

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

FOREST HILLS HOMEOWNERS' 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 FOREST HILLS HOMEOWNERS' 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: May 3, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

**ARTICLES OF INCORPORATION OF
FOREST HILLS HOMEOWNERS'
ASSOCIATION, INC.**

An Idaho Non-Profit Corporation

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons, of full age and citizens of the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a general, non-profit corporation pursuant to Chapter 3, Title 30, Idaho Code, and under all laws of the State of Idaho applicable to such corporations, and we do hereby execute, acknowledge and adopt these **ARTICLES OF INCORPORATION** in duplicate, certifying as follows:

**ARTICLE I
NAME**

The name of this corporation is and shall be: **FOREST HILLS HOMEOWNERS' ASSOCIATION, INC.**

**ARTICLE II
DURATION**

This corporation shall have perpetual existence.

**ARTICLE III
PURPOSES AND POWERS**

(a) The purposes for which said corporation is formed and organized are to maintain the common areas of the Woodland Meadows Subdivision, and generally, to manage the Subdivision in accordance with the provisions of the Declaration of Covenants, Conditions and Restrictions appurtenant thereto.

(b) To carry out these purposes, the corporation shall have the power to purchase or otherwise acquire real and personal property for the purposes of the corporation and to sell or otherwise acquire real and personal property for the purposes of the corporation and to sell or otherwise dispose of the same; to lend money and to borrow money for the purposes for which the corporation is organized, and to secure the payment of money borrowed by mortgage or liens upon the property of the corporation; to receive donations, contributions, gifts, legacies and bequests; to manage and invest the funds of the corporation and generally, without limitation, to exercise all of the powers granted by law to corporations of this character.

**ARTICLE IV
NONPROFIT PURPOSE**

The corporation is formed exclusively for purposes for which a corporation may be formed under the provisions of Chapter 3, Title 30, Idaho Code, and not for pecuniary profit or financial

gain. No part of the assets, income or profit of the corporation shall be distributable to or inure to the benefit of its members, directors or officers, except to the extent permitted under said law, and it will not engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit.

ARTICLE V LOCATION OF REGISTERED OFFICE AND REGISTERED AGENT

The location and mailing address of the registered office of the corporation is 2850 Seltice Way (Box 6600), Coeur d'Alene, Idaho 83814, and the registered agent of the corporation is James M. English at that same address.

ARTICLE VI ORGANIZATION

The corporation is to be organized upon a nonstock certificate membership basis. Such memberships shall be non-redeemable, nontransferrable and nondividend bearing. There shall be two (2) classes of membership, as follows:

Class A: Class A members shall be all owners of lots within Forest Hills, with the exception of the Developer (Idaho Forest Industries, Inc.), and shall be entitled to one (1) vote for each lot owned.

Class B: Class B members shall be the Developer (Idaho Forest Industries, Inc.). Upon the first sale of a lot to an owner, the Developer shall thereupon be entitled to five (5) votes for each lot owned by the Developer. This Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership exceed the total votes outstanding in the Class B membership.

The qualifications and dues for membership shall be specified in the Bylaws of the corporation.

ARTICLE VII INCORPORATORS

The names and addresses of the incorporators are as follows:

James M. English	2850 Seltice Way Coeur d'Alene, ID 83814
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Pat Jensen	2850 Seltice Way Coeur d'Alene, ID 83814
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ARTICLE VIII DIRECTORS

The number, terms of office, manner of election, time and


place and manner of calling meetings, and the powers and duties of the directors of the corporation shall be prescribed by the Bylaws, except that there shall not be less than 3 directors, each of whom shall be elected for a one (1) year term. The following persons are named by the undersigned incorporators to serve as directors of the corporation until the first annual meeting of members:

James M. English, 2850 Seltice Way, Coeur d'Alene, ID 83814
Pat Jensen, 2850 Seltice Way, Coeur d'Alene, ID 83814
James Fullmer, 2850 Seltice Way, Coeur d'Alene, ID 83814

ARTICLE IX
POWERS OF THE BOARD OF DIRECTORS

The Board of Directors of the corporation shall have the power to adopt, repeal and amend the Bylaws and adopt new Bylaws in accordance with the provisions of Idaho Code §30-309 as now in effect or as hereafter amended and as provided by said Bylaws.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals this 29 day of April, 1993.



JAMES M. ENGLISH



PAT JENSEN

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