

FILED EFFECTIVE

ARTICLES OF INCORPORATION

OF

2005 MAR 22 AM 9:02

THE EAST HAMPTON HOMEOWNERS ASSOCIATION, INC.

STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, acting as the incorporator, hereby adopts the following Articles of Incorporation to incorporate and establish The East Hampton Homeowners Association, Inc., pursuant to the Idaho Non-Profit Corporation Act.

ARTICLE I
NAME

The name of said corporation shall be The East Hampton Homeowners Association, Inc.

ARTICLE II
PURPOSE

The purpose for which this corporation is organized is to function as a property owners' association, and in that capacity to undertake all duties and obligations imposed upon it by the Declaration of Covenants, Conditions & Restrictions, An Expandable Community of East Hampton Village recorded March 18, 2005, as Instrument No. 2005-005624, records of Twin Falls County, Idaho, which relate to, and govern the use of certain real property within East Hampton Subdivisions located in the City of Twin Falls, Twin Falls County, Idaho, and to otherwise transact all lawful activities related thereto.

ARTICLE III
TERM

The corporation shall be perpetual in duration, unless sooner terminated according to law.

IDAHO SECRETARY OF STATE
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ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE

The initial registered office of the corporation shall be 430 Thistle Lane, Huelen Meadows, Ketchum, Idaho, 83340, the initial registered agent at that office shall be Dave Manookian.

ARTICLE V
INCORPORATOR

The incorporator of this corporation is East Hampton, LLC, an Idaho Limited Liability Company, whose mailing address is P.O. Box 2060, Sun Valley, Idaho 83353.

ARTICLE VI
MEMBERSHIP

Interest in this non-profit corporation shall be evidenced by certificates of membership. Each owner of a unit as that term is described in the Declaration shall be a member of the corporation. Such membership shall at all times be identified with, and appurtenant to, the ownership of said unit, and no membership shall be subject to or conditioned upon the approval of the Board of Directors of the corporation, or the other members of the corporation. There shall be the right to one (1) vote for each membership, whether said membership, and the appurtenant ownership in a unit is held in common, jointly or separately. In the event any one (1) of said units is owned by more than one (1) person or entity, the membership or memberships appurtenant to that unit shall be held by said persons or entities in the same fractional interest; provided, however, that all such owners shall be entitled to cast only one (1) vote collectively for each membership in the corporation. No person or entity who is not the owner of a unit, or an interest therein, shall become or remain a member of the corporation, and each membership, or interest therein, shall be transferred automatically upon the transfer of ownership of the unit, or

interest therein, to which it is appurtenant.

ARTICLE VII DUES AND ASSESSMENTS

Each member shall be deemed to covenant and agree with every other member, and with the corporation, to pay dues and assessments duly levied by the corporation for the purposes provided in the Declaration and these Articles of Incorporation. Dues and assessments shall be made, secured and collected as to each unit, and the owners thereof, as provided for in the Declaration.

ARTICLE VIII BY-LAWS

By-laws not inconsistent with the Articles of Incorporation may be adopted, altered, amended or repealed at any duly constituted meeting of the Board of Directors, by an affirmative vote of a majority of the members present at such meeting. A quorum for such meeting shall be the attendance of directors entitled to cast not less than a majority of the total votes entitled to be cast by all members of the Board of Directors.

ARTICLE XI DIRECTORS

The corporation shall initially be managed by a Board of Directors comprised of three (3) persons. The initial Board of Directors shall consist of Dave Manookian, Todd Ames and Mitch Bausman, the mailing address for all of whom is c/o East Hampton, LLC, P.O. Box 2060, Sun Valley, Idaho 83353, (and the physical address for whom is 161 5th Ave South, Twin Falls, Idaho 83301) who shall serve until the first organizational meeting of the members, at which time a new Board of Directors shall be elected, comprised of a at least three (3) members, but not more than nine (9) members, who shall be elected by a majority vote of the members of


the corporation, and who shall serve a term of two (2) years from the date he or she is elected, or until his or her successor has been duly elected, whichever shall last occur.

ARTICLE X
DISTRIBUTION OF ASSETS ON DISSOLUTION

Upon dissolution, the assets of the corporation shall first be distributed toward the payment of its outstanding indebtedness, with the remainder, if any, distributed to its members.

IN WITNESS WHEREOF, the undersigned has executed the foregoing instrument this 22 day of December, 2004.

EAST HAMPTON, LLC

By 
Dave Manookian, Member