

FILED EFFECTIVE**ARTICLES OF INCORPORATION**

08 MAY -9 PM 2:16

OF**SNELLGROVE TOWNHOMES HOMEOWNERS ASSOCIATION, INC.**SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

ARTICLE I - NAME

The name of the Corporation is Snellgrove Townhomes Homeowners Association, Inc.

ARTICLE II - NONPROFIT STATUS

The Corporation is a nonprofit membership corporation.

ARTICLE III - PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Rexburg, County of Madison, and in the State of Idaho. The address of the initial registered office is 3784 East 175 North, Rigby, Idaho 83442 and the name of the initial registered agent at this address is Keven Snell.

ARTICLE V - PURPOSES

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

A. The exercise of all the powers and privileges and the performance of all the duties and obligations of the Corporation as set forth in the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Snellgrove Townhomes Subdivision, recorded on the 8th day of May, 2008, in the official records of Madison County, Idaho as Instrument Number 345719 (the "Declaration"), as amended from time to time.

B. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act, subject only to limitations in the Bylaws and the Declaration and the amendments and supplements thereto.

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

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ARTICLE VI - LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VII - MEMBERS

Each person or entity holding fee simple interest of record to a Unit (as defined in the Declaration) which is a part of the Snellgrove Townhomes Subdivision, and sellers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Unit located in the Snellgrove Townhomes Subdivision. Except for the Class B Member, there shall be one (1) membership in the Corporation for each Unit located in the Snellgrove Townhomes Subdivision. Members of the Corporation must be owners of Units within the Snellgrove Townhomes Subdivision.

ARTICLE VIII - VOTING RIGHTS

The Corporation shall have two (2) classes of voting membership:

A. **Class A Members.** The Class A Members shall be owners of Units within the Snellgrove Townhomes Subdivision, except for Grantor (as defined in the Declaration). Each Class A Member shall be entitled to one (1) vote for each Unit owned by such Class A Member on the day of the vote.

B. **Class B Member.** Grantor shall be the Class B Member, and shall be entitled to five (5) votes for each Unit owned by Grantor within the Snellgrove Townhomes Subdivision. The Class B Member shall cease to be a voting Member in the Corporation at the earlier to occur of the following: (1) the Class B Member owns no more than ten percent (10%) of the Units within the Snellgrove Townhomes Subdivision; or (2) ten (10) years from the date the first Unit within the Snellgrove Townhomes Subdivision is conveyed by Grantor.

ARTICLE IX - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME**ADDRESS**

Mark Andrews

6605 Rimrock Drive
Idaho Falls, Idaho 83401

Kelli Andrews

6605 Rimrock Drive
Idaho Falls, Idaho 83401

Keven Snell

3784 East 175 North
Rigby, Idaho 83442**ARTICLE X - ASSESSMENTS**

Each Member shall be liable for the payment of Assessments provided for in the Declaration and as otherwise set forth in the Bylaws of the Corporation.

ARTICLE XI - 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 or dedicate the assets of the Corporation to a public body, or convey the assets of the Corporation to a nonprofit Corporation with similar purposes, or, to the extent permissible under then applicable law, distribute the assets of the Corporation to the Members of the Corporation pro rata with each Unit being allocated an equal share. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes, of the Corporation.

ARTICLE XII - INCORPORATOR

The name and street address of the incorporator are:

Keven Snell
3784 East 175 North
Rigby, Idaho 83442**ARTICLE XIII - EXEMPTION**

The private property of each and every officer, director, and Member of the Corporation shall at all times be exempt from the debts and liabilities of the Corporation

ARTICLE XIV - GOVERNING DOCUMENTS

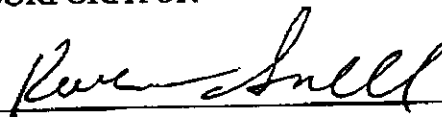
Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws adopted by the initial Board of Directors and in the Declaration. The Bylaws of the Corporation may be altered or amended, or new bylaws adopted, by affirmative vote at an annual or special meeting of the Members of the Corporation holding at least sixty-seven percent (67%) of the total votes entitled to be cast at any meeting of Members. No amendment, however, may be inconsistent with the provisions of the Declaration, unless the Declaration is similarly amended. For the purposes of specifying in detail the rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of the Corporation, and the Members for payment of dues, assessments and fees, the Bylaws may incorporate by reference the provisions of the Declaration. In the event that any part or provision of these Articles of Incorporation or the Bylaws are in conflict or inconsistent with the Declaration, or any amendments thereto, the terms and provisions of the Declaration shall control and supersede such conflicting or inconsistent provisions hereof or thereof, except as may otherwise be required by applicable law.

ARTICLE XV - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended, altered or repealed by the affirmative vote at an annual or special meeting of the Members of the Corporation holding at least sixty-seven percent (67%) of the total votes entitled to be cast at any meeting of Members. No amendment which is inconsistent with the provisions of the Declaration shall be valid, unless the Declaration is similarly amended.

DATED this 9th day of May, 2008.

INCORPORATOR



Keven Snell