

71047

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

COVENTRY NEIGHBORHOOD 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 COVENTRY NEIGHBORHOOD 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: January 16, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Shirley J. Clark

Corporation Clerk

ARTICLES OF INCORPORATION
OF **JAN 16 2 45 PM '92**
SECRETARY OF STATE
COVENTRY NEIGHBORHOOD ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, being of full legal age and a citizen of the United States and of the State of Idaho, does hereby certify that the purpose of these Articles is to form a nonprofit cooperative association or corporation under the laws of the State of Idaho pertaining thereto and the undersigned hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is COVENTRY NEIGHBORHOOD ASSOCIATION, INC. (hereafter called the *Association*).

ARTICLE II

REGISTERED OFFICE

The principal address and initial registered office of the Association is 2304 North Cole Road, Suite A, Boise, Idaho 83704.

ARTICLE III

REGISTERED AGENT

J. Ramon Yorgason, whose address is 2304 North Cole Road, Suite A, Boise, Idaho 83704, is hereby appointed the initial registered agent of this Association.

ARTICLE IV.

PURPOSES AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof and is formed specifically to provide for the maintenance, preservation and architectural control of residential lots within the following described real properties, to-wit:

Coventry Manor Subdivision as presently recorded or as hereafter amended, including any additions thereto approved and recorded with the Ada County Recorder's office.

And further to promote the health, safety and welfare of the residents within the above-described properties and any additions thereto as may hereafter be brought within the jurisdiction of this Association for the purpose to:

4.1 Exercise all of the powers and privileges and to perform all of the duties and obligations of the Grantor as set forth in that certain Declaration of Covenants, Conditions and Restrictions, recorded in the office of the County Recorder of Ada County, Idaho, as Instrument No. 8909925, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

4.2 Fix, levy and collect payment of dues, to pay all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the properties of the Association;

4.3 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 Association;

4.4 Borrow money and, with the assent of two-thirds (2/3) of the members, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurring;

4.5 Dedicate, sell or transfer all or any part of any common area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members agreeing to such dedication, sale or transfer;

4.6 Participation in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex such merger, consolidation or annexation shall required the assent of two-thirds (2/3) of the members;

4.7 Have and exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Idaho, as now in existence or hereafter amended.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to covenants of record on the properties described herein, or hereafter annexed, is eligible to be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to covenants of record.

ARTICLE VI

VOTING RIGHTS

The Association shall have one class of voting membership. Members shall all be owners who are paid up members of the Association and shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be

members. The vote for such Lot shall be exercised as they determine but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors consisting of three (3) directors who must also be members of the Association. The number of directors may be changed from time to time by amendment to the Bylaws 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 and who constitute the corporation's initial incorporators are:

NAME	ADDRESS
J. Ramon Yorgason	2304 North Cole, Suite A Boise, Idaho 83704
Marilyn Yorgason	2304 North Cole, Suite A Boise, Idaho 83704
Jim Titmus	2304 North Cole, Suite A Boise, Idaho 83704

At the first annual meeting, the members shall elect three directors for a term of one year each, and three directors shall be elected at each annual meeting thereafter.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by all of the members or upon a vote of a majority of members at a meeting called for the purpose of dissolving the Association. Upon dissolution of the Association, other than incident to a merger

or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of two-thirds (2/3) of the entire membership.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator of the Corporation is:

Rodney T. Buttars
960 Broadway, Suite 230
Boise, Idaho 83706

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 26th day of August, 1991.



RODNEY T. BUTTARS

STATE OF IDAHO)
) ss.
County of Ada)

On this 26th day of August, 1991, before me, the undersigned, a notary public in and for said state, personally appeared RODNEY T. BUTTARS, who, being by me first duly sworn, declared that he is the incorporator of Coventry Manor Subdivision and Neighborhood Association, Inc., that he signed the foregoing document as such incorporator and that the statements therein contained are true.

