



CERTIFICATE OF INCORPORATION
OF

RIVERBEND ESTATES HOMEOWNERS' ASSOCIATION, 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 RIVERBEND ESTATES
HOMEOWNERS' ASSOCIATION, 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 September 28, 19 87.



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra Mathews

Corporation Clerk

ARTICLES OF INCORPORATION

OF

RIVERBEND ESTATES HOMEOWNERS' ASSOCIATION, INC.

The undersigned, acting as incorporators under the Idaho Nonprofit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is Riverbend Estates Homeowners' Association, Inc.

ARTICLE TWO

NONPROFIT CORPORATION

The corporation is a nonprofit corporation.

ARTICLE THREE

DURATION

The duration of the corporation shall be perpetual.

ARTICLE FOUR

PURPOSES AND POWERS

The purposes of the corporation and its powers are the following:

1. To act as a management body for the common area of the Riverbend Estates Subdivision in Teton County, Idaho; and, to do all things necessary, proper, conducive or incidental thereto.
2. To promote compliance by all persons with the covenants and restrictions controlling the use and enjoyment of the subdivision property.

3. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act.

ARTICLE FIVE

MEMBERSHIP

A. There shall be one membership in the corporation for each subdivision lot in the Riverbend Estates Subdivision as recorded in Teton County, Idaho. No person or entity other than an owner or owners of a subdivision lot may be a member of the corporation. If title to a subdivision lot is held by more than one person, the membership relating to that lot shall be shared by all such persons in the same proportions and in the same type tenancy as the title to the lot is held. Each membership shall entitle the owner or owners to one vote which shall be exercised as a unit in any manner which the owners thereof shall determine among themselves. Fractional votes shall not be allowed.

B. A member shall not assign or transfer his membership certificate in any manner except in connection with the transfer or sale of the member's lot. Membership in the corporation is declared to be appurtenant to the lot upon which such membership is based and shall pass automatically with the sale or transfer of the title to the lot. Members shall not have pre-emptive rights to purchase other memberships in the corporation or other lots in the project.

C. Each member shall be entitled to receive a certificate of membership, which certificate shall state the number of votes he is entitled to cast as a member of the corporation.

ARTICLE SIX

LOCATION

The location and address of the initial registered office of the corporation is Route 1, Box 603, Victor, Idaho 83455, and the name of its initial registered agent at such address is Miles Minson.

ARTICLE SEVEN

ASSESSMENTS

Each member shall be liable for the payment of assessments as levied by the Board in accordance with the Bylaws of the corporation; and, such assessments may be secured by a lien upon the real property to which a member's membership rights are appurtenant.

ARTICLE EIGHT

BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is 6, and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and shall qualify are:

Eugen D. Williams, M.D.
Theodore K. Wendorff, D.D.S.
Dale N. Minson
John D. Block
Ted D. Loughrin

ARTICLE NINE

INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Eugen D. Williams, M.D.	101 Laguna Road, Suite A Fullerton, CA 92635
Theodore K. Wendorff, D.D.S.	237 Avenida Del Norte Redondo Beach, CA 90277
Dale N. Minson	240 W. 3rd N., #201 Salt Lake City, UT 84103
John D. Block	931 W. San Bruno Ave. San Bruno, CA 94066
Ted D. Loughrin	3460 Live Oak Road Santa Ynex, CA 94960

ARTICLE TEN

AMENDMENT

Any provision of these Articles may be altered, amended or repealed, and new Articles adopted, by the members at any regular or special meeting of the members called for such purpose, in accordance with the provisions of Idaho law controlling the amendment of Articles of Incorporations of nonprofit corporations, currently Idaho Code Section 30-326.

ARTICLE ELEVEN

CERTAIN DEFINITIONS

As used in these Articles of Incorporation, the following terms shall have the definitions as hereinafter provided:

A. Riverbend Estates Subdivision. That certain real property located in the County of Teton, State of Idaho, more particularly described on Exhibit A which is attached hereto and made a part hereof, is referred to as the Riverbend Estates Subdivision.

B. Lot. Lot shall mean the separate real property interest of a subdivided lot in the Riverbend Estates Subdivision.

C. Common Area. Common area shall mean the entire Riverbend Estates Subdivision excepting all lots.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 3rd day of August, 1986.


Eugen J. Wilkerson
Robert J. Hays
John D. Block
Bloughline
Theodore K. Hendrix

STATE OF IDAHO)
) ss.
County of Teton)

ON THIS 3rd day of August, 1986, before me,
C. Timothy Hopkins, a Notary Public in and for said State,
personally appeared Eugen Williams, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

(SEAL)



Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: 4/1/91

STATE OF IDAHO)
) ss.
County of Teton)

ON THIS 3rd day of August, 1986, before me,
C. Timothy Hopkins, a Notary Public in and for said State,
personally appeared Dale N. Minson, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

(SEAL)



Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: 4/1/91

STATE OF IDAHO)
) ss.
County of Teton)

ON THIS 3rd day of August, 1986, before me,
C. Timothy Hopkins, a Notary Public in and for said State,
personally appeared John D. Block, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

(SEAL)



Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: 4/1/91

STATE OF IDAHO)
) ss.
County of Teton)

ON THIS 3rd day of August, 1986, before me,
C. Timothy Hopkins, a Notary Public in and for said State,
personally appeared Ted D. Loughrin, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

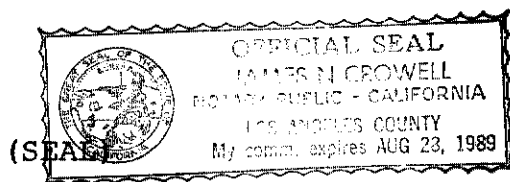
(SEAL)


Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: 4/1/91

STATE OF California)
County of Los Angeles) ss.

ON THIS 24th day of November, 1986, before me,
James H. Crowell, a Notary Public in and for said State,
personally appeared Theodore K. Wendon ff, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.



James H. Crowell
Notary Public for California
Residing at: 735 Avenida Del Norte, Redondo Beach,
My Commission Expires: California 90277
Aug. 28, 1989

STATE OF _____)
County of _____) ss.

ON THIS _____ day of _____, 1986, before me,
_____, a Notary Public in and for said State,
personally appeared _____, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

(SEAL)

Notary Public for
Residing at:
My Commission Expires: