

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF
SADDLE BLUFF RANCH HOMEOWNERS ASSOCIATION, INC.**

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 8, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

2007 JUN -7 AM 8:41
SECRETARY OF STATE
STATE OF IDAHO

ARTICLE I - NAME

The name of the Corporation is Saddle Bluff Ranch Homeowners Association, Inc.

ARTICLE II - NONPROFIT STATUS

The Corporation is a nonprofit membership corporation.

ARTICLE III - PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Teton, County of Teton and in the State of Idaho. The address of the initial registered office is 750 N. 150 E., Teton, Idaho, and the name of the initial registered agent at this address is Jeffrey Borer.

ARTICLE V - PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

A. The exercise of all the powers and privileges and the performance of all the duties and obligations of the Corporation as set forth in the Declaration of Covenants, Conditions and Restrictions for Saddle Bluff Ranch Subdivision, recorded on the 7th day of February, 2006, in the official records of Teton County, Idaho as Instrument Number 174640 (the "Declaration"), as amended from time to time.

B. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act, subject only to limitations in the Bylaws and the Declaration and the amendments and supplements thereto.

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

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ARTICLE VI - LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation 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 provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VII - MEMBERS

Each person or entity holding fee simple interest of record to a Building Lot (as defined in the Declaration) which is a part of the Saddle Bluff Ranch Subdivision, and sellers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Building Lot located in the Saddle Bluff Ranch Subdivision. Members of the Corporation must be owners of Building Lots within the Saddle Bluff Ranch Subdivision.

ARTICLE VIII - VOTING RIGHTS

The Corporation shall have one (1) class of voting membership:

A. The Corporation shall have one class of voting membership. Members shall be all lot owners and shall be entitled to one vote for each lot owned. An individual owning more than one lot shall be entitled to one vote for each lot owned in the subdivision. 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 amount themselves determine, but in no event shall more than one vote be cast with respect to any lot.

ARTICLE IX - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws, except for the initial Board of Directors. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME**ADDRESS**

Jeffrey Borer

750 N. 150 E., Tetonia, ID 83452

Angela Borer

750 N. 150 E., Tetonia, ID 83452

Ken Chambers

241 N. 350 W., Driggs, ID 83422

The initial Board of Directors shall hold this office until such time one hundred percent (100%) of the Subdivision lots are sold. Upon the sale of one hundred percent of the platted lots are sold, the lot owners shall hold a meeting to elect the new Board of Directors for the Corporation. Other applicable rules of the Board of Directors shall be in compliance with the Declaration and Bylaws of the Corporation.

ARTICLE X - ASSESSMENTS

Each Member shall be liable for the payment of Assessments provided for in the Declaration and as otherwise set forth in the Bylaws of the Corporation.

ARTICLE XI - DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(12) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XII - INCORPORATOR

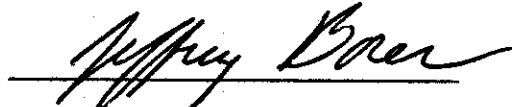
The name and street address of the incorporator is Jeffrey Borer, 750 N. 150 E., Tetonia, ID, 83452.

ARTICLE XIII - BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors. Neither these Articles nor the Bylaws of the corporation shall be amended or otherwise changed or interpreted to be inconsistent with the Saddle Bluff Ranch Subdivision Homeowner's Association Declaration.

The undersigned, acting as incorporator of a nonprofit corporation under the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation:

DATED this 28 day of May, 2007.


Jeffrey Borer