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SECRETARY OF STATE  
STATE OF IDAHO

**Articles of Incorporation  
of  
Country Club Estates Phase IV Homeowners Association, Inc.  
(A Non-Profit Corporation)**

KNOW ALL PERSONS BY THESE PRESENTS, that we, the undersigned, all of whom are citizens and residents of the United States and over the age of twenty-one years do hereby execute and make the following Articles of Incorporation for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Idaho, namely Title 30, Chapter 3 of the Idaho Code, and we do hereby certify:

**ARTICLE I: NAME**

The name of this corporation shall be COUNTRY CLUB ESTATES PHASE IV HOMEOWNERS ASSOCIATION, INC.

**ARTICLE II: PURPOSES**

The purpose for which the corporation is organized is to assure and secure proper operation and maintenance of a secondary irrigation water system and other matters incident to facilitating harmonious and mutually beneficial living conditions of homeowners in a residential subdivision, and any and all other things incident to or conducive of the aforesaid objectives, or any of them, and exercise all other usual and lawful powers of corporate bodies consistent with the laws of this State, except as herein prohibited or forbidden or restricted by the Bylaws of this Corporation, and to do all things and to engage in all lawful transactions which a corporation organized under the laws of the State of Idaho might do or engage in, even though not expressly stated herein.

IDAHO SECRETARY OF STATE  
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### **ARTICLE III: DIRECTORS**

The affairs of the Corporation are to be managed by the Board of Directors which shall consist of three members. After incorporation, the Incorporators shall hold an organizational meeting at the call of a majority of the Incorporators to elect Directors and complete the organization of the incorporation. At a majority vote of the Incorporators, the number of Directors on the Board of Directors may be increased to not more than seven (7) members. All members of the Board of Directors must be members of the Corporation. The Board of Directors shall be elected by the voting membership at the annual meeting of the members and shall hold office for two years or until their successors are elected in accordance with the provisions of the Bylaws.

### **ARTICLE IV: OFFICERS**

The Board of Directors of the Corporation will elect a President and a Secretary/Treasurer, and such other officers and assistant officers as may be deemed necessary at the first meeting of the Board of Directors after this Corporation commences to legally exist. Each officer shall hold office for a term of one year or until his successor is elected and qualified pursuant to the Bylaws.

### **ARTICLE V: STOCK**

Section 1: The Corporation shall have no capital stock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

Section 2: The membership of this Corporation shall consist of the incorporators hereof and such other natural persons who shall be lot owners in the Country Club Estates - Phase IV

Subdivision, consisting of numbered lots, as described in the final plat of Country Club Estates - Phase IV Subdivision as recorded in the records of Franklin County, Idaho. The developers of Country Club Estates - Phase IV Subdivision, Clair D. and Viola L. Bosen, shall be considered as owners of all unsold, platted lots, and shall have one vote for each such lot.

Section 3: Membership shall represent the right to share with all other members in the use of the facilities and assets of the Corporation, subject to the provisions of the Bylaws and regulations adopted by the Board of Directors and from time to time duly amend and/or supplemented.

#### **ARTICLE VI: QUALIFICATIONS**

Further provisions for the management of this Corporation, the qualifications for membership, the conduct of its affairs, and the powers, duties, and privileges of its directors, officers, committees, and membership shall be as set forth in the Bylaws and any amendments thereof.

#### **ARTICLE VII: DISSOLUTION**

The Corporation may be dissolved and its assets distributed, as provided by law. However, this Corporation may not be dissolved without prior advance written notice to the City of Preston, and others as prescribed by law.

#### **ARTICLE VIII: ASSESSMENTS**

Assessments shall be levied upon all members, on an equal basis. Amounts necessary to fulfill the purpose of this Corporation shall be authorized by the Board of Directors. Assessments are enforceable by civil action. Assessments may be secured by a lien upon the real property to which membership rights are pertinent.

#### **ARTICLE IX: ORIGINAL INCORPORATORS**

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

Name

Address

Clair D. Bosen

P.O. Box 468  
Preston, Idaho 83263

Viola L. Bosen

P.O. Box 468  
Preston, Idaho 83263

**ARTICLE X: REGISTERED AGENT**

The location and post office address of the registered agent of the corporation is: Clair D. Bosen, 1042 North State Street, Preston, Idaho 83263.

**ARTICLE XI: LIMITATION OF DIRECTOR LIABILITY**

The personal liability of a director, to the corporation or its stockholders, for monetary damages for any action taken or failure to take action as a director, is eliminated or limited to the full extent provided for by Idaho Code Sections 30-1-202(2)(d), and 30-3-85(5).

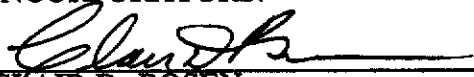
Further, this corporation shall be obligated to indemnify a director or directors, from personal liability to any person, for any action taken or failure to take action, as a director, to the full extent provided for by Idaho Code Sections 30-1-202(2)(e), and 30-3-85(5).

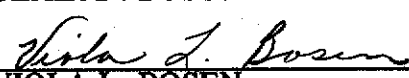
**ARTICLE XII: BY-LAWS**

The power to repeal any of the Bylaws and adopt new Bylaws shall rest with the Board of Directors by majority vote of the Directors.

IN WITNESS WHEREOF, The incorporators of Country Club Estates Phase IV Homeowners Association, Inc., have executed these Articles of Incorporation as set forth below.

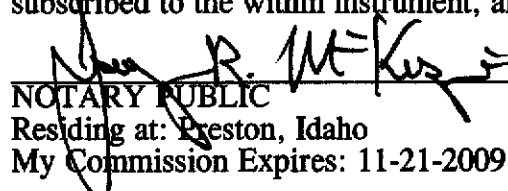
INCORPORATORS:

  
CLAIR D. BOSEN

  
VIOLA L. BOSEN

STATE OF IDAHO )  
COUNTY OF FRANKLIN ) ss.

On this 27<sup>th</sup> day of January, 2009, before me, a Notary Public, personally appeared Clair D. Bosen and Viola L. Bosen, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

  
NOTARY PUBLIC  
Residing at: Preston, Idaho  
My Commission Expires: 11-21-2009

