condominiums, located in Valley County, Idaho, hereinafter referred to as the "Supplemental Declaration."

(B) To be operated exclusively for the above-stated purposes and for other non-profit purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

(C) To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

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**ARTICLE FIVE
NON-STOCK CORPORATION**

This corporation shall be non-stock, and no dividends or pecuniary profits shall be declared or paid to its members.

**ARTICLE SIX
MEMBERS**

The corporation shall have one (1) class of membership in accordance with the Supplemental Declaration and Corporate Bylaws.

**ARTICLE SEVEN
ASSESSMENTS**

Assessments shall be levied against the members in accordance with the Supplemental Declaration. The amount and method of collection of said assessments shall be provided in said Supplemental Declaration. Assessments may be made enforceable by civil action or by the forfeiture of membership, or both, upon notice given in writing twenty (20) days before commencement of such action or such forfeiture. Assessments may be secured by a lien upon real property to which membership rights are appurtenant, and action may be brought to foreclose any such lien.

**ARTICLE EIGHT
REGISTERED AGENT AND OFFICE**

The street and mailing address of the initial registered office of the corporation shall be Patrick J. Hurley. The name of the corporation's initial registered agent at such address is 3770 Sanada Way, Boise, Idaho, 83702.

**ARTICLE NINE
DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of three (3) individuals. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the membership or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME

ADDRESS

Patrick J. Hurley

3770 Sanada Way, Boise, Idaho, 83702

Margaret A. Hurley

3770 Sanada Way, Boise, Idaho, 83702

Angela Ampare Hemaechearria

P.O. Box 123, McCall, Idaho, 83638

ARTICLE TEN LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 Four hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislations, 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 by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE ELEVEN DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation, to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE TWELVE BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

ARTICLE THIRTEEN INCORPORATOR

The name and address of the incorporator is Patrick J. Hurley, 3770 Sanada Way, Boise, Idaho, 83702.

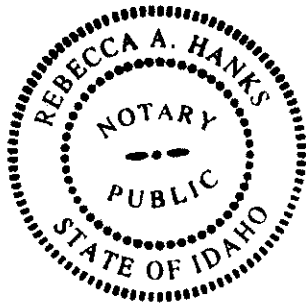
DATED this 25th day of October, 2004.

By: Patrick J. Hurley
PATRICK J. HURLEY, Incorporator

STATE OF IDAHO.)
(ss.
County of Adair)

On this 25th day of Oct, 2004, before me, Rebecca A. Hanks, a Notary Public in and for said State, personally appeared PATRICK J. HURLEY, known or identified to me to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they 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 above written.



Rebecca A. Hanks
NOTARY PUBLIC FOR IDAHO
My Commission Expires: 10-6-2005