

112688

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

NALLY'S SPRINGS SUBDIVISION  
HOMEOWNERS 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 NALLY'S SPRINGS SUBDIVISION HOMEOWNERS 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: July 6, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl Reeves*

# ARTICLES OF INCORPORATION

JUL 6 4 11 PM '93

OF

SECRETARY OF STATE

## NALLY'S SPRINGS SUBDIVISION

### HOMEOWNERS ASSOCIATION, INC.

A Nonprofit Corporation

In compliance with the requirements of Title 30, Chapter 3, Idaho Code, the undersigned, all of whom are residents of Ada County, State of Idaho, and all of whom are of majority age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

#### ARTICLE I

The name of this corporation is NALLY'S SPRINGS SUBDIVISION HOMEOWNERS ASSOCIATION, INC., hereinafter called the "Association."

#### ARTICLE II

The principal office of the Association is located at 2009 Vista Avenue, Boise, Idaho 83705.

#### ARTICLE III

Steven G. Gregory, whose address is 2009 Vista Avenue, Boise, Idaho 83705 is hereby appointed the initial registered agent of this Association.

#### ARTICLE IV

##### PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate financial gain or profit to the members thereof. The purposes of the association are to provide for the maintenance, preservation, architectural control, and aesthetic enhancement of the residence lots and the Common Area and Common Facilities within that certain tract of property described in the attached Exhibit "A," hereinafter referred to as the "Property," and to promote the health, safety, and welfare of the residents within the above-described Property and any additions thereto as may hereafter be brought within the jurisdiction of the Association. The Association shall be empowered to:

(a) Exercise all the powers and privileges and to perform all 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 Recorder's Office of Ada County, and as the same may be amended and supplemented from time to time as therein provided, said Declaration being incorporated herein as if set forth in full;

(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 therewith

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; unpaid assessments shall constitute a lien upon the property against which the assessment has been levied;

(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-third (2/3) of 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 or Common Facilities to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members, provided that 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, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of each class of members; and,

(g) Have and exercise any and all powers, rights, and privileges which a corporation organized under the Idaho Nonprofit Corporation Act by law may now or hereafter have or exercise.

## **ARTICLE V**

### **MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject to the Declaration, including contract sellers (the "Owners"), shall be a member of the Association. The foregoing shall not include persons or entities who 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 lot which is subject to the Declaration.

## **ARTICLE VI**

The Association shall have two (2) classes of voting membership, as follows:

**Class A.** Class A members shall be all Owners, with the exception of the Declarant (as "Declarant" is defined in the Declaration), and shall be entitled to one (1) vote for each lot owned. When more than one (1) person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any lot.

**Class B.** The Class B member shall be the Declarant (as defined in the Declaration) and shall be entitled to four (4) votes for each lot owned. Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier: (1) when seventy-five percent (75%) of the lots are deeded to homeowners; (2) January 1, 1997.

## **ARTICLE VII**

### **BOARD OF DIRECTORS**

The affairs of this Association shall be managed initially by a board of three (3) directors, until the first annual meeting of the members. Directors need not 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:

| <b>NAME</b>       | <b>ADDRESS</b>                          |
|-------------------|---|
| Steven G. Gregory | 2009 Vista Avenue<br>Boise, Idaho 83705 |
| Donna L. Jacobsen | 950 N. Cole Road<br>Boise, Idaho 83704  |
| Gayle A. Wilde    | 2009 Vista Avenue<br>Boise, Idaho 83705 |

At the first annual meeting, the members shall elect one director for a term of one (1) year, one director for a term of two (2) years, and one director for a term of three (3) years. At each annual meeting thereafter, the members shall elect directors to replace those whose terms have expired, and each director so elected shall be elected for a term of three (3) years.

## **ARTICLE VIII**

### **DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than one hundred percent (100%) of each class of members. Upon the dissolution of the Association, the Board of Directors 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, 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 the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Directors 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, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE IX**

### **NONPROFIT LIMITATIONS**

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article IV hereof. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements), any

political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code).

## ARTICLE X

### DURATION

The corporation shall exist perpetually.

## ARTICLE XI

As long as there shall be a Class B membership, HUD/VA must approve the annexation of additional property, mergers and consolidations, mortgaging or dedication of the Common Area or Common facilities, dissolution and amendment of the Articles of Incorporation.

