

**ARTICLES OF INCORPORATION  
OF  
LAST CHANCE MEADOWS PROPERTY OWNERS ASSOCIATION  
(NONPROFIT)**

For Office Use Only

**-FILED-**

File #: 0003535001

Date Filed: 5/29/2019 10:34:00 AM

The undersigned, acting as the incorporator ~~of a non-profit~~ corporation (the "Corporation" or "Association")) organized under and pursuant to the provisions of the Idaho NonProfit Corporation Act, Title 30, Idaho Code (the "Act") adopts the following Articles of Incorporation ("Articles") and submits same to the Idaho Secretary of State.

**ARTICLE I  
Name**

The name of the Corporation is the LAST CHANCE MEADOWS PROPERTY OWNERS ASSOCIATION, INC.

**ARTICLE II  
Period of Duration**

The duration of the Corporation shall be perpetual.

**ARTICLE III  
Non Profit Status**

The Corporation shall be a non-profit membership corporation.

**ARTICLE IV  
Registered Office and Registered Agent.**

The street address of the Corporation's initial registered office is 930 Little Wood Reservoir Road, Carey, Idaho 83320. The name of the initial registered agent of the Corporation at this address is J. Thomas Peavey.

**ARTICLE V  
Mailing Address**

The mailing address of the Corporation is P.O. Box 99, Carey, Idaho, 83320.

**ARTICLE VI  
Purposes and Powers**

The purposes for which the Corporation is organized and will be operated are as follows:

1. To be the homeowners association for the Last Chance Meadows Subdivision in Blaine County, Idaho (the "Subdivision") as provided in the Declaration of Covenants, Conditions and Restrictions for the Last Chance Meadows Subdivision, and any subsequent amendments or supplements thereto, filed in the office of the Blaine County Recorder, Hailey, Idaho (the "Declaration").

2. to have and exercise any and all powers, rights and privileges which a corporation organized under the Act or any amendment thereto or substitute therefore, may now or hereafter have or exercise, or which are necessary and proper to carry out the foregoing purposes. Nothing herein shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or do any act that a corporation formed under the Act may not at that time lawfully carry on or do.

#### ARTICLE VII Limitations

No part of the net earnings or assets of the Corporation shall be distributed to or inure to the benefit of any member, director or officer or any other private person except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in Article V hereof.

#### ARTICLE VIII Members

The Corporation shall have voting members who shall be of such classes and have such rights and responsibilities as are provided for in the Declaration. Membership shall be appurtenant to each lot within the Subdivision and shall not be transferred, pledged, or alienated in any way except upon the transfer of legal and equitable title to a lot, and then only to the transferee of such title.

#### ARTICLE IX Directors

The number of directors shall be as specified in the bylaws of the Corporation. Other than the directors constituting the initial

board of directors, who are designated below, the directors shall be elected by the members of the Corporation in the manner and for the term provided in the bylaws of the Corporation.

The names and addresses of the initial board of directors are as follows:

<u>Name</u>	<u>Address</u>
John T. Peavey,	302 Sitting Bull Dr., Hailey, ID 83333
Diane Peavey,	302 Sitting Bull Dr., Hailey, ID 83333
J Thomas Peavey,	930 Little Wood Resv. Rd., Carey, ID 83320

#### ARTICLE X Assessments

Members shall be liable for payment of all regular assessments, special assessments, and other assessments and charges in such amounts and on the basis provided for in the Declaration. Such assessments shall be secured by a lien in favor of the Corporation encumbering each lot within the Subdivision to which membership is appurtenant, and enforced and collected as provided for in the Declaration.

#### ARTICLE XI Corporation Internal Affairs.

Provision for the regulation of the internal affairs of the Corporation shall be as set forth in the Declaration and the bylaws of the Corporation

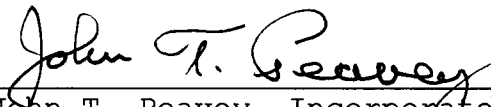
#### ARTICLE XII Distribution On Dissolution

Upon dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation consistent with the purposes of the Corporation. Any such assets not so distributed shall be distributed by the Blaine County District Court exclusively for the purposes or to such organizations as such court shall determine to be consistent with the purposes of the Corporation.

#### ARTICLE XIII Incorporator

The name and address of the incorporator of the Corporation is John T. Peavey, 302 Sitting Bull Dr., Hailey, ID 83333.

IN WITNESS WHEREOF, the undersigned, as incorporator of this corporation, executes these Articles of Incorporation this 23<sup>rd</sup> day of May, 2019.

  
\_\_\_\_\_  
John T. Peavey, Incorporator