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ARTICLES OF INCORPORATION

OF

GARTNER PROPERTIES CONDOMINIUM OWNER ASSOCIATION, INC. A NONPROFIT CORPORATION

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The undersigned, in order to form a corporation under the provisions of Title 30, Chapter 30 of the Idaho Code, hereby adopts and certifies the following articles of incorporation:

Article I – Name

The name of this corporation is Gartner Properties Condominium Owner Association, Inc. (hereinafter, the “Corporation”).

Article II – Membership

The Corporation is a nonprofit, membership corporation.

Article III – Registered Agent

The street address of the registered office of this Corporation in the State of Idaho is 1890 E. 3500 N., Filer, ID 83328. The name of its registered agent at such address is Stephanie Gartner.

Article IV – Incorporator

The name and mailing address of the incorporator is:

Stephanie Gartner
1890 E. 3500 N.
Filer, ID 83328

Article V – Mailing Address

The mailing address of the Corporation is 1890 E. 3500 N., Filer, ID.

Article VI – Purpose

The Corporation is formed to provide for certain regulations in connection with the development of the property (the “Property”) subject to the Condominium Declaration for Gartner Properties Condominium recorded or to be recorded in the official records of Twin Falls County, Idaho (the “Declaration”); and to promote the health, safety and welfare of the residents within the Property by exercising those powers granted by the Idaho Nonprofit Corporation Act, these Articles, the by-laws of the Corporation, the Declaration and the amendments or

supplements thereto, including the power to collect assessments from members and to secure any such assessments by a lien upon real property to which membership rights are appurtenant.

Article VII – Duration

The Corporation shall have a perpetual duration.

Article VIII – Members

Each person or entity holding fee simple interest of record to a Unit (as such term is defined in the Declaration) which is part of the Property (including sellers under executory contracts for sale, but excluding those having such interest merely as security for the performance of any obligation) shall be a member of the Corporation. There shall be one (1) membership in the Corporation for each Unit located in the Property. Membership shall be appurtenant to and may not be separated from ownership of any Unit located in the Property.

Article IX – Initial Board of Directors

The affairs of this Corporation shall be managed by a Board of Directors of at least three (3) directors chosen as determined in the by-laws of the Corporation.

The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Stephanie Gartner
1890 E. 3500 N.
Filer, ID 83328

Heath Gartner
1890 E. 3500 N.
Filer, ID 83328

Roy Gartner
2456 Homeplace Court
Twin Falls, ID 83301

Article X – By-Laws

In furtherance and not in limitation of the power conferred upon the board of directors by law, the board of directors shall have the power to make, adopt, alter, amend and repeal from time to time by-laws of the Corporation, subject to the provisions of the Declaration and the right of the members entitled to vote with respect thereto to alter and repeal by-laws made by the board of directors.

Article XI – Assessments

Each member of the Corporation shall be liable for payment of assessments as set forth in the Declaration or the by-laws of the Corporation.

Article XII – Limitation of Liability

A director or officer of the Corporation shall not be liable to the Corporation or its members for monetary damages for any action taken, or any failure to take any action, as a director or officer, except to the extent that exculpation from liability is not permitted under the law of the State of Idaho as in effect at the time such liability is determined. No amendment or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

Article XIII – Indemnification

The Corporation shall, to the maximum extent permitted from time to time under the law of the State of Idaho, indemnify and upon request advance expenses to any person who is or was a party or is threatened to be made a party to any threatened, pending or completed proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was or has agreed to be a director or officer of the Corporation or while a director or officer is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of any corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against judgments, settlements, penalties, fines, including any excise tax assessed with respect to any employee benefit plan, and reasonable fees and expenses (including attorney fees and expenses) incurred with respect to the investigation, preparation to defend or defense of such proceeding; *provided, however*, that indemnification under this Article shall be available only if (i) the director or officer, at the time of such act or omission, determined in good faith that his or her course of conduct was in, or not opposed to, the best interest of the Corporation, and (ii) the act or omission did not constitute fraud, gross negligence or willful misconduct; and *provided, further*, that the foregoing shall not require the Corporation to indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. Such indemnification shall not be exclusive of other indemnification rights arising under any by-law, agreement, vote of directors or members or otherwise and shall inure to the benefit of the heirs and legal representatives of such person. Any person seeking indemnification under this Article shall be deemed to have met the standard of conduct required for such indemnification unless the contrary shall be established. Any repeal or modification of this Article shall not adversely affect any right or protection of a director or officer of the Corporation with respect to any acts or omissions of such director or officer occurring prior to such repeal or modification.

Article XIV – Dissolution

Upon the dissolution of the Corporation, the Corporation's assets shall be distributed to the members of the Corporation pro rata in accordance with their respective membership interests.

THE UNDERSIGNED, as the sole incorporator named above, hereby adopts and certifies the articles stated above as of March 5, 2025.


Stephanie Gartner
Sole Incorporator