## ARTICLE XII

All terms appearing herein initially capitalized shall have the same meanings as are applied to such terms in the Declaration of Covenants, Conditions, Restrictions, and Easements for Nally's Springs Subdivision and Bylaws.

## ARTICLE XIII

### AMENDMENTS

Amendment of these Articles shall require the assent of two-thirds (2/3) of the entire membership then existing.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Idaho, I, the undersigned, constituting the incorporate of this Association, have executed these Articles of Incorporation this 6 day of July, 1993.

  
Steven G. Gregory

STATE OF IDAHO )  
County of Ada )ss.

On this 6<sup>th</sup> day of July, 1993, before me Merrily Munster the undersigned, a Notary Public in and for said state, personally appeared Steven G. Gregory, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

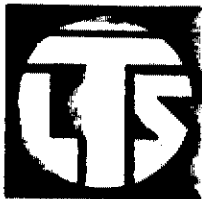
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)

  
NOTARY PUBLIC FOR IDAHO

Residing at: Boise, Idaho

My Commission Expires: 8/29/94



**TEALEY'S LAND  
SURVEYING**

479 Main St., Boise, Idaho 83702  
(208) 385-0636

Project No.: 796  
Date: April 23, 1991  
Revised: August 26, 1992

**DESCRIPTION OF PROPOSED**  
**NALLY'S SPRINGS SUBDIVISION NO. 1**

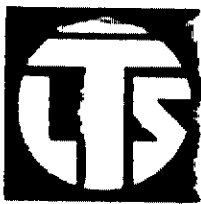
A parcel of land being a portion of the NE 1/4 of Section 33, T.4N., R.1E., B.M., Boise, Ada County, Idaho and more particularly described as follows:

Commencing at a brass cap marking the Northeast corner of the said Section 33; thence along the Easterly boundary of the said NE 1/4 of Section 33, which is also the centerline of North Cloverdale Road

South 00°00'00" West 352.72 feet to a point; thence  
North 90°00'00" West 40.00 feet to an aluminum cap, also said point being the INITIAL POINT; thence continuing  
North 90°00'00" West 409.16 feet to an iron pin; thence  
North 0°00'00" East 30.00 feet to an iron pin; thence  
North 90°00'00" West 89.00 feet to an iron pin; thence  
North 52°55'14" West 62.82 feet to an iron pin; thence  
South 89°49'18" West 123.57 feet to an iron pin; thence  
South 00°10'42" East 430.55 feet to an iron pin; thence  
North 48°41'55" West 11.67 feet to an iron pin; thence  
South 41°18'05" West 375.94 feet to an iron pin; thence  
North 89°50'18" East 551.21 feet to an iron pin; thence  
North 00°09'42" West 105.00 feet to an iron pin; thence  
North 21°53'57" West 53.83 feet to an iron pin; thence  
North 00°10'42" West 241.28 feet to an iron pin; thence  
South 90°00'00" East 412.32 feet to an iron pin; thence  
North 00°00'00" East 240.00 feet to an iron pin; thence  
North 90°00'00" West 15.00 feet to THE INITIAL POINT.

Said parcel of land contains 7.50 Acres, more or less.





**TEALEY'S LAND  
SURVEYING**

479 Main St., Boise, Idaho 83702  
(208) 385-0636

PROJECT NO. 796  
DATE: APRIL 22, 1992  
REVISED: MAY 27, 1992

**NALLY'S CLOVER SPRINGS SUBDIVISION NO. 2**

A PARCEL OF LAND BEING A PORTION OF THE E 1/2 OF THE NE 1/4 OF SECTION 33, T.4N., R.1E., B.M., ADA COUNTY, IDAHO AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A BRASS CAP MARKING THE NORTHEAST CORNER OF THE SAID SECTION 33; THENCE ALONG THE NORTHERLY BOUNDARY OF THE SAID NE 1/4 OF SECTION 33, WHICH IS ALSO THE CENTERLINE OF WEST McMILLAN ROAD

SOUTH 89°49'18" WEST 449.16 FEET TO A 5/8" IRON PIN; THENCE SOUTH 00°00'00" WEST 33.00 FEET TO AN ALUMINUM CAP MARKING THE **INITIAL POINT**; THENCE

