

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

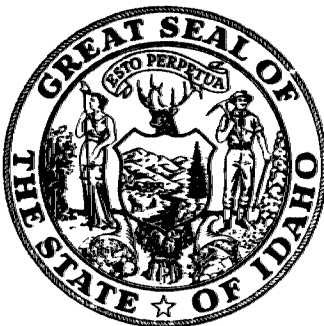
WILLIAMSPORT HOMEOWNER'S ASSOCIATION, INC.

File number C 108178

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 WILLIAMSPORT HOMEOWNER'S 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: November 1, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cara Sikel*

Nov 1 11 05 AM '91  
SECRETARY OF STATE

**ARTICLES OF INCORPORATION**

**OF**

**WILLIAMSPORT HOMEOWNER'S ASSOCIATION, INC..**

KNOW ALL MEN BY THESE PRESENTS that the undersigned, being a natural person of full age and citizen of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho and the acts amendatory thereof and supplemental thereto, does hereby associate with such other persons as may associate themselves and their successors for the purpose of incorporation, and do hereby certify as follows:

**ARTICLE I**

The name of the corporation is Williamsport Homeowner's Association, Inc.

**ARTICLE II**

The purposes and objects for which the corporation is formed:

(a) To form a corporation with all the powers and privileges under Chapter 3, Title 30 I.C., for a nonprofit corporation;

(b) To carry on all lawful objects associated with a homeowner association;

(c) To form a corporation wherein the rights and interests of all the members shall be equal, and no member can have or acquire greater interests than any other member. No part of any net earnings of the corporation shall enure to the benefit of any private shareholder thereof; and

(d) In carrying out the purposes and objects of the corporation as set out in the foregoing Paragraphs (a) through (c)

in this Article, the corporation shall have the power (i) to enact and enforce bylaws for the governing of the corporation, and to alter and amend them from time to time as herein provided, (ii) to buy, sell, acquire, hold, mortgage, pledge, lease, assign, transfer, exchange or otherwise acquire of or dispose of, all kinds of property, both personal and real, and all goods, wares, and merchandise of every kind or description, (iii) to make, perform, and carry out contracts of every kind and description made for any lawful purpose within the objects and purposes of the corporation, (iv) to borrow money, and make, draw, accept, endorse, transfer, assign, execute and issue debentures and promissory notes and for the purpose of securing the same, make, transfer, assign, deliver, mortgage and/or pledge part or all of the property or assets of the corporation, within the terms and conditions that the board of directors may authorize, and as may be permitted by law, and (v) to have and to exercise any and all powers and privileges now or hereinafter conferred by the laws of the State of Idaho, upon corporations incorporated under the aforesaid law, or under any act amendatory thereto or supplemental thereto, or substituted therefor, for the performance of acts as are necessary and convenient to obtain the objects and purposes herein set forth, to the same extent and as fully as any natural person could or might do, and as are not forbidden by law or by these Articles of Incorporation, provided, nevertheless, that the powers hereinabove set forth shall not permit the conducting of any business for profit as part of the powers of the corporation.

### **ARTICLE III**

In no event shall any income or assets of this corporation be distributed to or inure to the benefit of any member, director, or officer of this corporation, either directly or indirectly, other than as bona fide expenses in carrying out the directions and authorities of the board of directors and officers hereof in carrying out the purposes of the corporation. In the event of the termination, liquidation or dissolution of this corporation for any reason, all of the assets thereof shall be distributed to another corporation holding a certificate of exemption from the United States Treasury, or to such public organization devoted exclusively to religious and educational ends.

### **ARTICLE IV**

This corporation shall have perpetual existence.

### **ARTICLE V**

The location of the initial registered office of this corporation is 1488 Knights Drive, Ada County, Boise, Idaho.  
CHARLES C THOMPSON IS THE REGISTERED AGENT.

### **ARTICLE VI**

There shall be no capital stock of this corporation, but there shall be issued membership certificates to each member hereof, which certificates cannot be assigned so that the transferee thereof can be a member of the corporation except by approval by the Board of Directors and under such regulations as the bylaws may prescribe.

### **ARTICLE VII**

Pursuant to I.C. §314(c) the management of the corporate

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affairs may be vested in the members who are in good standing. The names and addresses of the incorporators who also constitute the initial board of directors until such time as their successors are elected and qualified pursuant to the bylaws, are as follows:

<u>Name</u>	<u>Address</u>
John Browning	960 Broadway, Suite 520 Boise, ID 83706
Charles C. Thompson	1488 Knights Drive Boise, ID 83712
Marietta Thompson	1488 Knights Drive Boise, ID 83712

#### **ARTICLE VIII**

The private property of any member of the corporation shall not be subject to the payment of corporate debts to any extent whatsoever.

#### **ARTICLE IX**

The authorized number and qualifications of the members of this corporation, different classes of membership, if any, the voting rights and other rights and privileges of each class of membership, and the specific liability for each and all classes of members for dues and assessments, if any, and the method of collection and time of payment thereof, shall be set forth in the bylaws of the corporation.

#### **ARTICLE X**

The number of executive officers of the corporation and the number of the directors of the corporation shall be specified in the bylaws and such number may, from time to time, be increased or

decreased in such a manner as may be prescribed by the bylaws. The officers of the corporation shall be elected at the annual meeting of the corporation as provided in the bylaws. Vacancy of such offices may be filled by the board of directors during their term as provided in the bylaws.

**ARTICLE XI**

In witness whereof, I have hereunto set my hand and seal the  
31 day of Oct, 1994.

  
\_\_\_\_\_  
John Browning