

**ARTICLES OF INCORPORATION
OF
ROSEMARY ROW CONDOMINIUM ASSOCIATION, INC.
AN IDAHO NON-PROFIT CORPORATION**

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SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL PERSONS BY THESE PRESENTS that J. Gary Brookover, being over the age of eighteen (18) years, and for the purposes of forming a corporation under the Idaho Nonprofit Corporation Act, hereby certifies and adopts the following articles of incorporation.

**ARTICLE I
Name**

The name of the corporation (hereinafter referred to as the "Association") is Rosemary Row Condominium Association, Inc.

**ARTICLE II
Duration**

The duration of the Association shall be perpetual.

**ARTICLE III
Purposes and Powers**

The Association is not organized for profit, and no part of its gains or earnings shall inure to its members. The specific primary purposes for which the Association is formed is to serve as the management body for and to administer the condominium project known as Rosemary Row Condominiums, located in Boise, Ada County, Idaho (hereinafter referred to as the "Project") and any additions thereto, and to promote the health, safety and welfare of the owners of condominiums in the Project. Any additions to the Project may be brought within the jurisdiction of the Association in accordance with the Association's bylaws and any condominium declaration of the Project, as such declaration may be amended from time to time (collectively, the "Declaration").

In furtherance of the foregoing purposes, and subject to such conditions as may be required by applicable law, the Declaration, or the Association's bylaws, the Association shall have the powers to:

(a) Exercise all powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration, the bylaws, or applicable law;

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(b) Fix, levy, collect, and enforce assessments and fines in a fair and equitable fashion, and secure the payment of assessments and fines through liens upon real property as allowed under applicable law;

(c) Pay all expenses and obligations incurred by the Association in the conduct of its business including, without limitation, all licenses, taxes or governmental charges levied or imposed against the Association's property;

(d) Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, exchange, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

(e) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of the Association's real or personal property as security for money borrowed or debts incurred; and

(f) Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Nonprofit Corporation Act may by law now or hereafter have or exercise, subject only to limitations contained in the Declaration and the Association's bylaws.

ARTICLE IV

Membership

Membership shall be appurtenant to and may not be separated from ownership of a unit of the Project. Every owner of a fee simple interest of record of any unit of the Project and every seller under an executory contract of sale of any unit in the Project shall be a member of the Association; provided, however, that any party having an interest in the Project or any portion thereof merely as security for the performance of an obligation shall not be a member of the Association.

ARTICLE V

Board of Directors

The affairs of the Association shall be managed by a Board of Directors (collectively, the "Board"). The Board shall consist of no fewer than three (3) persons. The names and addresses of the persons comprising the initial Board are:

- (1) J. Gary Brookover
5078 N. Arrowcrest Way
Boise, Idaho, 83703

- (2) Kelly Stover
921 E. Boise Avenue
Boise, Idaho, 83706
- (3) Amanda Cutter
1033 E. Hearthstone Drive
Boise, Idaho, 83702

ARTICLE VI **Registered Office and Registered Agent**

The street address of the registered office of the Association is: 5078 N. Arrowcrest Way, Boise, Idaho, 83703, and the name of the Association's registered agent at such address is: J. Gary Brookover.

ARTICLE VII **Association's Business Address**

The mailing address of the Association shall be: 5078 N. Arrowcrest Way, Boise, Idaho, 83703.

ARTICLE VIII **Dissolution**

In the event of dissolution, liquidation, or winding up of the Association (collectively, "**Dissolution**"), none of the property or proceeds of the Association shall be distributed to or divided among any members of the Board or inure to the benefit of any individual. After all liabilities and obligations of the Association have been paid and discharged, all remaining property and assets of the Association shall be distributed as follows:

(a) Pursuant to a plan of distribution adopted as provided by the Idaho Nonprofit Corporation Act, as the same exists at the time of Dissolution; or

(b) If there is no appropriate plan of distribution, as a court of competent jurisdiction may direct; provided, however, that such property and assets shall be distributed only to: (i) one or more entities described in Section 501(c)(3) of the Internal Revenue Code, or (ii) an appropriate public agency to be used for purposes similar to those for which the Association was created.


ARTICLE IX
Amendment

These Articles of Incorporation may be amended only by the vote or written assent of not less than two-thirds (2/3) of a quorum of the voting power of the members as provided in the bylaws.

ARTICLE X
Incorporator

The name and address of the incorporator of the Association are: J. Gary Brookover, 5078 N. Arrowcrest Way, Boise, Idaho, 83703.

FOR THE PURPOSE of forming the Association, the undersigned incorporator has executed these Articles of Incorporation this 29th day of April, 2008.



J. Gary Brookover
Incorporator