

**ARTICLES OF INCORPORATION  
OF  
NEIGHBORHOOD, INC.**

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Clifford E. Mort, being over the age of eighteen (18) years of age and a citizen of the United States of America, for the purpose of forming a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation.

**ARTICLE I**

The name of this corporation shall be Neighborhood, Inc.

**ARTICLE II**

The duration of this corporation shall be perpetual.

**ARTICLE III**

The purposes for which this corporation is organized are residential and commercial property development, management, investment, sales, and construction, as well as the carrying on, on its own behalf and on behalf of others, whether as agents, consultants, advisers, independent contractors, or otherwise, any and or all other lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

**ARTICLE IV**

This corporation shall have the authority to issue one (1) class of shares of stock to be designated "common" stock. The aggregate number of shares that the corporation is authorized to issue is Five Hundred Thousand (500,000) shares which shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

Shareholders of the corporation shall have no preemptive

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rights.

#### ARTICLE VI

The Board of Directors may enact by resolution, or the shareholders may impose by separate agreement, restrictions on the transferability of the authorized shares of common stock of this corporation. Such transfer restrictions, as may be enacted or imposed, shall be referenced by an appropriate legend to be annotated on all share certificates, and any transfer of shares in violation of such restrictions shall be void and without force and effect as being in contravention of these Articles.

#### ARTICLE VII

To the full extent permitted by the Idaho Business Corporation Act, the corporation shall indemnify any person who was or is a party or is threatened to be made a party to any civil, criminal, administrative or investigative action, suit or proceeding (whether brought by or in the right of the corporation or otherwise) by reason of the fact that he is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director or officer of another corporation, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement which were actually and reasonably incurred by him in connection with such action, suit or proceeding; and the board may, at any time, approve indemnification of any other person which the corporation has the power to indemnify under the Idaho Business Corporation Act. Indemnification provided by this section shall not be deemed exclusive of any other rights to which a person may

be entitled as a matter of law or by contract. Provided, however, that any indemnification rights provided by this section shall not apply to defeat, bar, or otherwise preclude any claim the corporation may hereafter successfully prosecute, in its own right, against any of its current or former officers and/or directors.

#### **ARTICLE VIII**

The Board of Directors shall have full power to adopt, alter, amend or repeal the bylaws or adopt new bylaws. Nothing herein shall deny the concurrent power of the shareholders to adopt, alter, amend or repeal the bylaws.

#### **ARTICLE IX**

The Shareholders shall not enjoy the right of cumulative voting in any such elections as may hereafter be properly called for positions on the corporation's Board of Directors.

#### **ARTICLE X**

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors shall be prescribed in the bylaws, but the number of the first directors shall be three (3) and they shall serve until the first meeting of shareholders and until their successors, if any, are elected and qualified. The names and addresses of the corporation's first directors are:

**NAME**

**ADDRESS**

Tom Johnson

565 N. Greenferry Road, Ste. B  
Post Falls, ID 83854

Clifford E. Mort

565 N. Greenferry Road, Ste. B  
Post Falls, ID 83854

