

**Restated Articles of Incorporation of
Wilderness Ranch Owners Association Incorporated**

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File #: 0004524621

Date Filed: 12/2/2021 4:27:00 PM
Nonprofit
Incorporation for such

The undersigned, acting as incorporator of a corporation under the Idaho Corporation Act, hereby restates and adopts the following Articles of Incorporation for such corporation.

Article 1. Name.

The name of this corporation shall be Wilderness Ranch Owners Association, Incorporated. This corporation is a nonprofit corporation.

Article 2. Duration.

The duration of this corporation shall be perpetual.

Article 3. Legal Status.

The Association shall be organized and operated as a not for profit in compliance with the laws of the state of Idaho. The Association does not have nor shall exercise any authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying as a corporation described in section 501 of the Internal Revenue Code. The Association shall be non-partisan and shall not support any candidate for public office. It may take positions on issues that are in the collective interests of the Association's members by a majority vote of the Board of Directors.

Article 4. Purposes and Powers.

The general purpose of the Association is to further and promote the community welfare of property owners in the subdivisions. The Association is to be responsible for the maintenance, repair, and upkeep of common areas and community facilities within all subdivisions including any recreational facilities which may be constructed (such as swimming pools, spas, tennis courts, etc.), central water facilities, the appurtenant drainage, slope, and other utility easements reserved by the Association, and other amenities. The Association shall also be the means for the promulgation of Wilderness Ranch Owners Association's Covenants, Conditions and Restrictions (CCR's) and enforcement of all regulations necessary for governing the use and enjoyment of the streets and other properties to which the Association has title. The Association shall also fix, levy, collect and enforce payment by any lawful means, of all charges, assessments, fees, or liens as may be established or imposed.

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Article 5. Membership.

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the corporation, including contract sellers, shall be a member of the corporation. 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 corporation.

Article 6. Voting Rights.

The corporation shall have one class of voting membership. Each owner shall be entitled to one (1) vote for each lot owned. When more than one 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 vote be cast with respect to any lot, regardless the number of owners. Fractional votes shall not be allowed. The vote applicable to any said lot being sold under contract of purchase shall be exercised by the contract seller, unless the contract expressly provides otherwise.

Article 7. Merger or Dissolution of the Corporation

The corporation may be dissolved only by:

- 1) Two-thirds of the vote cast by members at a special meeting of the members called for this specific purpose, or
- 2) A majority of members voting on a resolution introduced by the Board of Directors consistent with voting rights in a process other than at a special meeting of members called for this specific purpose as fixed in the Bylaws.

The corporation may be merged with another nonprofit corporation only by:

- 1) Two-thirds of the vote cast by members at a special meeting of the members called for this specific purpose, or
- 2) A majority of members voting on a resolution introduced by the Board of Directors consistent with voting rights in a process other than at a special meeting of members called for this specific purpose as fixed in the Bylaws.

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Article 8. Distribution of Assets on Dissolution of the Corporation

Upon termination or dissolution of Wilderness Ranch Owners Association Incorporated, any assets lawfully available for distribution shall be distributed to one or more organizations qualifying under Section 501(c) (3) of the Internal Revenue Code of 1986 as currently amended, which, at least generally, includes a purpose similar to the terminating or dissolving corporation. The organization or organizations to receive the assets of Wilderness Ranch Owners Association Incorporated shall be selected by the majority of the Board of Directors.

Article 9. Board of Directors.

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein.

Article 10. Incorporator.

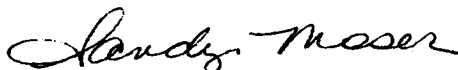
The original name and address of the incorporator are as follows:

Wilderness Ranch Ltd. c/o Idaho City Stage Boise, Idaho 83706

Article 11. Amendment of Articles of Incorporation.

The power to adopt, amend or repeal the Articles of this corporation shall rest with the Board of Directors after a period of review and comment by members as set by the Board of Directors.

EXECUTED this 21st day of September 2021, by the President of the undersigned corporation.

By: 

Sandy Moser, President
Wilderness Ranch Owners Association, Incorporated
46 Wilderness Ranch Road
Boise, Idaho 83716