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# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

GLENNFIELD MANOR #2 ASSOCIATION, INC.

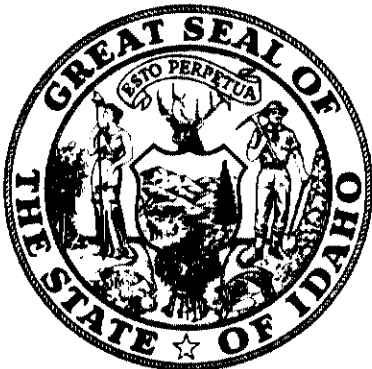
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

GLENNFIELD MANOR #2 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 October 01, 19 90.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth J. ...*  
Corporation Clerk

WFW

8823758

ARTICLES OF INCORPORATION

OF THE

GLENNFIELD MANOR #2 ASSOCIATION, INC.

REC'D  
SEC. 5

~~90 SEP 31 AM 8 24~~  
Oct 1

We the undersigned, all of whom are residents and citizens of the State of Idaho, engaged in community improvement, do hereby voluntarily associate together for the purpose of forming an association, without capital stock, under the provisions of Title 30, Chapter 3, Idaho Code of the State of Idaho.

ARTICLE I. NAME

The name of the association shall be GLENNFIELD MANOR #2 ASSOCIATION, INC., a non-profit corporation.

ARTICLE II. PURPOSE

The Association is formed for the following purposes:

To provide or procure for its members any and all goods or services related to community improvement; and to perform or make available any other services needed in connection therewith; and to exercise all such powers in any capacity on a cooperative basis.

ARTICLE III. POWERS; LIMITATIONS

Powers - This Association shall have the following powers:

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 declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the office of the County of Ada, Boise, Idaho, and as the same may be amended from time to time as therein provided, said declaration being incorporated herein as set forth at length.

2. 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 association levied or imposed against the property of the association.
3. To borrow money without limitation as to amount of corporate indebtedness or liability; to give a lien on any of its property as security therefore in any manner permitted by law.
4. To act as the agent or representative of any patron or patrons in any of the activities mentioned in Article II hereof.
5. To buy, lease, hold and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conduct and operation of the business of the Association, or incidental thereto.
6. To draw, make, accept, endorse, guarantee, execute, and issue promissory notes, bills of exchange, drafts, warrants, certificates, and all kinds of obligations and negotiable or transferable instruments for any purpose that is deemed to further the objects for which this Association is formed and to give lien on any of its property as security therefore.
7. To acquire, own and develop any interest in patents, trademarks and copyrights connected with or incidental to the business of the Association.
8. To cooperate with other similar associations and agencies, for any of the purposes for which the Association is formed, and to become a member or stockholder of such agencies as now are or hereafter may be in existence.

9. To have and exercise, in addition to the foregoing, all powers, privileges, and rights conferred on ordinary corporations and associations by the laws of this State and all lawful powers and rights incidental or conducive to carrying out the purposes for which this Association is formed; and the enumeration of the foregoing powers shall not be held to limit or restrict in any manner the general powers that may by law be possessed by this Association, all of which are hereby expressly claimed.

ARTICLE IV. PLACE OF BUSINESS

The Association shall have its initial place of business in the residence of the incumbent secretary, Shannon Spencer, 1764 Sandalwood Drive, Meridian, Ada County, State of Idaho 83642, and/or treasurer, who is the initial registered agent.

ARTICLE V. PERIOD OF DURATION

This Association shall have perpetual existence.

ARTICLE VI. DIRECTORS

The minimum number of directors of this Association shall be a minimum of seven (7). Of the first elected board of directors, seven (7): two (2) directors for a term of one (1) year; two (2) directors for a term of two (2) years; and three (3) directors for a term of three (3) years; and at each annual meeting thereafter all directors shall be elected for three (3) years. The names and addresses of those who are to serve as incorporating directors until the first annual meeting of the members or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
✓ Vern Wood (President - 1 year)	1984 Sandalwood
✓ Ron Cravens (Vice President - 2 years)	2057 Monaco Way
✓ Shannon Spencer (Secretary - 3 years)	1764 Sandalwood
Laura Lee Berg (Treasurer - 3 years)	1775 Sandalwood
✓ Gerry Matteson (2 years)	1892 W. Hendricks Court
✓ Dennis Wyatt (1 year)	1912 W. Kingswood
✓ Mike Hendrix (3 years)	1947 Cairns
✓ Luke Johnson (2 years)	1743 Sandalwood

ARTICLE VII. MEMBERSHIP

This association shall not have capital stock, but shall admit applicants to membership in the Association upon such uniform conditions as may be prescribed in its by-laws. This association shall be operated on a cooperative basis for the mutual benefit of its members.

The voting rights of the members of the Association shall be equal and no member shall have more than one (1) vote upon each matter submitted to a vote at a meeting of the members.

The property rights and interests of each member in the Association shall be determined and fixed in the proportion that the patronage of each member shall bear to the total patronage of all the members with the Association. But, in determining property rights and interests, all amounts allocated to each patron or evidenced by certificates of any kind shall be excluded, and, upon dissolution, the equity interests of members and patrons shall be determined as provided in the by-laws.

New members admitted to membership shall be entitled to share in the property of the Association in accordance with the foregoing general rule.

In testimony whereof, we have hereunto set our hands this 11th day of May, 1988.

Vernon L. Wood Pres  
Gerry Mattison  
Dennis L. Wyatt  
Ron Cravens  
Michael E. Hendrix  
Laura Lee Berg  
Luke Johnson  
Shannon Spencer Secretary

STATE OF IDAHO  
COUNTY OF \_\_\_\_\_ } ss.

On this 11th day of May in the year 1988, before me, a Notary Public in and for said State, personally appeared Vernon L. Wood & Shannon L. Spencer known, to me to be the Pres & Secretary of the corporation that executed the within instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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  
Susan Froehner  
Notary Public for the State of Idaho,  
Residing at Boise, Idaho.

State of Idaho  
County of Ada



STATE OF IDAHO  
County of \_\_\_\_\_

On this 11 day of May, 1988, before me, a Notary Public in and for said State, personally appeared Gerry Mattison, Dennis L. Wyatt, Ron L. Cravens, Michael E. Hendrix, Laura Lee Berg and Luke Johnson known, to me to be the Directors of the Corporation that executed the within instrument or the persons who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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.

Susan Ann Froehner  
Notary Public for the State of Idaho  
Residing at Boise, Idaho

Ada County, Idaho, ss  
Request of  
FIRST AMERICAN TITLE CO.  
TIME 3:05 P M  
DATE 5-18-88  
JOHN BASTIDA  
RECORDER  
John Bastida  
2100 Deputy

