

**ARTICLES OF INCORPORATION
OF
WELLING SUBDIVISION HOMEOWNERS ASSOCIATION, INC.
(an Idaho nonprofit corporation)**

I, the undersigned, desiring to form a corporation pursuant to the Idaho Nonprofit Corporation Act, Idaho Code Ann. §§ 30-3-1 et seq. ("Act"), do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Welling Subdivision Homeowners Association, Inc. ("Association").

ARTICLE II

The purposes of the Association, which is organized as a nonprofit corporation, shall be to:

a. exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Welling Subdivision, which has been or will be recorded in the Office of the Recorder of Fremont County, Idaho, as the same may be amended from time to time as therein provided ("Declaration") for the real property "Property" governed by the Declaration;

b. to acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property, including without limitation, any areas and easements as set forth in the Declaration, in connection with the affairs of the Association, subject to the limitations contained in the Declaration; and

c. to do everything necessary and proper for the accomplishment of the purposes enumerated in these Articles of Incorporation, or any amendment thereof, or necessary or incidental to the protection and benefit of the Association and, in general, to carry on any lawful business necessary or incidental to the attainment of the purposes of the Association, whether or not such business is similar in nature to the purposes set forth in the Articles of Incorporation of the Association, or any amendment thereof.

ARTICLE III

The Association is not organized for pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director or individual. The balance, if any, of all money received by the Association from its operations, after the payment in full of all debts and obligations of the Association of whatever kind or nature, shall be used and distributed exclusively for the purposes set forth in Article II hereof.

ARTICLE IV

The Board of Directors of the Association may designate such committee or committees as it determines in accordance with law to exercise such authority as the Board of Directors shall delegate in the resolution designating such committee or committees. The initial Board of Directors shall have at least five (5) directors. The names and addresses of the persons who are to serve as the initial directors until their successors are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
Dave Kvachkoff	P.O. Box 341, Island Park, Idaho 83429
Roger Tall	2001 So. Woodruff, Idaho Falls, Idaho 83404
Gary Haddock	1105 S. Pendlebury, Blackfoot, Idaho 83221
Jim Sparrow	4850 W. 4300 So., Westhaven, Utah 84401
Paul Smith	2002 Eagle Crest Drive, Draper, Utah 84020

ARTICLE V

The initial registered agent and registered address of the Association shall be Roger Tall whose address is 2001 S. Woodruff, Idaho Falls, Idaho 83404. The undersigned hereby accepts and acknowledges appointment as the initial registered agent of the Association and confirms that he meets the necessary requirements.

Roger Tall, Registered Agent

ARTICLE VI

In the event of the dissolution of the Association, or in the event it shall cease to carry out the objects and purposes herein set forth, all the business, property and assets of the Association shall be distributed in accordance with the Act as the same may be amended from time to time.

ARTICLE VII

The location and street address of the Association's initial principal office is 2001 S. Woodruff, Idaho Falls, Idaho 83404.

ARTICLE VIII

The Association has voting members. Every owner of a subdivided lot shall be a member of the Association. The rights and duties appertaining to membership in the Association shall be governed by the Declaration. Membership in the Association shall be mandatory, and not optional, and shall be appurtenant to and may not be separated from the ownership of a

subdivided lot. If title to a subdivided lot is held by more than one person, the membership appurtenant to such a subdivided lot shall be shared by all such persons in the same proportionate interest and by the same type of tenancy in which title to such a subdivided lot is held. No person or entity other than an owner of a subdivided lot may be a member of the Association. Membership in the Association shall begin immediately and automatically upon becoming an owner of a subdivided lot and shall cease immediately and automatically upon ceasing to be such an owner. The Association shall not have stock or issue shares. The number of votes allocated to each subdivided lot is set forth in the Declaration, and the number of votes allocated to each subdivided lot may be adjusted from time to time as set forth in the Declaration.

ARTICLE IX

Bylaws will be hereafter adopted. Such Bylaws may be amended or replaced, in whole or in part, in the manner provided therein, and the amendments to the Bylaws shall be binding upon all members.

ARTICLE X

Members of the Association shall be subject to fees, charges and assessments by the Association from time to time in accordance with the provisions of the Declaration. Each member shall be liable to the Association for payment of such fees, charges and assessments including, without limitation, transfer assessments. The officers, directors and members of the Association shall not be held individually or personally liable for the debts and obligations of the Association.

ARTICLE XI

The incorporator of the Association is the following:

<u>Name</u>	<u>Address</u>
Roger Tall	2001 So. Woodruff, Idaho Falls, Idaho 83404

IN WITNESS WHEREOF, the above-named incorporator has executed these Articles of Incorporation this ____ day of _____, 2007.

Roger Tall, Incorporator