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(c) The Management Body shall have the power to have, exercise, and enforce all rights and privileges to assume, incur, perform, carry out, and discharge all duties, obligations, and responsibilities of a Management Body as provided for in the Condominium Act and in the Declaration, as such Declaration is originally executed or, if amended, as amended. The Management Body shall have the power to adopt and enforce rules and regulations covering the use of the Civic Plaza Master Condominium or any Common Areas or Units thereof, to levy and collect the annual and special assessments and charges against the Units and the Owners thereof, and, in general, to assume and perform all the functions to be assumed and performed by the Management Body as provided for in the Declaration. It shall have the power to transfer, assign, or delegate such duties, obligations, or responsibilities to other persons or entities as permitted or provided for in the Condominium Act, the Declaration, or in an agreement executed by the Association with respect thereto. The Management Body shall actively foster, promote, and advance the interest of owners of the Units within the Civic Plaza Master Condominium.

(d) In addition to the foregoing, the Association shall have and shall exercise any and all powers permitted by the Nonprofit Corporation Act that are not inconsistent with the Condominium Act.

2. The foregoing clauses are to be construed both as objectives and powers. As hereby expressly provided, an enumeration herein of the objectives, powers, and purposes shall not be held to restrict in any manner the general powers of the Association. The Association shall have the power to do all acts that are necessary and convenient to obtain the objectives and purposes herein set forth to the same extent and as fully as any natural person could or might do within the framework of the Condominium Act, these Articles of Incorporation, and the general corporation laws of Idaho.

3. The Association hereby assigns and delegates power and responsibility to the Owners to perform all duties and powers set forth in Section 8.4 of the Declaration that would otherwise be performed by the Association as the Management Body.

ARTICLE V BOARD OF DIRECTORS

The affairs of this Association shall be managed by its board of directors (the “**Board**”). The Board shall consist of no fewer than four (4) individual directors nor more than five (5) individual directors (the “**Directors**”), each of whom need not be members of the Association. The actual number of Directors shall be fixed by the Bylaws of the Association. Other than the Directors constituting the initial Board, who are designated in these Articles, the Directors shall be designated by the members of the Association in the manner and for the term provided in the Association’s Bylaws.

The names and street addresses of the persons constituting the initial Board:

1. Dennis Clark
Capital City Development Corp.
805 West Idaho Street, Suite 305
Boise, ID 83701-0987
2. Phil Kushlan
Capital City Development Corp.
805 West Idaho Street, Suite 305
Boise, ID 83701-0987
3. Roger Simmons
Ada County Commissioner's Office
200 W. Front
Boise, ID 83702
4. Grant Kingsford
Ada County Commissioner's Office
200 W. Front
Boise, ID 83702
5. Sharon Ullman
Ada County Commissioner's Office
200 W. Front
Boise, ID 83702

ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office and mailing address of the Association is c/o Capital City Development Corp., 805 West Idaho Street, Suite 305, Boise, ID 83701-0987. The initial registered agent of the Association is Phil Kushlan.

ARTICLE VII INCORPORATOR

The incorporator and his address are as follows:

Theodore E. Argyle
Prosecuting Attorney's Office
200 W. Front Street
Boise, ID 83702

ARTICLE VIII MEMBERSHIP

Every person or entity who is a record owner, whether one or more persons or entities, of a fee simple title to any Unit as defined in the Declaration and which is subject by the Declaration to assessment by the Association, including contract sellers is an owner (collectively the "**Owners**"). All Owners shall be members of the Association. Each Owner consents to such membership in the Association by virtue of being an Owner of a Unit. The foregoing shall not include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit that is subject to assessment by the Association, except as provided by Section 8.6 of the Declaration.

ARTICLE IX VOTING RIGHTS

The authorized number and qualifications of the Owners, the property rights, voting rights, and other rights and privileges of the Owners, and their liability for assessments and the method of collection thereof, shall be as set forth in the Declaration.

ARTICLE X LIABILITY FOR ASSESSMENTS

Any assessment made by the Association on any Unit shall be secured by a lien on such Unit as provided in the Declaration. Each Owner shall be liable for the payment of assessments provided for in the Declaration and for the payment and discharge of the liabilities of the Association as provided for in the Declaration, the Condominium Act, and as set forth in the Bylaws.

ARTICLE XI DISSOLUTION

The Association may be dissolved as provided by law.

Upon the dissolution of the Association, the Board shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner as the Board shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the Fourth Judicial District of the State of Idaho, in and for Ada County as said court shall determine.

**ARTICLE XII
NONPROFIT LIMITATIONS**

No part of the net earnings of the Association shall inure to the benefit of any Owner or individual (other than by acquiring, constructing, or providing management, maintenance, and care of property held by the Association, commonly held by the Owners, as members of the Association, or located in the Civic Plaza Master Condominium and owned by an Owner, and other than by a rebate of excess membership dues, fees, or assessments).

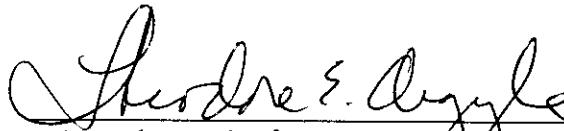
**ARTICLE XIII
BYLAWS**

Provisions for the regulation of the internal affairs of the Association shall be set forth in the Bylaws.

**ARTICLE XIV
AMENDMENTS**

Amendments of these Articles shall require the approval of a simple majority (in voting power) of the Owners. No amendment to these Articles shall be valid without the written approval of Declarant.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation this 3rd day of October, 2002.

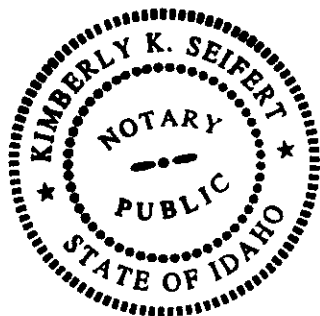


Theodore E. Argyle, Incorporator

STATE OF IDAHO)
) ss.
County of ADA)

On this 3rd day of October, 2002, before me, Kimberly K. Seifert, a Notary Public in and for said State, personally appeared Theodore E. Hryte, known or identified to me to be the person whose name is subscribed to the foregoing 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.



Kimberly K. Seifert
Notary Public for Idaho
Residing at Meridian, Idaho
My commission expires 12/20/02