

B0507-1104 05/01/2020 2:46 PM Received by ID Secretary of State Lawrence Denney

ARTICLES OF INCORPORATION

OF

GREEN ACRES HOMEOWNERS ASSOCIATION, INC.

For Office Use Only
-FILED-
File #: 0003856581
Date Filed: 5/1/2020 2:46:00 PM

KNOW ALL PERSONS BY THESE PRESENTS:

The undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Idaho in compliance with the provisions of Title 30, Chapter 30, Idaho Code, does hereby certify, declare and adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be Green Acres Homeowners Association, Inc. (hereinafter, the "Corporation").

**ARTICLE II
TERM**

The period of existence and duration of the life of this Corporation shall be perpetual,

**ARTICLE III
NON-PROFIT**

This Corporation shall be a non-profit, membership corporation.

**ARTICLE IV
REGISTERED AGENT**

The location and street address of the initial registered office of this Corporation shall be 137 East 13th Street, Burley, Idaho 83318, and David F. Shirley is hereby appointed the initial registered agent of the Corporation.

**ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION**

This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which the Corporation is formed are to provide for certain regulations of the use and architectural control of the Lots and real property located or to be located in Green Acres Subdivision according to the plat thereof recorded or to be recorded as Instrument #2017-004186, in the official records of Cassia County, Idaho (the "Subdivision"), which Lots and real property are covered by the Restrictive Covenants of Green Acres Subdivision recorded as instrument number 2017-004179 in the official records of Cassia County, Idaho, and amended as shown in instrument number 2018003745 in the official Records

of Cassia County (the "Declaration"); and to promote the health, safety and welfare of the residents within the Subdivision; and for this purpose to:

(A) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration as amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(B) Fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration and all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation;

(C) 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 Corporation under the limitations imposed by the Declaration;

(D) 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;

(E) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall comply with the requirements of the Declaration; and

(F) Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Non-Profit Corporation Act may by law now or hereafter have or exercise, subject only to limitations contained in the Bylaws and the Declaration and the amendments and supplements thereto.

**ARTICLE VI
MEMBERSHIP**

Each person or entity holding fee simple interest of record to a Lot which is a part of the Property, 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 Lot located in the Subdivision.

**ARTICLE VII
VOTING RIGHTS**

The Corporation shall have one class of voting membership:

Members shall be all Owners of Lots within the Subdivision and 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, but in no event shall more than one (1) vote be cast with respect to any Lot.

**ARTICLE VIII
BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors. In no event shall the number be less than three (3). The names and addresses of the persons who are to act in the capacity of initial Directors until the selection of their successors are:

- | | |
|-----------------------|------------------------------------------|
| Clay Handy (Chairman) | 29 South 150 East
Burley, Idaho 83318 |
| Mike B. Ramsey | 227 South 94 East
Burley, Idaho 83318 |
| Kolby Carpenter | 947 Maplewood St
Burley, Idaho 83318 |

**ARTICLE IX
ASSESSMENTS**

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

**ARTICLE X
BYLAWS**

The initial bylaws of this corporation may be adopted by the initial Board of Directors. Thereafter, the Bylaws of this Corporation may be altered, amended, or new Bylaws adopted at any regular meeting, or any special meeting of the Members called for that purpose, by the affirmative votes of a majority of Members (there being one vote for each Lot). For the purpose of specifying in detail the rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of the Corporation, and the Members for the payment of Assessments, the Bylaws may incorporate by reference the provisions of the Declaration and Articles.

**ARTICLE XI
DISSOLUTION**

The Corporation may be dissolved at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative votes of not less than three-fourths (3/4) of the Members (there being one vote for each Lot). Upon dissolution of the Corporation, other than incident to a merger or consolidation, any real property and other assets of the Corporation shall be: (1) dedicated to an appropriate public agency to be used for purposes similar to those for which the Corporation was created; or (ii) granted, conveyed and assigned to a non-profit corporation, association, trust or other organization to be devoted to such similar purposes; or (iii) distributed to the Owners of Lots to be held by them as tenants in common in proportion to the number of Lots within the Subdivision. The determination of the liquidating distribution of the real property and other assets of the Corporation as provided above shall be determined by vote of a majority of the Owners of Lots as part of the Member vote on dissolution.

**ARTICLE XII
AMENDMENTS**

Amendment of these Articles of Incorporation may be made at any regular meeting, or any special meeting of the Corporation called for that purpose, by the affirmative votes of not less than a majority of Members (there being one vote per Lot). No amendment which is inconsistent with the provisions of the Declaration shall be valid.

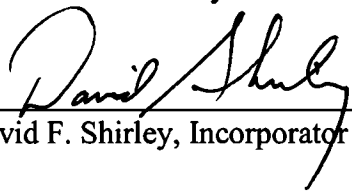
**ARTICLE XIII
MEANING OF TERMS**

Except as otherwise defined herein, all terms appearing herein initially capitalized shall have the same meanings as are applied to such terms in the Declaration including, without limitation., "Assessments," "Association," "Lot," "Bylaws," "Owner," and "Property."

**ARTICLE XIV
INCORPORATION**

David F. Shirley, of 141 East 33 South, Burley, Idaho 83318, shall be the incorporator of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of March, 2020.



David F. Shirley, Incorporator