



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

BARRYMORE ESTATES HOMEOWNERS ASSOCIATION, INC.

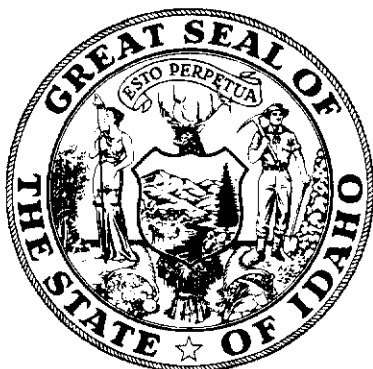
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BARRYMORE ESTATES HOMEOWNERS 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 June 13, 19 86.



Pete T. Cenarrusa

SECRETARY OF STATE

Lucy J. Clark
Corporation Clerk

JUN 13 2 31 PM '86

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

THAT THE UNDERSIGNED, a citizen of the State of Idaho and the United States of America, acting as incorporator of a corporation formed under and pursuant to the provisions of the Idaho Non-Profit Corporation Act, Idaho Code Title 30-301 et seq., does hereby adopt and execute the following Articles of Incorporation, and does hereby certify and declare:

ARTICLE I.

That the name of said Corporation is, and shall be, BARRYMORE ESTATES HOMEOWNERS ASSOCIATION, INC.

ARTICLE II.

That the purposes for which this Corporation is formed, and for which the Corporation shall be conducted and operated, are as follows:

- (a) To procure and provide potable, culinary water, and systems for the delivery of the same, for residents of Barrymore Estates Subdivision, a subdivision according to the official plat thereof of record with the Office of the Jerome County, Idaho Recorder, and adjacent 40-acre parcel of land;
- (b) To provide for a method of assessment and collection of dues, assessments and maintenance charges among property owners referred to in the previous paragraph;
- (c) For the transaction of any or all other lawful business necessarily incidental to, or related to, the

primary purposes which have been previously stated.

ARTICLE III.

The registered address for this Corporation shall be:

Route 6, Box 6305
Jerome, Idaho 83338

The registered agent of the Corporation, at that address,
shall be: GENE E. ANDERSON

ARTICLE IV.

The duration of this Corporation shall be perpetual,
until terminated in accordance with these Articles, the
By-Laws of the Corporation, or other provisions of law.

ARTICLE V.

This Corporation shall not issue any capital stock.
Members of the Corporation shall be composed of owners of
real property within Barrymore Estates Subdivision, according
to the official plat thereof of record with the Office of
the Jerome County, Idaho Recorder, and certain adjacent lands.
Membership shall be divided into two categories, owners of
real property upon which improvements have been constructed,
and owners of real property containing no improvements.

At membership meetings, members who own real property
upon which improvements have been constructed shall be
entitled to one (1) vote per residential structure in
existence. A husband and wife owning a lot containing
residential improvements shall be entitled to only one (1) vote.
Members owning real property upon which no residential

improvements has been constructed shall not be entitled to vote.

This Corporation does not contemplate any activity for pecuniary gain or profit to the members thereof, and is not organized, nor will it be conducted, for the purpose, either directly or indirectly, affixing the price or regulation of any product or article of commerce.

Membership in the Corporation shall not be assignable, and shall not be terminated or cancelled except in compliance with these Articles of Incorporation, the adopted By-Laws of this Corporation, and the vote of the Board of Directors, as required.

ARTICLE VI.

The incorporator of this Corporation, and his address, is as follows:

Gene E. Anderson
Route 6, Box 6305
Jerome, Idaho 83338

ARTICLE VII.

The government of this Corporation and the management of its affairs shall be vested in a Board of Directors, consisting of not less than three (3) members. The exact number of Directors, their qualifications, term of office, manner of election, and powers and duties, shall be fixed and may be altered from time to time by the By-Laws of the Corporation. The initial Director of the Corporation shall be the Incorporator who has affixed his signature to these Articles.

These Articles of Incorporation may be altered or amended by a two-thirds (2/3) vote of all members of the Corporation present at any regular meeting, or any special meeting called for that purpose, provided that a quorum, as specified by the By-Laws of this Corporation, be present.

ARTICLE VIII.

The initial Director of the Corporation who shall serve until the first meeting of the members of the Corporation shall be GENE E. ANDERSON, Route 6, Box 6305, Jerome, Idaho 83338.

ARTICLE IX.

The date and place of the annual meeting of the Corporation shall be fixed by the By-Laws of this Corporation.

ARTICLE X.

Voting membership in this Corporation shall be at all times identified with the owner of individual property or properties containing improvements and served by systems described elsewhere in these Articles of Incorporation.

ARTICLE XI.

No member may be removed from the Corporation, nor the voting rights of any member be cancelled, so long as that member owns improved real property within the real property described in these Articles.

ARTICLE XII.

At a membership meeting, any member may vote by proxy, provided that any such proxy shall be in writing, signed by

the member, dated and delivered to a member of the Board of Directors of the Corporation, at least twenty-four (24) hours before the membership meeting.

ARTICLE XIII.

Suspension of service to any member of the Corporation shall be permitted only for the period of time in which bills due the Corporation from a member have not been paid, and then only in compliance with the provisions of the By-Laws of this Corporation. Restoration of services to any member to whom services have been suspended, shall be promptly restored upon payment of arrearages.

IN WITNESS WHEREOF, the Incorporator has set his hand and seal, this 13th day of June, 1986.


GENE E. ANDERSON

STATE OF IDAHO)
) ss.
County of Jerome)

On this 13th day of June, 1986, before me, the undersigned, a Notary Public in and for said County and State, personally appeared GENE E. ANDERSON, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he executed the same.

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


NOTARY PUBLIC for Idaho