

CERTIFICATE OF INCORPORATION
OF

SCENIC VALLEY SUB NO. 3 PROPERTY OWNERS, INC.

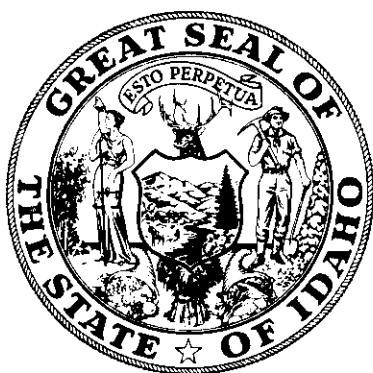
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

SCENIC VALLEY SUB NO. 3 PROPERTY OWNERS, 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 October 25, 19 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

RECEIVED

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ARTICLES OF INCORPORATION

STATE OF IDAHO

SCENIC VALLEY SUB NO. 3 PROPERTY OWNERS, INC.

We, the undersigned residents of the State of Idaho, being 18 years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Idaho.

ARTICLE ONE

NAME AND LOCATION

The name of the corporation shall be Scenic Valley Sub No. 3 Property Owners, Inc., and its location shall be Star Route, Lowman, County of Boise, State of Idaho.

ARTICLE TWO

DURATION

The period of duration of this nonprofit corporation shall be perpetual.

ARTICLE THREE

PURPOSE CLAUSE

The purposes of this corporation are:

(a) To develop a community designed for safe, healthful, and harmonious living.

(b) To promote the collective and individual property and civic interests and rights of all persons, firms and corporations owning property in Scenic Properties Subdivision No. 3, as this property is shown on the official plat thereof, filed as instrument number 76049, records of Boise County, Idaho, (hereafter the subdivision).

(c) To own, lease, care for, maintain, improve and manage all common or joint use areas set aside for park, picnic, recreation and scenic tracts for the sole use and enjoyment of all owners of lots in the subdivision, to own, lease, care for, maintain, improve, and manage all parcels of land designated as "Reserve Tracts" in the subdivision to be used as parks, bridle trails, playgrounds, reservoir sites, well sites, and for other uses and purposes to develop and protect the subdivision for the common good of all owners of lots in the subdivision; to levy annually dues upon each owner of a lot in the subdivision to finance all of the foregoing.

(d) To engage in the transaction of any or all lawful business for which a nonprofit corporation may be incorporated under the Idaho Nonprofit Corporation Act.

ARTICLE FOUR

NONSTOCK CORPORATION

The corporation is to be organized upon a nonstock, certificate of membership basis and no dividends or pecuniary profits shall be declared or paid to the members hereof. These memberships shall be nonredeemable, nontransferable, and non-dividend bearing.

ARTICLE FIVE

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is five, and the names and addresses of the persons who are to serve as initial directors are as follows:

<u>Name</u>	<u>Address</u>
Marie Chaloux	Star Route Lowman, ID 83637
W. J. Wennstrom	1909 Broadmoor Dr. Boise, ID 83705
DeVoe F. Wheeler	303 S. Harding Boise, ID 83705
Paul W. Johnson	Star Route Lowman, ID 83637
Jerry C. Charlton	4740 Castlewood Meridian, ID 83642

ARTICLE SIX

ELECTION OF DIRECTORS

Directors are to be elected by the members in the manner provided in the bylaws.

ARTICLE SEVEN

CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, and secretary-treasurer.

The board of directors may provide for the appointment of additional officers as they may deem for the best interest of the corporation.

Whenever the board of directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform any additional or different duties as shall from time to time be imposed or required by the board of directors, or as may be prescribed from time to time by the bylaws.

ARTICLE EIGHT

MANAGEMENT BY MEMBERS

This corporation has members and the management of its affairs is to be vested in its members pursuant to Section 30-314(c), Idaho Code.

ARTICLE NINE

ELECTION OF OFFICERS

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

ARTICLE TEN

MEMBERSHIP REQUIREMENTS

Any owner of a lot in the subdivision is a member but may be discharged or expelled as provided in the bylaws.

ARTICLE ELEVEN

AMENDMENTS

These articles may be amended in the manner provided by statute at the time of amendment.

ARTICLE TWELVE

REGISTERED OFFICE

The address of the initial registered office of the corporation is c/o Angie Chaloux, Star Route, Lowman, Idaho 83637, and the name of its initial registered agent is Angie Chaloux.

ARTICLE THIRTEEN

INCORPORATORS

The names and residences of the persons forming this corporation are as follows:

<u>Name</u>	<u>Address</u>
E. D. Shipp	3101 Woodbrook Pl. Boise, ID 83706
Ruby A. Shipp	3101 Woodbrook Pl. Boise, ID 83706
DeVoe F. Wheeler	303 S. Harding Boise, ID 83705
Ellen M. Wheeler	303 S. Harding Boise, ID 83705

<u>Name</u>	<u>Address</u>
Marie Chaloux	Star Route Lowman, ID 83637
Paul W. Johnson	Star Route Lowman, ID 83637
Genevieve H. Johnson	Star Route Lowman, ID 83637
Jerry C. Charlton	4740 Castlewood Dr. Meridian, ID 83642
Denise Charlton	4740 Castlewood Dr. Meridian, ID 83642
W. J. Wennstrom	1909 Broadmoor Boise, ID 83705
Harold Wennstrom	1312 Juanita Boise, ID 83706
Clyde Powers	7530 Manorwood Dr. Boise, ID 83702
Doris N. Powers	7530 Manorwood Dr. Boise, ID 83702
R. D. Connor	2025 S. Phillippi Boise, ID 83705
Anita G. Connor	2025 S. Phillippi Boise, ID 83705
John H. Goitia	1520 Hisel Boise, ID 83705
Barney Crawford	4616 Shasta St. Boise, ID 83703
William E. Elson	2606 N. State Boise, ID 83703

DATED This 8th day of September, 1982.

E. D. Shipp, Ruby A Shipp
3101 Woodbrook Pl. Boise, Id. 83706
Heval F. and Ellen M. Shipp
303 So. Harding Boise Idaho 83705
Miss Shipp
STAR Route, Lowman, ID 83637
Paul W. Johnson Lowman, Id. 83639
Genevieve H. Johnson Lowman, Id. 83639
Angie E. Charlton / Denise Charlton
4740 Co. Howard P. Meridian, ID 83642
W. J. Nyquist
1909 Broadway Boise Id. 83725
Frank R. Johnston 1317 N. 10th
Boise, ID.
Clyde Powers 7530 Manorwood Dr. Boise
Doris A. Powers 7530 Manorwood Dr. Boise
Jane B. Morgan Star Rt. Lowman, ID
Terrie Crawford 4616 Shasta
2025 S Phillippi
R. D. Connor Boise, ID 83705
2025 So Phillippi
Anita L. Connor Boise, Id.
1520 Hazel
John H. Dittia Boise, Idaho
Benny Crawford 4616 Shasta St Boise, Id.
William E. Dean 2606 N State
Boise 83703