

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

BENTLY SQUARE SUBDIVISION HOMEOWNERS' ASSOCIATION, INC.
File number C 106051

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 BENTLY SQUARE 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: April 21, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *Myra Seibel*

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IDaho SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF**

At 21 200 PM '94
SECRETARY OF STATE

BENTLY SQUARE SUBDIVISION HOMEOWNERS' ASSOCIATION, INC.

In compliance with the requirements of the law of Idaho relating to nonprofit corporations and acts amendatory and supplemental thereto, including particularly Title 30, Chapter 3, Idaho Code, the undersigned natural person, being of full age and a resident of the United States, in order to form a nonprofit corporation for the purposes hereinafter stated, does hereby as incorporator, adopt the following Articles of Incorporation and certify:

ARTICLE I

NAME

The name of the corporation is **BENTLY SQUARE SUBDIVISION HOMEOWNERS' ASSOCIATION, INC.**

ARTICLE II

NONPROFIT CORPORATION

This Corporation is a nonprofit corporation.

ARTICLE III

DURATION

The duration of this Corporation shall be perpetual.

ARTICLE IV

PURPOSE AND POWERS OF THE CORPORATION

This Corporation shall be a nonprofit membership corporation. The purpose of the Corporation shall be to provide for the maintenance, preservation and control of certain improvements within Bently Square Subdivision located in Ada County, Idaho, and to promote the recreation, health, safety and welfare of the members thereof, 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 that certain Declaration and Articles of Covenants, Conditions and Restrictions for the Bently Square Subdivision, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the office of the county recorder of Ada County, Idaho at Boise, Idaho and as the same may be 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, 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 Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(c) Acquire (by gift, purchase or otherwise), own, sell, hold, improve, build upon, operate, maintain, convey, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

(d) Borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, subject to those restrictions contained in the Declaration and any amendments thereto;

(e) Participate in mergers and consolidations with other nonprofit corporations organized by the same purposes or annex additional residential property and Common Area, subject to those restrictions contained in the Declaration and any amendments thereto; and

(f) Have and to exercise any and all powers, rights and privileges which a corporation organized under the laws for general nonprofit corporations in the State of Idaho bylaw may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Membership shall be evidenced by a certificate of membership or certificate of stock. Every person or entity who is a record owner of a lot within the subdivision as that term is defined in the Declaration shall be a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest in a lot as security for the performance of an obligation. Membership shall be appurtenant to and shall not be separated from the ownership of any lot which is subject to assessment by the Corporation.

ARTICLE VI
VOTING RIGHTS

Each member of the Corporation shall be entitled to one vote for the lot in which they hold the interest required for membership in accordance with the Declaration of Covenants, Conditions and Restrictions filed with the Ada County Recorder.

ARTICLE VII
CORPORATION ADDRESS

The street address of the initial registered office of the Corporation shall be 4720 Emerald Street, Boise, Idaho 83706. The name of the initial registered agent shall be Todd Schaefer at the aforementioned street address.

ARTICLE VIII
BOARD OF DIRECTORS

The initial Board of Directors shall be comprised of three (3) members, Todd Schaefer and Judith A. Guhrke and Russell Stanley, whose addresses are as follows:

Todd Schaefer	4720 Emerald Street Boise, Idaho 83706
Judith A. Guhrke	2927 Starview Drive Boise, Idaho 83712
Russell Stanley	199 East 52nd Street #100 Boise, Idaho 83714

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator is:

Todd Schaefer	4720 Emerald Street Boise, Idaho 83706
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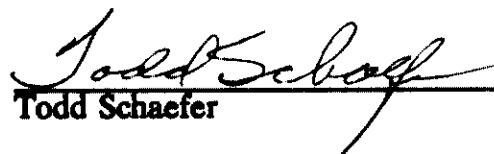
ARTICLE X
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation shall require the assent of two-thirds (2/3) of the members.

ARTICLE XI
DISSOLUTION

If the Corporation shall be dissolved, the assets thereof shall be dedicated to a public body or conveyed to a nonprofit organization with similar purpose.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, I, the undersigned incorporator of this Corporation, have executed these Articles of Incorporation this 21 day of April, 1993, 1994


Todd Schaefer