Neil M. Lenzard
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires 8-21-93



State of Idaho

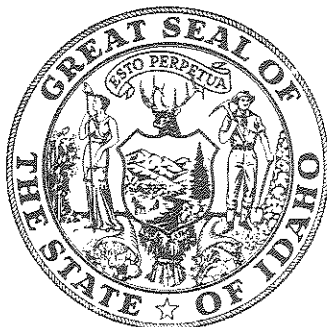
Department of State

CORPORATION REINSTATEMENT CERTIFICATE

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, do hereby certify that **COVENTRY NEIGHBORHOOD ASSOCIATION, INC.**, file number **C 97357**, a corporation organized under the laws of the State of Idaho, was forfeited on December 1, 1992, for failure to file the required annual report form by the date due.

I FURTHER CERTIFY That the corporation has on October 23, 1998, been reinstated on the records of this office, and that its corporate powers or its right to do business in the State of Idaho are hereby restored.

Dated: October 23, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By _____

[Signature]

REINSTATEMENT

No. C 97357 Return to: SECRETARY OF STATE 700 WEST JEFFERSON P.O. BOX 83720 BOISE, ID 83720-0080 \$30.00 FEE DUE FORFEITED 12/01/1992	Annual Report Form 1. Mailing Address - Please Correct, if Not Correct COVENTRY NEIGHBORHOOD ASSOCIATION, INC. J RAMON YORGASON Box 3069 2304 N COLE RD STE A BOISE ID 83704 83703	2. Registered Agent and Office NOT A P.O. BOX Jerry Helgeson J RAMON YORGASON 2304 N COLE RD STE A BOISE ID 83704 83703 5306 N. Hertford Way 3. Organized Under the Laws of: IDAHO																								
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)																										
<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Office Held</th> <th style="text-align: left; border-bottom: 1px solid black;">Name</th> <th style="text-align: left; border-bottom: 1px solid black;">Street or P.O. Address</th> <th style="text-align: left; border-bottom: 1px solid black;">City</th> <th style="text-align: left; border-bottom: 1px solid black;">State</th> <th style="text-align: left; border-bottom: 1px solid black;">Zip</th> </tr> </thead> <tbody> <tr> <td>President</td> <td>Jerry Helgeson</td> <td>5306 N. Hertford Way</td> <td>Boise</td> <td>ID</td> <td>83703</td> </tr> <tr> <td>V-President</td> <td>Mark Heilman</td> <td>5175 N. Edinburgh Way</td> <td>Boise</td> <td>ID</td> <td>83703</td> </tr> <tr> <td>Compliance Officer</td> <td>Philip Scott</td> <td>6456 W. Outlook</td> <td>Boise</td> <td>ID</td> <td>83703</td> </tr> </tbody> </table>			Office Held	Name	Street or P.O. Address	City	State	Zip	President	Jerry Helgeson	5306 N. Hertford Way	Boise	ID	83703	V-President	Mark Heilman	5175 N. Edinburgh Way	Boise	ID	83703	Compliance Officer	Philip Scott	6456 W. Outlook	Boise	ID	83703
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5. Signature of New Registered Agent Jerry Helgeson 5306 N. Hertford Way Boise, ID 83703	6. Signature <u>Jerry Helgeson</u> Date <u>10-20-98</u> Name (Typed or Printed) <u>Jerry Helgeson</u> Title <u>President</u>																									

INSTRUCTIONS FOR THE IDAHO ANNUAL REPORT FORM

- 1.) Please pay special attention to the mailing address. If it is incorrect, please make the appropriate corrections.
NOTE: The name of the business entity cannot be altered on the annual report form.
- 2.) If the registered agent has changed or moved, please make that correction on this form. The registered agent must be found IN IDAHO at a PHYSICAL ADDRESS. PO Boxes WILL NOT be accepted. If report is for a Limited Liability please refer to #4 below.
- 3.) Corporation: Enter names and addresses of ONLY the president, secretary, and directors in block 4.
 Limited Liability Company: Enter the names and addresses of the managers or members in block 4.
NOTE: Putting "same as last year" WILL NOT be accepted.
- 4.) Limited Liability Company: If the registered agent has been changed in block 2, then the NEW registered agent must accept that position by signing in block 5.
- 5.) Corporation: Block 6 must be signed by an officer or chairman of the board of the corporation. Signer must specify his or her title.
 Limited Liability Company: Block 6 must be signed by a manager or member, who must specify his or her title.
- 6.) If new registered Agent, please sign block 5.