



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

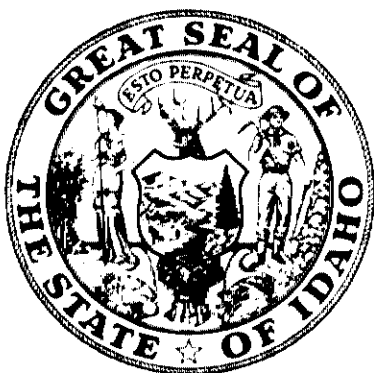
PARKWEST PLACE OWNERS ASSOCIATION, INC.

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 _____
PARKWEST PLACE OWNERS 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 March 10, 19 89



Pete T. Cenarrusa
SECRETARY OF STATE

[Signature]
Corporation Clerk

**ARTICLES OF INCORPORATION
OF
PARKWEST PLACE OWNERS ASSOCIATION, INC.**

MAY 10 3 28 PM '89
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

THAT, WE, the undersigned, being natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the objective of forming a nonprofit corporation under and pursuant to the provisions of the IDAHO NONPROFIT CORPORATION ACT, I.C. §30-301 et seq., and acts amending and supplementing said laws, and do hereby certify as follows:

ARTICLE I

The name of this corporation, hereinafter called "Association", is "PARKWEST PLACE OWNERS ASSOCIATION, INC.

ARTICLE II

The purposes for which this corporation is formed are:

(A) This Association does not contemplate pecuniary gain or profit to the members, directors, or officers of the Association.

(B) This Association is formed for the specific purposes of providing for the management, maintenance, preservation and architectural control of the residences, lots and common area within that certain tract of land described as follows, to-wit:

Lots 1 through 11, Block 1, PARKWEST PLACE, Canyon
County, Idaho, according to the Plat filed in Book 18 of
Plats, Page 53, records of said county.

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 this Association and, for these purposes:

1. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Parkwest Place, hereinafter called the "Declaration", applicable to the property and recorded in the Office of County Recorder of Canyon County, Idaho, as Instrument No. 8820438, recorded October 13, 1988, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

2. To fix, levy, collect and enforce payment by any lawful means, of 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;

3. To 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;

4. To borrow money, and with the assent of two-thirds (2/3) 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;

5. To 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 the members, agreeing to such dedication, sale or transfer;

6. To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or 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 the members;

7. To place uniform assessments upon all members or classes of members alike and to collect the assessments from time to time and upon such terms and conditions as the Board of Directors shall specify in accordance with the By-Laws of the Association and to secure payment of said assessments by a lien upon the real property to which membership rights are appurtenant.

8. To have and to 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 III

The period of existence and duration of the life of this corporation shall be perpetual.

ARTICLE IV

The location and post office address of the initial registered office of this corporation in the State of Idaho, shall be 220 South 7th Avenue, P.O. Box 475, Caldwell, Idaho, 83605. The initial registered agent is Jeffrey S. Jensen.

ARTICLE V

Every person or entity who is a record owner of a fee interest in any lot which is subject by covenants of record to assessment by the Association shall be a member of the Association. The foregoing is not intended to 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 assessment by the Association.

ARTICLE VI

The record owner of each lot as of the date of each meeting shall be entitled to receive notice and vote in proportion to the ownership interest held. Each lot shall be entitled to one (1) vote in total, but said one vote may be fractionally divided between owners, as their actual ownership interest appears, or multiple owners of one lot may designate one representative to cast the entire one whole vote for that lot.

ARTICLE VII

The names and post office addresses of each of the incorporators of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jeffrey S. Jensen	P.O. Box 475 Caldwell, ID 83606
Beth A. Jensen	P.O. Box 475 Caldwell, ID 83606

ARTICLE VII

The affairs of the Association shall be managed by a Board of Directors which shall be governed by the By-Laws of the Association. The Board of Directors shall be at least three, and such additional number of Directors as may be determined from time to time in accordance with the By-Laws of the Association. Meetings of Directors and members of the Association shall be in accordance with the provisions of the By-Laws of the Association.

ARTICLE VIII

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>
Jeffrey S. Jensen	220 South 7th Avenue Caldwell, ID 83605
Beth A. Jensen	220 South 7th Avenue Caldwell, ID 83605
Gregory Jensen	220 South 7th Avenue Caldwell, ID 83605

At the first annual meeting the members shall elect three directors for a term of one year and at each annual meeting thereafter the members shall elect three directors for a term of one year.

ARTICLE IX

The Association may be dissolved with the assent given in ~~writing and signed~~ ^{at a meeting} by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE X

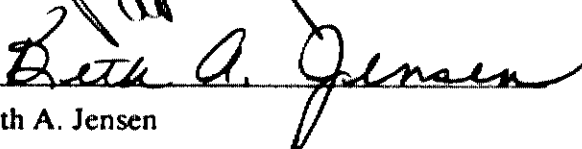
Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of

this corporation, have executed these Articles of Incorporation, this 8 day of March, 1989.



Jeffrey S. Jensen

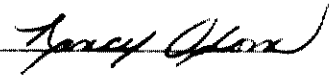


Beth A. Jensen

STATE OF IDAHO)
) SS:
COUNTY OF CANYON)

On this 8 day of March, 1989, before me, the undersigned a Notary Public in and for said State, personally appeared Jeffrey S. Jensen and Beth A. Jensen, husband and wife, known or identified to me to be the persons, whose names are subscribed to the foregoing instrument, and acknowledged to me that they 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.



Notary Public for Idaho
Residing at Caldwell, Idaho