

ARTICLES OF INCORPORATION
OF
LITTLE DONNER PROPERTY OWNERS ASSOCIATION, INC.

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SECRETARY OF STATE
STATE OF IDAHO

KNOW All Men By These Presents: That the undersigned, acting as incorporator of a corporation (Corporation) organized under and pursuant to the Idaho Nonprofit Corporation Chapter 3, Title 30, Idaho Code (Act), adopts the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME

The name of this Corporation is LITTLE DONNER PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II. NONPROFIT STATUS

The Corporation is a nonprofit corporation.

ARTICLE III. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The location of the Corporation is in County of Valley, State of Idaho. The address of the initial registered office is 4 Tahoe Place, Cascade, Idaho 83611, and the name of the initial registered agent at this address is George T. Wisbey.

ARTICLE V. PURPOSES

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

A. The principal purpose for which this Corporation is formed is to be the responsible entity for the maintenance of private roads, streets or ways within the Frank Hall Ranch Tracts No. 1 Subdivision, and to administer and enforce the Declaration and Establishment of Covenants of Frank Hall Ranch Tracts No.1

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Subdivision, and to do all things lawful to enhance, preserve, protect and defend the recreational, health, environmental and economic interests which its members have in common as property owners in, within, or in connection with Frank Hall Ranch Tracts No. 1 Subdivision in Valley County, Idaho, and to engage in such other activities as may be to the mutual benefit of the owners of said property.

B. To conduct any and all charitable, religious, educational, or scientific endeavors within the meaning of Section (501)(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such Section 501(c)(3).

C. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing 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.

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 person, 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 the carrying on of propaganda or otherwise trying 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 candidates for public office. Notwithstanding any other provision 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 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VII. MEMBERS

The Corporation shall have members who shall have such rights as are provided in the Act and are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Any person may become a member of the Corporation upon purchase of a lot in fee, or of the equitable title in a lot when purchasing on contract, within the Frank Hall Ranch Tracts No. 1 Subdivision, Valley County, Idaho.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than three (3) nor more than seven (7) individuals who need not be members of the Corporation. The actual number of Directors shall be fixed by the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

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

NAME	ADDRESS
Lenard Kolsky	Box 695

Carol Toombs

Cascade, Idaho 83611

10619 W. Pattie St.
Boise, Idaho 83713

George T. Wisbey

Box 871
Cascade, Idaho 83611

ARTICLE IX. MEMBERSHIP DUES

The corporation shall have the authority to charge and collect dues and assessments against each lot with the Frank Hall Ranch Tracts No. 1 Subdivision, Valley County, Idaho, on an annual basis. Such assessments shall be a pro-rate share of the total project budget of the Corporation as determined annually by the Board of Directors in accordance with the provisions of the Covenants of the Frank Hall Ranch Tracts No. 1 Subdivision, these articles and the Corporate Bylaws.

ARTICLE X. 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 the assets of the Corporation consistent with the purposes of the Corporation (to such organization or organizations as shall at the time qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine). 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 such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XI. INCORPORATOR

The name and address of the incorporator is as follows:

Myron Dan Gabbert
Yacht Club Building
Box 2349
McCall, Idaho 83638

ARTICLE XII. BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 22th day of December, 2007



Myron Dan Gabbert