

102744

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

KERBY MEADOWS LANDOWNERS' 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 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: July 14, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

**ARTICLES OF INCORPORATION
OF
KERBY MEADOWS
LANDOWNERS' ASSOCIATION, INC.**

Jul 14 3 58 PM '93
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, being a person over the age of majority and a citizen of the United States, in order to form a nonprofit corporation for the purposes hereinafter stated, pursuant to the provisions of Title 30, Chapter 3, Idaho Code, do hereby certify as follows:

**ARTICLE ONE
NAME AND LOCATION**

The name of the corporation shall be KERBY MEADOWS LANDOWNERS' ASSOCIATION, INC., and its location shall be Valley County, Idaho.

**ARTICLE TWO
DURATION**

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

**ARTICLE THREE
PURPOSE**

The business and purpose of this nonprofit corporation shall be to further and promote the community welfare of property owners of Kerby Meadows Subdivision, including maintenance, repair and upkeep of roads within the Subdivision. The nonprofit corporation shall also be the means for the promulgation and enforcement of all regulations necessary to the governing of the use and enjoyment of Subdivision roads and toward the furtherance of the common interests and welfare of Subdivision property owners.

**ARTICLE FOUR
NONSTOCK CORPORATION**

The corporation shall be nonstock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

**ARTICLE FIVE
MEMBERSHIP**

Membership in the corporation shall be appurtenant to the ownership of each lot in the Subdivision. A lot held by two (2) or more persons shall qualify the owners for one (1) membership only.

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as initial directors are as follows:

Donald R. Brown	12000 W. Bowmont Boise, Idaho 83704
James M. Brady	7570 Greenacres Drive Boise, Idaho 83709
Robert H. Ruble	11530 E. Linden Caldwell, Idaho 83605

**ARTICLE SEVEN
ELECTION OF DIRECTORS**

At each annual meeting of the members, a director will be elected by the members to replace each director whose term has expired. Each director shall be a member and only one (1) director may be elected from any group of two (2) or more owners of a single lot.

**ARTICLE EIGHT
AMENDMENTS**

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

**ARTICLE NINE
REGISTERED AGENT**

The address of the initial registered office of the corporation shall be 49 Deer Run Road, Cascade, Idaho 83611.

The name of the corporation's initial registered agent at such address is: Robert H. Ruble.

**ARTICLE TEN
INCORPORATOR**

The name and address of the incorporator is Donald R. Brown, 12000 W. Bowmont, Boise, Idaho 83704.

**ARTICLE ELEVEN
COMPENSATION**

No part of the net earnings 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 to or for the corporation in carrying out one or more of its purposes.

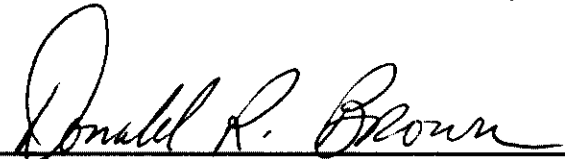
**ARTICLE TWELVE
MEMBERS' LIABILITY**

The private property of the members of the corporation shall not be liable for its corporate debts; provided, however, that the directors are authorized to levy assessments on members to pay lawful expenses incurred on behalf of the corporation.

**ARTICLE THIRTEEN
DISTRIBUTION OF ASSETS**

Upon the dissolution of the corporation, the directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code), as the directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the Fourth Judicial District, for Valley County, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have hereunto set my hand this 14th day of July, 1993.



DONALD R. BROWN

VERIFICATION

STATE OF IDAHO)
County of Ada) ss.

I, Kay Lynn Moorhouse, a Notary Public, do hereby certify that on this 14th day of July, 1993, personally appeared before me DONALD R. BROWN, who, being by me first duly sworn, declared that he is a person over the age of eighteen (18) years, that he signed the foregoing Articles of Incorporation as the Incorporator of the corporation, and that the statements therein contained are true.

Kay Lynn Moorhouse
NOTARY PUBLIC For Idaho
Residing at Boise, therein
My Commission Expires: 11-16-94

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