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**SECRETARY OF STATE
STATE OF IDAHO**

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**ARTICLES OF INCORPORATION
OF
GREEN CREEK RANCH ESTATES NO. 1 HOMEOWNERS' ASSOCIATION, INC.**

The undersigned do hereby form a non profit corporation under the laws of the State of Idaho in compliance with the provisions of Title 30, Chapter 3, Idaho Code, and do hereby certify, declare and adopt the following Articles of Incorporation of Green Creek Ranch Estates No. 1, Homeowners' Association, Inc.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is GREEN CREEK RANCH ESTATES NO.1 HOMEOWNERS' ASSOCIATION, INC., hereinafter called "The Association" or "The Corporation".

**ARTICLE II
REGISTERED OFFICE**

The initial registered office of the Association is located at HC 87, Box 363, Pine, Idaho 83647.

**ARTICLE III
REGISTERED AGENT**

Samuel D. Pope, whose address is HC 87, Box 363, Pine, Idaho 83647 is hereby appointed the initial registered agent of the Association.

**ARTICLE IV
INCORPORATORS**

The names and addresses of the incorporators of the Association are as follows:

Samuel D. Pope and Thressa Pope, husband and wife, HC 87, Box 363, Pine, Idaho 83647;

Larry K. Barrett and LaDonna L. Barrett, husband and wife, HC 87, Box 362, Pine, Idaho 83647.;

Robert E. James and J. Renae James, husband and wife, HC 87, Box 361, Pine, Idaho 83647.;

John K. McGrath and Lois M. McGrath, husband and wife, HC, 87 Box 360, Pine, Idaho 83647.;

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Clyde Rogers and Carol E. Rogers, husband and wife, Rt #1,
Box 1344, Paul, Idaho 83343.;

Clarence L. Christopherson and Anne K. Christopherson,
husband and wife, HC 87, Box 365, Pine, Idaho 83647.;

John W. Wert and Marjorie J. Wert, husband and wife, HC 87,
Box 364, Pine, Idaho 83647..

ARTICLE V
PURPOSES AND POWERS OF THE ASSOCIATION

This Association is a nonprofit corporation. The specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control and the supply of domestic water. For residence Lots within that certain tract of property as:

Green Creek Ranch Subdivision No. 1, according to the official plat thereof on file and of record in the office of the recorder of Elmore County, Idaho.

And to promote the health, safety and welfare of the owners and residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for these purposes to:

(a) exercise all of the power and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, restrictions and Easements, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the office of the Recorder of Elmore County, Idaho and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection there with and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the

Association;

(d) borrow money, and with the assent of two-thirds (2/3) of the each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes of annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class or members;

(g) To own manage and operate a central water system for the members of the Association;

(h) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-profit Corporation Law of the State of Idaho by law may now or hereafter have exercise.

ARTICLE VI MEMBERSHIP

Every person who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security of the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

ARTICLE VII VOTING RIGHTS

The Association shall have one class of voting membership.

Class A. Voting members shall be all Owners, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any Lot, all such persons shall be

members. The vote of such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

**ARTICLE VIII
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Three Directors, who must be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Samuel D. Pope	HC 87 Box 363 Pine, Idaho 83647.
John K. McGrath	HC 87 Box 360 Pine, Idaho 83647.
J. RaNae James	HC 87 Box 361 Pine, Idaho 83647.

At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years, and one director for a term of three years; and at each annual meeting thereafter the members shall elect one director for a term of three years.

**ARTICLE IX
DISSOLUTION**

The Association may be dissolved, either by unanimous written consent of all members or by an alternative vote not less than two-thirds (2/3) of the members at a duly noticed meeting. Upon dissolution of the association, the assets of the association shall be divided equally among the members of the association.

**ARTICLE X
DURATION**

The corporation shall exist perpetually.

**ARTICLE XI
AMENDMENTS**

Amendments of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, We, the undersigned incorporators of this Association, have executed these Articles of Incorporation this _____ day of _____, 1999.

Samuel D. Pope

Samuel D. Pope - Incorporator

Larry K. Barrett

Larry K. Barrett - Incorporator

Robert W. James

Robert W. James - Incorporator

John K. McGrath

John K. McGrath - Incorporator

Clyde Rogers

Clyde Rogers - Incorporator

Clarence L. Christopherson

Clarence L. Christopherson - Incorporator

John W. Wert

John W. Wert - Incorporator

Thressa C. Pope

Thressa C. Pope - Incorporator

Ladonna L. Barrett

Ladonna L. Barrett - Incorporator

J. RaNae James

J. RaNae James - Incorporator

Lois M. McGrath

Lois M. McGrath - Incorporator

Carol E. Rogers

Carol E. Rogers - Incorporator

Anne K. Christopherson

Anne K. Christopherson - Incorporator

Marjorie J. Wert

Marjorie J. Wert - Incorporator

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, We, the undersigned incorporators of this Association, have executed these Articles of Incorporation this _____ day of _____, 1999.

Samuel D. Pope
Samuel D. Pope - Incorporator

Thressa C. Pope
Thressa C. Pope - Incorporator

Lafry K. Barrett
Lafry K. Barrett - Incorporator

LaDonna L. Barrett
LaDonna L. Barrett - Incorporator

Robert W. James
Robert W. James - Incorporator

J. RaNae James
J. RaNae James - Incorporator

John K. McGrath
John K. McGrath - Incorporator

Lois M. McGrath
Lois M. McGrath - Incorporator

Clyde Rogers
Clyde Rogers - Incorporator

Carol E. Rogers
Carol E. Rogers - Incorporator

Clarence L. Christopherson
Clarence L. Christopherson - Incorporator

Anne K. Christopherson
Anne K. Christopherson - Incorporator

M.J.W.
7-16-99

John W. Wert
John W. Wert - Incorporator

Marjorie J. Wert
Marjorie J. Wert - Incorporator