

State of Idaho

Department of State

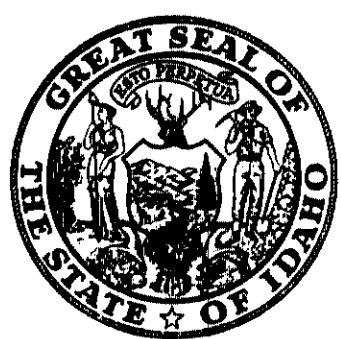
CERTIFICATE OF INCORPORATION OF

TRIPLE RIDGE ESTATES SUBDIVISION
HOMEOWNERS' 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 TRIPLE RIDGE ESTATES SUBDIVISION HOMEOWNERS' 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: February 25, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

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ARTICLES OF INCORPORATION
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TRIPLE RIDGE ESTATES SUBDIVISION
HOMEOWNERS' ASSOCIATION, INC.

The undersigned, acting as incorporator of a nonprofit corporation under the requirements of Chapter 3, Title 30, Idaho Code, adopts the following Articles of Incorporation for such nonprofit corporation:

ARTICLE I

The name of the corporation is Triple Ridge Estates Subdivision Homeowners' Association, Inc., hereinafter referred to as the "Association".

ARTICLE II

The Association shall be a nonprofit corporation.

ARTICLE III

The period of duration of the Association shall be perpetual.

ARTICLE IV

The following definitions shall apply to these Articles of Incorporation:

(a) "Association" shall mean and refer to Triple Ridge Estates Subdivision Homeowners' Association, Inc., its successors and assigns.

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(b) "Board" shall mean and refer to the duly elected Board of Directors of the Association.

(c) "Common Area" shall mean all real property (including the improvements thereto) owned by the Association for the common use and enjoyment of the Owners.

(d) "Declarant" shall mean and refer to Triple Ridge Venture, an Idaho general partnership, and its successors and assigns if such successors or assigns should acquire more than one (1) undeveloped Lot from the Declarant for the purpose of development.

(e) "Declaration" shall mean that certain Declaration of Covenants, Conditions and Restrictions, to be recorded in the Ada County Recorder's Office, executed by Declarant and covering Subject Property.

(f) "Development" shall mean and refer to that certain real property referred to herein as Subject Property, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

(g) "Lot" shall mean and refer to a portion of the Development designated as a Lot on the Plat, with the exception of the Common Area.

(h) "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any Lot which is a part is the Development, including contract

sellers, but excluding those having such interest merely as security for the performance of an obligation.

(i) "Plat" shall mean and refer to that certain plat of Triple Ridge Estates Subdivision to be recorded in the Ada County Recorder's office, which plat covers and subdivides all of Subject Property.

(j) "Subject Property" shall mean that certain real property covered by the Plat and described as Lots 1 through 24 of Block 1, and Lot 1 of Block 2, of the Plat of Triple Ridge Estates Subdivision recorded as Instrument No. 9284975 at Book 61 of Plats at pages 6070 and 6071, Records of Ada County, Idaho.

ARTICLE V

The purposes and objectives for which the Association is formed are:

(a) To provide for the maintenance, preservation and architectural control of the residences, Lots and Common Area situated within Subject Property.

(b) To promote the health, safety and welfare of the residents within the above-described real property and any additions thereto as may hereafter be brought within the jurisdiction of the Association.

(c) To exercise all of the powers and privileges, and to perform all of the duties and obligations of the Association as set forth in the Declaration.

(d) To 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 business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

(e) To 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 Association.

(f) To borrow money and, with the assent of two-thirds (2/3) of each class 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.

(g) To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members of the Association. No such dedication, sale or transfer shall be effective unless an instrument has been signed by two-third (2/3) of each class of members, agreeing to such dedication, sale or transfer.

(h) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or

annex additional residential property and common area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members.

(i) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Idaho Nonprofit Corporation Act may now or hereafter have or exercise.

ARTICLE VI

The street address of the Association's initial registered office is 3035 Selkirk Drive, Boise, Idaho 83702, and the name of its initial registered agent at such address is Robert J. Hanson.

ARTICLE VII

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 Association, including contract sellers, shall be a member of the Association and entitled to one (1) vote for each Lot owned. 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 Association.

ARTICLE VIII

The affairs of the Association will be managed by a board of directors consisting of three (3) directors, who need not be members of the Association. The number of directors may be changed

by amendment of the Bylaws of the Association. The names and addresses of the initial members of the board of directors who shall have the authority and right to appoint a third director, and all of whom shall hold office until their successors are elected and have qualified are:

Robert J. Hanson 2452 E. Beacon Light Road,
Eagle, Idaho 83616

Harry G. Tumanjan 3035 Selkirk Drive,
Boise, Idaho 83702

ARTICLE IX

The Association is intended to be classified as a "homeowners' association" pursuant to Section 528(a) of the Internal Revenue Code of 1954, as amended. As such, it is intended to be exempt from income taxes. The Association is an organization intended to be a residential real estate management association or condominium management association organized and operated to provide for the acquisition, construction, management, maintenance, and care of Association property, where sixty percent (60%) or more of the gross income of the Association for any taxable year shall consist solely of amounts received as membership dues, fees, or assessments from owners or residences or residential lots. Ninety percent (90%) or more of the expenditures of the Association for any taxable year shall be expenditures for the acquisition, construction, management, maintenance, and care of Association property. No part of the net earnings of the Association shall

ever inure to the benefit of any member or any other individual or entity. All provisions of these Articles of Incorporation shall be interpreted in accordance with the provisions of Section 528(c) of the Internal Revenue Code of 1954, as amended. In case of conflict between such section and other provisions herein, any provision within these Articles shall be interpreted to be consistent with such section, or shall be of no force and effect.

ARTICLE X

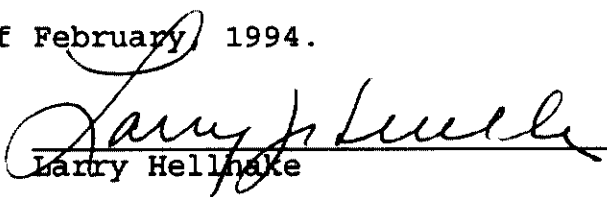
The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization devoted to similar purposes.

ARTICLE XI

The name and address of each incorporator is:

Larry J. Hellhake
6036 Winstead Place
Boise, Idaho 83704

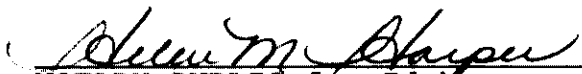
DATED this 24 day of February, 1994.


Larry Hellhake

STATE OF IDAHO)
) ss.
County of Ada)

On this 24th day of February, 1994, before me, the undersigned, a Notary Public in and for said state, personally appeared Larry Hellhake, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.


NOTARY PUBLIC for Idaho
Residing at Boise
My commission expires: 3/18/97