

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

*COUNTRY CLUB SUBDIVISION PROPERTY OWNERS ASSOCIATION, INC.*

was filed in the office of the Secretary of State on the **sixteenth** day of **February** A. D. One Thousand Nine Hundred **seventy-eight** and **will be** /is duly recorded on ~~film~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Caldwell** in the County of **Canyon** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **16th** day of **February** A.D., 19 **78** .

Secretary of State.

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ARTICLES OF INCORPORATION  
OF  
COUNTRY CLUB SUBDIVISION  
PROPERTY OWNERS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being citizens of the United States of America and of the State of Idaho, and being of full age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit co-operative association under the laws of the State of Idaho, Title 30, Section 1001-1006, to be hereinafter referred to as a corporation, and do hereby adopt the following ARTICLES OF INCORPORATION, to-wit:

ARTICLE I.

The name of this corporation shall be and is "COUNTRY CLUB SUBDIVISION PROPERTY OWNERS ASSOCIATION, INC."

ARTICLE II.

The purposes for which this corporation is formed are the following:

1. To encourage the conservation of water by members of the corporation by means of the co-operative efforts of the members of the corporation, and to promote the efficiency of use of water by the members.

2. To provide for the members of this corporation, a stable and continuing supply of water for the domestic use and irrigation use and uses of the members thereof.

And for these purposes the corporation shall have the authority:

1. To own, lease and use real and personal property incidental and necessary to the operation of a water system and enter into any and all contracts that may become necessary to

to the operation of a water system and enter into any and all contracts that may become necessary to the carrying out of the purposes aforesaid.

2. To buy, sell, own, lease and improve real estate incidental and necessary to the operation of water system which may be required or determined necessary and convenient for the purpose of carrying on any of the object of the corporation.

3. To buy, sell, and deliver all goods, wares, merchandise, and own all kinds of equipment, apparatus and appliances, reasonably related to and required by the principal business of this corporation.

4. To contract debts and issue bills, notes, mortgages, bonds and debentures.

#### ARTICLE III.

The corporation is not organized for pecuniary profit and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance if any, of all monies received by the corporation from its operations after payment in full of all debts and obligations of the corporation of whatsoever kind and nature shall be used in the exercise of the purposes above set forth, and the establishment of a reserve fund for repairs and the acquisition of a pump and well equipment.

#### ARTICLE IV.

The rights of membership shall extend to all owners of properties in COUNTRY CLUB SUBDIVISION , County of Canyon, State of Idaho; such membership to depend solely upon ownership of said properties, and such membership shall be identified with the ownership of said properties, and shall not be subject to the approval of the Board of Directors or other members. The rights and interests of all members shall be equal.

ARTICLE V.

Each member hereof shall receive and hold a certificate for each property which he holds in the COUNTY CLUB SUBDIVISION, Canyon County, State of Idaho, and such members' voting rights shall depend on the number of properties or certificates which he owns. The property shall be defined as each separate tract of land as the same is designated on the plat of said Subdivision.

ARTICLE VI.

A member entitled to vote in a meeting, may assign his proxy to a specific member entitled to vote at such meeting, and may also name an alternate. In advance of voting, proxies shall be submitted to the secretary and a committee may be appointed by said secretary to determine the validity of proxies.

ARTICLE VII.

Voting rights shall be restricted only to owners of property within the said subdivision and no member shall be restricted to any number of properties.

ARTICLE VIII.

No member hereof shall be expelled from the corporation or have his voting rights cancelled except by transfer of his properties; however, the corporation shall have power to suspend either the membership or the voting rights, or both, of any member hereof for such periods of time as his dues or water bills are not paid; and the corporation shall have power to attach liens for non-payment of said dues or bills; and the service of the water system can be suspended and shut off only when said dues, or bills are not paid, and said service shall be restored promptly upon payment of said dues or bills.

ARTICLE IX.

No member hereof may transfer, sell, gift or assign their membership herein to any person or legal entity other than to a new owner or occupant of the premises for which they hold their membership. That is to say the membership runs with the land. In the event of a title retaining transfer of premises by a member, the title to the membership herein may be retained by the transferor until such times as the Deed to his premises is conveyed to his transferee; provided that the person in possession of the premises shall be entitled to the voting right of the membership certificate.

ARTICLE X.

All corporate meetings unless otherwise notified shall be at Caldwell, Idaho.

