



CERTIFICATE OF INCORPORATION
OF

PIERSALL PARK IMPROVEMENT ASSOCIATION, INC.

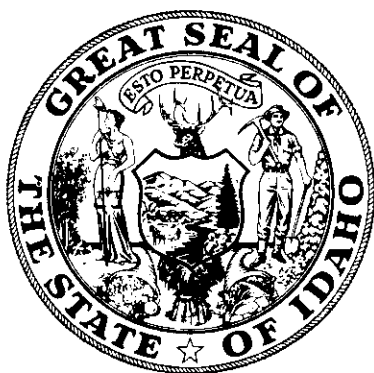
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

PIERSAL PARK IMPROVEMENT 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 _____ May 14 _____, 19 82 .



SECRETARY OF STATE

Corporation Clerk

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SECRETARY OF
STATE

ARTICLES OF INCORPORATION

OF

PIERSALL PARK IMPROVEMENT ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being persons of lawful age and citizens of the United States, in order to form an association for the purpose hereinafter stated, pursuant to Chapter 3, Title 30 of the Idaho Code, do hereby certify as follows:

ARTICLE I

The name of this non-profit corporation shall be Piersall Park Improvement Association, Inc.

ARTICLE II

The purpose for which said association is formed is as follows:

To own, lease, rent, buy and sell and otherwise deal in real and personal property, together with such other additional activities as shall be for the purpose of the benefit of the residents, property owners, and any other persons concerned therein, in and to that area known as Piersall Park, in the City of Nampa, Canyon County, Idaho; to do any and all things for the improvement, the general well being of said area; to make and issue such control and regulations as may be needed from time to time for the general benefit of such district, Piersall Park, and the residents, owners, or inhabitants thereof; to borrow money; to issue indebtedness therefor; to issue such other instruments or documents of every kind and nature as may be necessary to perform the objects and purposes of this corporation. These purposes are to be construed liberally for the purpose of giving to

the membership and to the officers of the association the greatest latitude in any activity they may desire to undertake which can be classified as an improvement to said district.

ARTICLE III

TERM

The term for which this association shall be organized shall be perpetual.

ARTICLE IV

The registered agent shall be Margaret Dick, 36 Ord Blvd., Nampa, Idaho 83651. The location of said association shall be in Piersall Park, Nampa, Canyon County, Idaho.

ARTICLE V

MEMBERSHIP

The association membership shall be evidenced by membership certificates and no dividends or pecuniary profits shall be declared to the members thereof. The membership shall be limited to persons in one of the two following classes:

(a) Record title holders in Piersall Park, Nampa, Canyon County, Idaho.

(b) Residents of Piersall Park, Nampa, Canyon County, Idaho, may have and exercise full right of membership, except that no property shall be entitled to more than one vote for each living area or ownership, regardless of the size of said ownership.

Membership fees, charges or assessments shall be determined by the members at the annual meeting of the membership or upon the action of a special meeting of the membership so called and upon proper notice given of such intention to so act, said notice must be at least ten days in advance of said meeting and clearly state the purpose thereof.

Voting of the membership for any purposes may, upon a demand of a majority of those present at any meeting, require that the membership fees, charges or assessments be paid and the member in good standing before his vote shall be counted. However, in the absence of this special vote at any individual meeting, payment of the membership fees, charges or assessments need not be a requirement or prerequisite to such vote.

ARTICLE VI

OFFICERS

The general officers of the association shall be a board of directors which shall consist of five members, president, vice-president, secretary and treasurer. The present officers of the association are as follows:

Mike Strobel, President, 107 Ord Blvd., Nampa, Idaho

Virginia Dossett, Vice-Pres., 35 Ord Blvd., Nampa, Idaho

Margaret Dick, Secretary, 36 Ord Blvd., Nampa, Idaho

Bill Houston, Treasurer, 108 Ord Blvd., Nampa, Idaho

ARTICLE VII

AMENDMENTS

These articles may be amended by a two-thirds vote of the members present at any regular or special meeting, providing a written notice of the proposed amendment or amendments has been mailed to each member at his last known address at least ten days in advance of the meeting.

IN WITNESS WHEREOF, We have hereunto set our hands this 14th
day of May, 1982

Mike Strobel
President

Virginia A. Dossett
Secretary