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STATE OF IDAHO

Articles of Incorporation  
Of  
WINDSONG NEIGHBORHOOD ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS, that I, Lisa A. Wanner, being of legal age and a citizen of the United States, for the purpose of forming a body corporate in accordance with the provisions of the Idaho Non-Profit Corporation Act, §§30-3-1, et seq., of the Revised Statutes of the State of Idaho, do hereby make, execute, and acknowledge these Articles of Incorporation, in writing as follows:

ARTICLE I

The corporate name of this association shall be Windsong Neighborhood Association, Inc.

ARTICLE II

This association shall be a non-profit corporation. This organization is not organized for profit, and no part of the net earnings shall inure to the benefit of any private shareholder.

ARTICLE III

The period of duration of this association shall be perpetual.

ARTICLE IV

The purposes for which said association are formed are:

(a) The following list of purposes shall be the sole and only purposes for which said association is formed, and these Articles and the following list of purposes shall comprise the limits on the activities of the association, which said association shall not have the power, authority, or ability to operate outside said purposes. Notwithstanding any other provisions of these Articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under §501(c)(3) et seq. of the Internal Revenue Code of 1986, as amended, and in particular the individual code sections hereinafter referenced, if any.

(b) The association is constituted so as to attract substantial support from a representative number of persons and entities in the State and community in which it operates. No substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to

ARTICLES OF INCORPORATION

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1 influence legislation, and the association shall not participate in, or intervene in, any political  
2 campaign on behalf of any candidate for public office.

3 (c) The purposes for which the association is to be formed are for purposes within the meaning  
4 of §501(c)(3) et seq. of the Internal Revenue Code. To said ends, the association may cooperate  
5 with other associations not created for propaganda purposes to advance such purposes as are  
6 within the foregoing Code sections, to the extent not in conflict with said Internal Revenue Code  
7 sections and attendant law or regulations, including carrying on of nonpartisan legislative activities  
8 to further the above goals. The association may do everything necessary, suitable, or proper for  
9 the accomplishment, attainment, or furtherance of, or do every other act or thing incidental,  
10 appurtenant, growing out of, or connected with, the purposes, objects, or powers set forth in these  
11 Articles, whether alone, or in association with others, and shall possess all the rights, powers, and  
12 privileges now or hereafter conferred by the laws of Idaho. PROVIDED, HOWEVER, that nothing  
13 herein shall be construed as authorizing the association to possess any purpose, object, or power,  
14 or to do any act or things:

15 1. forbidden by law to a not-for-profit corporation organized under the laws of the State of  
16 Idaho; or,

17 2. which, either expressly or by interpretation or by operation of law, would prevent it from  
18 qualifying and continuing to qualify as a Corporation described in §§501(c)(3) et seq. of the  
19 Internal Revenue Code of 1986, as amended, nor to engage directly or indirectly in any  
20 activity which would cause the loss of such qualification.

21 d. The incorporator of the association, together with such other persons as said incorporator may  
22 elect, shall comprise the initial Board of Trustees, which said board, by majority vote, shall  
23 administer the above purposes.

24 e. The association may do any and all things necessary and incidental in carrying out the aforesaid  
25 objects, or any of them, and exercise the usual powers of corporate bodies.

26 f. The association may sue and be sued, complain and defend in any law or equity.

27 g. The association may have and use a corporate seal, which may be altered at pleasure.

28 h. The association may elect such officers and appoint such agents as the business of the  
29 association shall require and allow them suitable compensation.

30 i. The association may make by-laws not inconsistent with the Constitution or laws of the United  
31 States and/or of this State, for the management of its property and the regulation and government  
32 of its affairs.

33 j. The association may wind up and dissolve itself, or be wound up and dissolved in the manner  
34 provided by the statutes of this State. Upon the winding-up and dissolution of this association, after  
35 paying or adequately providing for the debts and obligations of the association, the remaining  
36 assets shall be distributed to a non-profit fund, foundation or association which has established its  
37 tax exempt status under §501(c)(3) et. seq. of the Internal Revenue Code.

1 k. This association is organized exclusively for purposes within the meaning of §501(c) et. seq. of  
2 the Internal Revenue Code. Notwithstanding any other provision of these Articles, the association  
3 shall not carry on any other activities not permitted to be carried on by an organization exempt from  
4 Federal income tax under said section of the Internal Revenue Code.

5 l. The association may accept donations from other persons and/or entities in support of the above  
6 purposes.

7 m. The primary purpose of the corporation shall be to act as a homeowner's association for the  
8 residents of Windsong Neighborhood Association, Inc. The primary purpose is to maintain the  
9 pressurized irrigation and to maintain the common areas and to carry out the normal duties of a  
10 homeowner's association.

#### 11 ARTICLE V

12 At the time of formation, the affairs of the association shall be under the control of a Board of  
13 Directors; and those who shall, as Directors, manage the affairs of the association for the first year,  
14 and until their successors are duly elected and qualified, are:

15	Lisa A. Wanner	2752 South Goshen Way, Boise, Idaho 83709
16	Walter R. Wanner	4225 Riva Ridge Drive, Boise, Idaho
17	Bette Berryman	4225 Riva Ridge Drive, Boise, Idaho

18 At the first annual meeting following the expiration of the one year period for which the Directors  
19 herein designated will serve, and at each annual meeting thereafter, a new Board of Directors will  
20 be elected in accordance with the provisions of the by-laws of the association and the laws of the  
21 State of Idaho. The number of Directors may be modified by amendment of the by-laws of this  
22 association.

#### 23 ARTICLE VI

24 This association shall have no capital stock. Membership in the association shall be evidenced by  
25 certificates, as further provided in the by-laws of the association.

#### 26 ARTICLE VII

27 Membership in this association shall not be transferable except upon the approval of the Board of  
28 Directors. The above provision shall be recited in all certificates of membership issued.

#### 29 ARTICLE VIII

30 These Articles may be amended as provided for by the Idaho Non-Profit Corporation Act, Idaho  
31 Code §§30-3-1, et seq.

#### 32 ARTICLE IX

33 The by-laws of the association for the management of its affairs shall be adopted by the Directors  
34 of said association, and said Directors will be empowered to amend or repeal said by-laws in  
35 accordance with the provisions thereof.

1 ARTICLE X

2 Voting shall be allowed on the basis of one vote per member, with cumulative voting allowed.

3 ARTICLE XI

4 In the event of the liquidation or dissolution of the association, the assets of the association, after  
5 the payment of all debts and obligations shall be donated to another non-profit organization with  
6 similar objectives, operating in Idaho, or if none, operating in as close a proximity to Idaho as  
7 possible, as more particularly described and limited in Article IV(j) hereof.

8 ARTICLE XII

9 The initial registered agent for this corporation is Lisa A. Wanner, residing at 2752 South Goshen  
10 Way, Boise, Idaho 83709.

11 IN WITNESS WHEREOF, the incorporator does hereby make, sign, and acknowledge these  
12 Articles of Incorporation this 13 day of January, 2003.

13   
14 Lisa A. Wanner

15   
16 Walter A. Wanner

17   
18 Bette Berryman

19 THE UNDERSIGNED hereby certifies that she is an officer and director of Windsong Neighborhood  
20 Association, Inc. and that the above Articles of Incorporation were duly adopted by the Corporation  
21 and the Board of Directors at a meeting thereof, by unanimous consent.

22   
23 Lisa A. Wanner