ARTICLE XI.

The system for providing water to the members hereof shall be owned by the corporation and not held by any other names.

ARTICLE XII.

The existence of this corporation shall be perpetual.

ARTICLE XIII.

The meetings of the members of this corporation shall be held within the territorial boundaries of the State of Idaho.

ARTICLE XIV.

The number of directors of the corporation shall be 3.

ARTICLE XV.

The directors of this corporation shall not have the power to amend the By-Laws or these Articles in any way, which shall broaden or restrict the powers of the Board of Directors as stipulated in the said By-Laws.

ARTICLE XVI.

Any amendment to these Articles may be made by a vote of a two-thirds (2/3) majority of all the eligible voters present

at a legally called meeting; provided written notice of said meeting has been given at least ten (10) days prior to said meeting.

The incorporators of this corporation are: Herman B. Boston; Shirley M. Boston; Ronald D. DeBoard; Betty L. DeBoard; Daniel P. Brennan; Glenys A. Brennan; ~~Michael \_\_\_~~. ~~Jefferies~~; ~~Merrilyn \_\_\_~~. ~~Jefferies~~; George G. Florence; Lynne P. Florence; Stanley L. Strasbaugh; Dona J. Strasbaugh; Ed \_\_\_ . Drew and Kathy Jo Drew, all of Caldwell, <sup>Route #7</sup> Canyon County, Idaho.

IN WITNESS WHEREOF, We, the incorporators of the said corporation have hereunto set our hands this 7th day of February, 1978.

<u>Herman B. Boston</u>	<u>Ronald D. DeBoard</u>
<u>Shirley M. Boston</u>	<u>Betty L. DeBoard</u>
<u>Daniel P. Brennan</u>	<u>Ed Drew</u>
<u>Glenys A. Brennan</u>	<u>Kathy Jo Drew</u>
<u>Stanley L. Strasbaugh</u>	<u>George G. Florence</u>
<u>Dona J. Strasbaugh</u>	<u>Lynne P. Florence</u>
_____	_____
_____	_____

STATE OF IDHAO )  
 : ss.  
County of Canyon )

On this 7th day of February, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared HERMAN B. BOSTON and SHIRLEY M. BOSTON, husband and wife, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)

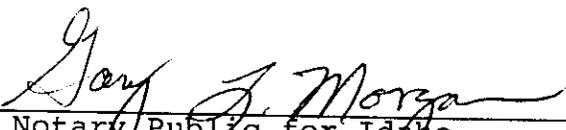
Gary J. Morgan  
Notary Public for Idaho.  
Residing at Caldwell, Idaho.

STATE OF IDAHO )  
                  : ss.  
County of Canyon )

On this 7th day of February, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared RONALD D. DE BOARD and BETTY L. DE BOARD, husband and wife, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)

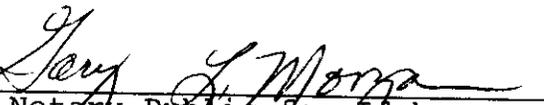
  
\_\_\_\_\_  
Notary Public for Idaho.  
Residing at Caldwell, Idaho.

STATE OF IDAHO )  
                  : ss.  
County of Canyon )

On this 7th day of February, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared DANIEL P. BRENNAN and GLENYS A. BRENNAN, husband and wife, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)

  
\_\_\_\_\_  
Notary Public for Idaho.  
Residing at Caldwell, Idaho.

STATE OF IDAHO )  
 : ss.  
County of Canyon )

On this 7<sup>th</sup> day of February, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared GEORGE G. FLORENCE and LYNNE P. FLORENCE, husband and wife, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Gary S. Morza  
Notary Public for Idaho.  
Residing at Caldwell Idaho.

(SEAL)

STATE OF IDAHO )  
 : ss.  
County of Canyon )

On this 7<sup>th</sup> day of February, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared STANLEY L. STRASBAUGH and DONA J. STRASBAUGH, husband and wife, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Gary S. Morza  
Notary Public for Idaho.  
Residing at Caldwell, Idaho.

(SEAL)

STATE OF IDAHO )  
 : ss.  
County of Canyon )

On this 7<sup>th</sup> day of February, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared ED       . DREW and KATHY JO DREW, husband and wife, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Gary S. Morza  
Notary Public for Idaho.  
Residing at Caldwell, Idaho.

(SEAL)