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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

THE TREE FARM COMMUNITY ASSOCIATION, INC.

KNOW ALL PERSONS BY THESE PRESENTS:

The undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Idaho in compliance with the provisions of Title 30, Chapter 3, Idaho Code, does hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be THE TREE FARM COMMUNITY ASSOCIATION, INC. (the "Community Association").

ARTICLE II

TERM

The period of existence and duration of the life of the Community Association shall be perpetual.

ARTICLE III

NON-PROFIT

The Community Association shall be a non-profit, membership corporation.

ARTICLE IV

REGISTERED AGENT

The location and street address of the initial registered office of the Community Association shall be 3138 South Bown Way, Boise, Idaho 83706, and Derick O'Neill is hereby appointed the initial registered agent of the Community Association.

ARTICLE V

PURPOSE AND POWERS OF THE COMMUNITY ASSOCIATION

The Community Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which the Community Association is formed are to exercise all of the powers and privileges and to perform all of the Community Association's duties and obligations as set forth in The Tree Farm Master Declaration of Covenants, Conditions and Restrictions, recorded in the official records of Ada County, Idaho, as Instrument No. 108098132, as amended and supplemented from time to time (the "Master

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Declaration"), and the Community Documents identified therein, including, without limitation, the following powers:

(A) Fix, levy, collect and enforce payment by any lawful means of all charges or Assessments pursuant to the terms of the Master Declaration and all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Community Association;

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

(C) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(D) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property, provided that any such merger, consolidation or annexation shall comply with the requirements of the Master Declaration; and

(E) 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 Bylaws, the Master Declaration, the Community Documents and any amendments and supplements thereto.

ARTICLE VI **MEMBERSHIP AND VOTING**

During the existence of this corporation, every Owner, including Declarant, shall be a Member of the Community Association. The voting rights of the Members shall be as set forth in the Master Declaration.

ARTICLE VII **BOARD OF DIRECTORS**

The affairs of the Community Association shall be controlled by the Board of Directors (individually "Directors") to carry out all of the powers and duties of the Community Association as set forth herein. The Board of Directors shall consist of as many Directors as there are Delegates to the Community Association as set forth in the Master Declaration, but in no event shall there be less than three (3) Directors. All Directors, other than the initial Directors specified herein, shall be Members of the Association. The names and addresses of the Persons who are to act in the capacity of Directors until the selection of their successors are as follows:

Derick O'Neill

3138 South Bown Way
Boise, Idaho 83706

Steve Lester

3138 South Bown Way
Boise, Idaho 83706

Cynthia A. Melillo

601 W. Bannock Street
Boise, Idaho 83702

ARTICLE VIII **ASSESSMENTS**

Each Member shall be liable for the payment of Assessments pursuant to the Master Declaration and as set forth in the Bylaws of the Community Association.

ARTICLE IX **BYLAWS**

The Bylaws of this Community Association may be altered, amended, or new Bylaws adopted at any regular meeting, or any special meeting of the Community Association called for that purpose, by the affirmative vote of more than fifty percent (50%) of the total voting power of the Community Association as cast by the Delegates. For the purpose of specifying in detail the rights, responsibilities, duties and obligations of the Board of Directors, the officers, employees and agents of the Community Association, and the Members for the payment of Assessments, the Bylaws may incorporate by reference the provisions of the Master Declaration.

ARTICLE X **DISSOLUTION**

The Community Association shall only be dissolved at a regular meeting, or a special meeting of the Community Association called for that purpose, by the affirmative votes of no less than two-thirds of the total voting power of the Community Association. Upon dissolution of the Community Association, other than incident to a merger or consolidation, the real property and other assets of the Community Association shall be distributed as follows: (i) dedicated to an appropriate public agency to be used for purposes similar to those for which the Community Association was created; or (ii) granted, conveyed and assigned to a non-profit corporation, association, trust or other organization to be devoted to such similar purposes. Notwithstanding any other provisions of these Articles, the Community Association shall not carry on any other activities not permitted by any organization exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law).

ARTICLE XI **AMENDMENTS**

Amendment of these Articles of Incorporation may be made at any regular meeting, or any special meeting of the Community Association called for that purpose, by the affirmative vote of more than two-thirds (2/3) of the total voting power of the Community Association as cast by the Community Association Delegates, and, if required by the Master Declaration, the consent of holders of first mortgages on Lot(s) who have requested in writing that the Community Association provide them notice of proposed actions which affect their interests.

No amendment which is inconsistent with the provisions of the Master Declaration or the Community Documents shall be valid.


ARTICLE XII
MEANING OF TERMS

Except as otherwise defined herein, all terms appearing herein initially capitalized shall have the same meanings as are ascribed to such terms in the Master Declaration.

ARTICLE XIII
INCORPORATION

Cynthia A. Melillo shall be the incorporator of the Community Association.

IN WITNESS WHEREOF, I have hereunto set my hand and seal effective this 2nd day of October, 2008



Cynthia A. Melillo, Incorporator