NORTH 00°00'00" EAST 33.00 FEET TO A 5/8" IRON PIN ON THE SAID NORTHERLY BOUNDARY; THENCE ALONG THE SAID NORTHERLY BOUNDARY

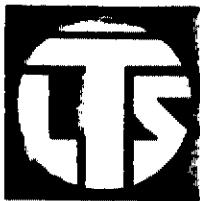
SOUTH 89°49'18" WEST 877.98 FEET TO A 5/8" IRON PIN MARKING THE NORTHWEST CORNER OF THE SAID E 1/2 OF THE NE 1/4 OF SECTION 33; THENCE ALONG THE WESTERLY BOUNDARY OF THE SAID E 1/2 OF THE NE 1/4 OF SECTION 33

SOUTH 00°10'31" WEST 525.75 FEET TO A 5/8" IRON PIN; THENCE LEAVING THE SAID WESTERLY BOUNDARY

SOUTH 48°41'55" EAST 195.46 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 41°18'05" EAST 105.00 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 34°47'07" EAST 50.33 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 46°20'27" EAST 113.84 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 48°41'55" WEST 10.00 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 00°10'42" WEST 167.34 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 89°49'18" EAST 421.29 FEET TO A 5/8" IRON PIN; THENCE  
SOUTH 52°55'14" EAST 62.82 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 90°00'00" EAST 89.00 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 00°00'00" EAST 288.31 FEET TO THE **POINT OF BEGINNING**,

SAID PARCEL OF LAND CONTAINS 7.92 ACRES, MORE OR LESS.





**TEALEY'S LAND  
SURVEYING**

479 Main St., Boise, Idaho 83702  
(208) 385-0636

PROJECT No. 796  
DATE: JULY 15, 1992

DESCRIPTION  
FOR  
NALLY'S CLOVER SPRINGS SUBDIVISION No. 3

A PARCEL OF LAND BEING A PORTION OF THE E 1/2 OF THE NE 1/4 OF SECTION 33, T.4N., R.1E., B.M., ADA COUNTY, IDAHO AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A BRASS CAP MARKING THE NORTHEAST CORNER OF THE SAID SECTION 33; THENCE ALONG THE NORTHERLY BOUNDARY OF THE SAID NE 1/4 OF SECTION 33, WHICH IS ALSO THE CENTERLINE OF WEST MCMILLAN ROAD

SOUTH 89°49'18" WEST 1327.14 FEET TO A 5/8" IRON PIN MARKING THE NORTHWEST CORNER OF THE NE 1/4 NE 1/4 OF SAID SECTION 33; THENCE ALONG THE WEST BOUNDARY OF THE NE 1/4 NE 1/4 OF SAID SECTION 33

SOUTH 00°10'31" WEST 525.75 FEET TO A 5/8" IRON PIN MARKING THE POINT OF BEGINNING; THENCE LEAVING THE WESTERLY BOUNDARY OF THE NE 1/4 NE 1/4 OF SAID SECTION 33

SOUTH 48°41'55" EAST 195.46 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 41°18'05" EAST 105.00 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 34°47'07" EAST 50.33 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 46°20'27" EAST 113.84 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 48°41'55" WEST 10.00 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 00°10'42" WEST 167.34 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 89°49'18" EAST 297.72 FEET TO A 5/8" IRON PIN; THENCE  
SOUTH 00°10'42" EAST 430.55 FEET TO A 5/8" IRON PIN; THENCE  
NORTH 48°41'55" WEST 11.67 FEET TO A 5/8" IRON PIN; THENCE  
SOUTH 41°18'05" WEST 375.94 FEET TO A 5/8" IRON PIN; THENCE  
SOUTH 89°50'18" WEST 362.75 FEET TO A 5/8" IRON PIN ON THE  
WEST BOUNDARY OF THE NE 1/4 NE 1/4 OF SAID SECTION 33; THENCE ALONG  
THE WEST LINE OF THE NE 1/4 NE 1/4 OF SAID SECTION 33  
NORTH 00°10'31" EAST 461.63 FEET TO THE POINT OF BEGINNING

SAID PARCEL OF LAND CONTAINS 7.02 ACRES, MORE OR LESS.

