

Department of State

**CERTIFICATE OF INCORPORATION
OF**

WILLS CONDOMINIUMS NO. 2 ASSOCIATION, INC.

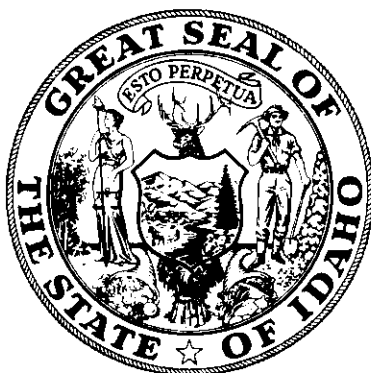
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

WILLS CONDOMINIUMS NO. 2 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 May 8, 19 86



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF INCORPORATION
OF
WILLS CONDOMINIUMS NO. 2 ASSOCIATION, INC.

I.

The name of this corporation is WILLS CONDOMINIUMS NO. 2 ASSOCIATION, INC. (hereinafter referred to as the "Association").

II.

A. This corporation is a nonprofit corporation organized under the Idaho Nonprofit Corporation Act. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

B. The specific and primary purposes for which the Association is formed are to be a management association and to provide for the acquisition, construction, management, maintenance and care of real and personal property held by the Association or commonly held by the members of the Association or located in the development and owned by members of the Association, and otherwise to act and be operated as a "homeowners association" as defined in Section 528 of the Internal Revenue Code of 1954, as amended.

C. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.

III.

No part of the net earnings of the Association shall inure (other than by acquiring, constructing or providing management, maintenance and care of property held by the Association, commonly held by the members of the Association or located in the development and owned by members of the Association, and other than by a rebate of excess membership dues, fees or assessments) to the benefit of any private member or individual.

IV.

The period of duration is perpetual.

V.

The number of directors constituting the initial board of directors shall be at least two (2) directors but not more than nine (9) directors. The number of directors may be determined and changed by resolution of the Board of Directors.

VI.

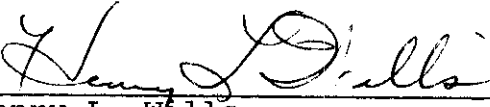
The names and street address in the State of Idaho of this corporation's initial agent and Board of Directors are:

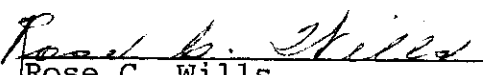
Henry L. Wills (Resident Agent)
Rose C. Wills
766 Newport
Twin Falls, Idaho 83301

VII.

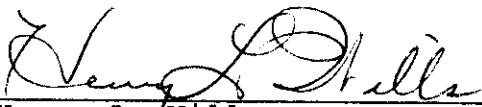
These Articles of Incorporation may be amended as provided in the Bylaws of the Association.

DATED: May 2, 1986.


Henry L. Wills


Rose C. Wills

We declare that we are the persons who executed the above Articles of Incorporation, and that this instrument is our act and deed.


Henry L. Wills



Rose C. Wills

STATE OF IDAHO)
): ss.
COUNTY OF TWIN FALLS)

On this 2nd day of May, 1986, before me, the undersigned, a Notary Public in and for said State, personally appeared Henry L. Wills and Rose C. Wills, known to be to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

(seal)


NOTARY PUBLIC FOR IDAHO
Residing at Twin Falls
Commission Expires: 4/10/91