



CERTIFICATE OF INCORPORATION
OF

CHEROKEE ACRES HOMEOWNERS ASSOCIATION NO. 3, INC.

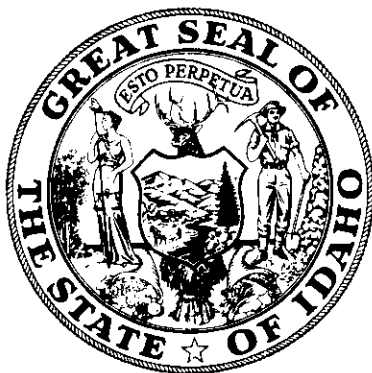
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

CHEROKEE ACRES HOMEOWNERS ASSOCIATION NO. 3, 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 May 9, _____, 19 84



Pete T. Cenarrusa

SECRETARY OF STATE

Denise Hiner

Corporation Clerk

ORIGINAL
Cherokee Articles 2

12/10/89

ARTICLES OF INCORPORATION

94 MAY 9 AM 10 35

OF

SECRETARY OF
STATE

CHEROKEE ACRES HOMEOWNERS ASSOCIATION NO. 3, 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 Cherokee Acres Homeowners Association No. 3, Inc., hereinafter called the "Corporation".

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 the Common Area and other portions of Cherokee Acres No. 3 located in Valley 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 of Protective Covenants and Restrictions for Cherokee Acres No. 3 hereafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Recorder of Valley County, Idaho at ~~Cascade~~, 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. Perform the duties of the Architectural Committee as set forth in the Declaration.

c. 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;

d. 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;

e. 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;

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

g. 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 by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

There shall be eleven (11) members in the Corporation which memberships shall be evidenced by a certificate of membership or certificate of stock corresponding to the ownership or joint ownership and occupancy of each of the following lots in Cherokee Acres Subdivision No. 3: 1, 2, 3, 4, 5, 6, 8, 9, 10, 11 and 12. Each person or entity who is a record owner of any of the foregoing lots shall be a member of the corporation. Membership and voting rights for Lot 7 which is reserved for an airstrip and

aircraft parking and Lot 12 which is reserved for multi-family use shall be as specified in the By-Laws. 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 Protective Covenant and Restrictions filed with the Valley County Recorder.

ARTICLE VII
CORPORATION ADDRESS

The street address of the initial registered office of the Corporation shall be 408 East 41st Street, Boise, Idaho 83711. The name of the initial registered agent shall be Robert Bills at the aforementioned street address.

ARTICLE VIII
BOARD OF DIRECTORS

The initial Board of Directors shall be comprised of three (3) members, who need not be members of the Corporation, who are as follows:

Robert Bills	408 E. 41st St., P.O. Box 4596 Boise, Idaho 83711
Dortha Bills	408 E. 41st St. Boise, Idaho 83714
Donna Kouba	3875 E. Ustick Road Meridian, Idaho 83642

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator is:

Robert Allen Bills	408 E. 41st Street, P.O. 4596 Boise, Idaho 83711-4596
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ARTICLE X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation shall require the assent of those members casting two-thirds (2/3) of the votes of the Corporation at any regular member's meeting or a special meeting called specifically for that purpose.

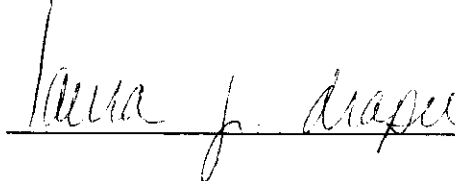
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, I, the under-signed incorporator of this Corporation, have executed these Articles of Incorporation this 24th day of February, 1984.


Robert Allen Bills

STATE OF IDAHO)
) ss.
County of Ada)

On this 24th day of February, 1984, before me the under-signed a Notary Public in and for said State, personally appeared Robert Allen Bills, known to me to be the person whose names is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my official seal the day and year first above written.


Anna J. Draper