

**ARTICLES OF INCORPORATION
OF
LATIGO PLACE COMMUNITY ASSOCIATION, INC.**

KNOW ALL PERSONS BY THESE PRESENTS:

The undersigned, for the purpose of forming a nonprofit corporation under the laws of the State of Idaho in compliance with the Idaho Nonprofit Corporations Act (Title 30, Chapter 30, Idaho Code), does hereby certify, declare, and adopt the following Articles of Incorporation (“**Articles**”):

ARTICLE I
NAME

The name of the corporation is Latigo Place Community Association, Inc. (the “**Association**”).

ARTICLE II
TERM

The period of existence and duration of the life of the Association is perpetual.

ARTICLE III
NONPROFIT

The Association is a nonprofit, membership corporation.

ARTICLE IV
REGISTERED AGENT

The location and street address of the initial registered office of the Association is 601 W. Bannock Street, Boise, Idaho 83702, and Givens Pursley Corporate Services LLC is hereby appointed the initial registered agent of the Association.

ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION

The Association is formed to exercise all powers and privileges, and to perform all of the duties and obligations, of the Association as set forth in the Declaration of Covenants, Conditions, Restrictions, and Easements for the Latigo Place Community, as the same is now or hereinafter recorded in the official records of Ada County, Idaho, and as the same may be amended and supplemented from time to time according to its terms (the “**Declaration**”). The Declaration is incorporated by this reference as if fully set forth herein. Capitalized terms used and not defined in these Articles have the meanings set forth in the Declaration. The Association does not contemplate pecuniary gain or profit to the Members.

ARTICLE VI
MEMBERSHIP & VOTING RIGHTS

During the existence of this corporation, every Owner, including Grantor, shall be a Member of the Association. No Owner shall have more than one membership in the Association for each Lot owned. The Association shall have two (2) classes of memberships as follows:

(a) Class A Members. “**Class A Members**” shall be the Owners of the Lots, with the exception of the Grantor for so long as the Class B Member exists. Upon the Class B Member Termination Date (defined below), at all meetings of the Association each Member will be entitled to one (1) vote for each Lot owned by such Member. Prior to the Class B Termination Date, Class A Members are not entitled to vote.

(b) Class B Member. The “**Class B Member**” is Grantor, who shall be the sole voting Member of the Association entitled to vote the collective voting power of the Association from the Effective Date through and including the Class B Member Termination Date (the “**Initial Development Period**”). The Class B Member shall cease to exist upon the earlier to occur of the following: (a) Grantor no longer owns any Lots within the Community (including Lots annexed into the Community in the future pursuant to the terms of this Declaration); or (b) Grantor informs the Board, in a writing recorded in the real property records of Ada County, Idaho, that Grantor no longer wishes to exercise its rights as the Class B Member (as applicable, the “**Class B Member Termination Date**”).

ARTICLE VII BOARD OF DIRECTORS

The affairs of the Association is managed and controlled by the Board of Directors (the “**Board**”). The Board will consist of not less than three (3) directors and no more than five (5) directors. Directors need not be Owners. The names and addresses of the persons who are to act in the capacity of initial directors until the selection of their successors are as follows:

James D. Conger	4824 W. Fairview Ave. Boise, Idaho 83706
Dianne Jossis	4824 W. Fairview Ave. Boise, Idaho 83706
James Neylan	4824 W. Fairview Ave. Boise, Idaho 83706

ARTICLE VIII DISSOLUTION

The Association will only be dissolved at a regular meeting, or a special meeting of the Association called for that purpose, by the affirmative votes of at least eighty-five percent (85%) of the total voting power of the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the real and personal property of the Association will be distributed as follows: (i) dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created; or (ii) granted, conveyed, and assigned to a nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. Notwithstanding any other provisions of these Articles, the Association will 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 IX AMENDMENTS

These Articles may be amended at any regular meeting, or any special meeting of the Association called for that purpose, by the affirmative vote of at least sixty-five percent (65%) of the total voting power of the Association, subject to Grantor's exclusive voting right during the Initial Development Period. No amendment that is inconsistent with the provisions of the Declaration will be valid.

ARTICLE X
INCORPORATOR

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

James D. Conger
4824 W. Fairview Ave.
Boise, Idaho 83706

IN WITNESS WHEREOF, these Articles are executed effective this 28 day of May,
2020.



James D. Conger, Incorporator