

ARTICLES OF INCORPORATION 2017 MAR -6 PM 12: 31
OF
EASTGATE BUSINESS PARK ASSOCIATION, INC. SECRETARY OF STATE
STATE OF IDAHO

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 3, Idaho Code, does hereby certify, declare, and adopt the following Articles of Incorporation:

ARTICLE I.
NAME

The name of the corporation shall be Eastgate Business Park Association, Inc. (the "Association").

ARTICLE II.
TERM

The period of existence and duration of the life of the Association shall be perpetual.

ARTICLE III.
NON-PROFIT

The Association shall be a non-profit, membership corporation.

ARTICLE IV.
REGISTERED AGENT

The location and street address of the initial registered office of the Association shall be 1418 East Green Haven, Meridian, Idaho 83646, and Pamela G. Jones is hereby appointed the initial registered agent of the Association.

ARTICLE V.
PURPOSE AND POWER OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the Members, and the specific purposes for which the Association is formed are to provide certain regulations for the use of Eastgate Business Park owners and to exercise all the powers and privileges and perform all the Association's duties and obligations as set forth in the Declaration of Covenants, Conditions, and Restrictions for Eastgate Business Park recorded as Instrument No. 9927460 in the official records of Canyon County, Idaho, and in the amendments or supplements thereto

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(the "Declaration"), and the Project Documents identified therein including, without limitation, the following powers:

- (a) 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 Association;
- (b) 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 under the limitations imposed by the Declaration;
- (c) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property, provided that any such merger, consolidation, or annexation shall comply with the requirements of the Declaration; and
- (e) Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Nonprofit Corporation Act may by law now or hereafter have or exercise, subject only to limitations contained in the Bylaws, the Declaration, the Project Documents and any amendments and supplements thereto.

ARTICLE VI. MEMBERSHIP

During the existence of this corporation, every Owner of a Lot in the Eastgate Business Park, including Grantor, shall be a Member of the Association. No Owner of a Lot in the Eastgate Business Park shall have more than one membership in the Association for the Lot owned.

ARTICLE VII. VOTING RIGHTS

Each Lot in the Eastgate Business Park has one (1) vote except for Lot 4, for which the North Half has ten (10) votes, two (2) of which may be cast by each Owner of a fractional interest in that Lot in proportion to their respective fractional interest and the South Half of Lot 4 has one (1) vote. At such time as no member of the group consisting of Pamela G. Jones,

Robbin R. Bond, Pene Opp Owens, Timothy P. Opp, and Jerel S. Opp have no interest in Lot 4, the North Half shall have one (1) vote and the South Half shall have one (1) vote.

ARTICLE VIII.
BOARD OF DIRECTORS

The affairs of the Association shall be controlled by the Board of Directors (individually "Directors") to carry out all the powers and duties of the Association as set forth herein, and shall be selected by the Declarant during the Control Period and by the Members thereafter.

The names and addresses of the Persons who are to serve as Directors until the selection of their successors are as follows:

Robbin R. Bond
1008 West Newfield Drive
Eagle, Idaho 83616

Pene Lee Owens
81125 Avenida Lorena
Indio, California 92203

Timothy P. Opp
11770 West Goldenrod Avenue
Boise, Idaho 83713

ARTICLE IX.
ASSESSMENTS

Each Member shall be liable for the payment of Assessments pursuant to the Declaration and as set forth in the Bylaws of the Association.

ARTICLE X.
BYLAWS

The Bylaws of this Association may be altered, amended, or new Bylaws adopted at any regular meeting, or any other special meeting of the Association called for that purpose, by the affirmative vote of sixty-five (65%) of the total voting power of the Association. For the purpose of specifying the detail rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of Association, and the Members for the payment of Assessments, by Bylaws may incorporate by reference the provisions of the Declaration.

ARTICLE XI.
DISSOLUTION

The Association shall only be dissolved at a regular meeting, or a special meeting of the Association called for that purpose, by the affirmative votes of no less than ninety-five percent (95%) of the total voting power of the Association. Upon dissolution of the Association, other

than incident to a merger or consolidation, the real property and other assets of the Association shall be distributed as follows: (i) dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created; or (ii) granted, conveyed and assigned to non-profit corporation, association, trust or other organization to be devoted to such similar purposes. Notwithstanding any other provisions of these Articles, the Association shall not carry any other activities not permitted by an organization exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law).

ARTICLE XII.
AMENDMENTS

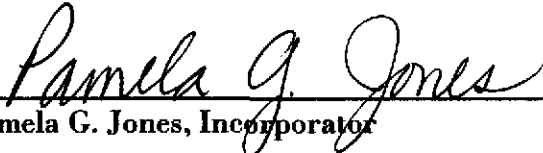
Amendment of these Articles of Incorporation may be made at any regular meeting, or any special meeting of the Association called for that purpose, by affirmative vote of more than sixty-five (65%) of the total voting power of the Association as cast by the Members, and, if required by the Declaration, the consent of holders of first mortgages on Lot(s) who have requested in writing that the Association provide them notice of proposed actions which affect their interests. 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 ascribed to such terms in the Declaration.

ARTICLE XIV.
INCORPORATOR

The name and address of the incorporator is as follows: Pamela G. Jones, 1418 East Green Haven, Meridian, Idaho 83646.



Pamela G. Jones, Incorporator

IDAHO SECRETARY OF STATE
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