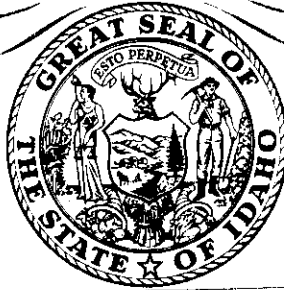


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

COEUR d'ALENE LAKE PROPERTY OWNERS AND TAXPAYERS ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **November**, A. D. One Thousand Nine Hundred **Sixty-four** and **will be** duly recorded on ~~film~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Coeur d'Alene** in the County of **Kootenai** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **27th** day of **November**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION
of
**COEUR d' ALENE LAKE PROPERTY OWNERS AND TAXPAYERS
PROTECTIVE ASSOCIATION, INC.**

WE, the undersigned persons of the age of 21 years or more, acting as incorporators of a corporation under the provisions of Title 30, Chapter 10 of the Idaho Code, adopt the following Articles of Incorporation for such corporation:

- FIRST: The name of the corporation is the COEUR d' ALENE LAKE PROPERTY OWNERS AND TAXPAYERS PROTECTIVE ASSOCIATION, INC.
- SECOND: The period of its duration is perpetual.
- THIRD: The purposes for which this corporation is organized are to form an association of owners of property in the waters and lands of Coeur d' Alene Lake drainage area in Idaho and to promote the sound and progressive development of the waters of said lake, its tributaries and lakeshore property; to protect established rights to the use of lake-shore property; to encourage development of lake-shore property, installation of navigational aids and all other developments that will improve the lake and enhance property values of contiguous property; to promote all forms of water safety, safety education, safety rules and regulations and the enforcement thereof; to oppose discriminatory treatment of lake-shore or Coeur d' Alene Lake drainage area property owners by taxing or other public authority; and generally to take any and all action deemed advisable by the corporation to represent the common interests of the owners of property on Lake Coeur d' Alene and its drainages.
- FOURTH: The conditions and regulation of membership and the rights and other privileges of the classes of members shall be determined and fixed by the By-Laws provided that the rights and interests of all members shall be equal; and no member can have or acquire a greater interest therein than any other member; the dues to be paid by each member and the procedure for terminating membership shall likewise be fixed by the By-Laws.
- FIFTH: The address of the registered office of the corporation is Professional Office Building, 600 Sherman Avenue, Coeur d' Alene, Idaho, and the name of its initial registered agent is D. H. CAMP.

SIXTH: The number of Directors of said Corporation shall be not less than seven (7) nor more than twenty-four (24), subject to the provisions of the By-Laws; and an Executive Committee of said Directors may be established by the By-Laws. The names and addresses of the persons who are to serve as Directors until the first annual meeting of members, or until their successors are elected and qualified are:

Henry L. Day, P.O. Box 1010, Wallace, Idaho.
Harry F. Magnuson, Scott Bldg., Wallace, Idaho.
O.A. Scott, 712 Foster Ave., Coeur d' Alene, Idaho.
E. Glenn Harman, 1114 Old National Bank Bldg.,
Spokane, Washington.
Fred Murphy, Marine Route, Casco Bay, Coeur d'
Alene, Idaho.
Wm. S. Hawkins, Elder Bldg., Coeur d' Alene, Idaho.
Howard Mansfield, 3608 N. Sargent, Spokane, Wash.
Duane B. Hagadone, c/o Coeur d' Alene Press,
Coeur d' Alene, Idaho.
John Pointer, P. O. Box 54, Coeur d' Alene, Idaho.
Clare E. Turner, Paulsen Bldg., Spokane, Wash.
O. B. Scott, 204 Oregon, Kellogg, Idaho.

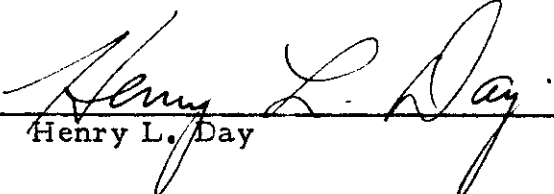
SEVENTH: In the event of dissolution of this corporation, the disposition of assets or property shall be determined at the time of such dissolution by the Board of Directors, provided that such assets or property may be transferred only to a non-profit corporation or an agency of government having objects and purposes similar to those to which this association is devoted: PROVIDED further, that in no event shall any of the assets or property of this association, or the proceeds of any of said assets or property, in the event of dissolution thereof go or be distributed to members either for the reimbursement of any sum subscribed, donated or contributed by such members or for any other purpose; it being the intent that in the dissolution of this association, or upon its ceasing to carry out the objects and purposes herein set forth, the property and assets then owned by the association shall be devoted to the carrying on of the function and purposes of a non-profit lake property owners and taxpayers protective organization, as the Board of Directors shall determine and direct.


EIGHTH: The name and address of each incorporator is as follows:


Henry L. Day, P. O. Box 1010, Wallace, Idaho,
Harry F. Magnuson, Scott Bldg., Wallace, Idaho.
C. A. Scott, 712 Foster Ave., Coeur d' Alene, Idaho.
E. Glenn Harmon, 1114 Old National Bank Bldg.,
Spokane, Washington.
Fred Murphy, Marine Route, Casco Bay, Coeur d'
Alene, Idaho.

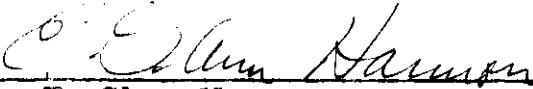
Wm. S. Hawkins, Elder Bldg., Coeur d' Alene, Idaho.
Howard Mansfield, 3608 N. Sargent, Spokane, Wash.
Duane B. Hagadone, c/o Coeur d' Alene Press,
Coeur d' Alene, Idaho.
John Pointer, P. O. Box 54, Coeur d' Alene, Idaho.
Clare E. Turner, Paulsen Bldg., Spokane, Wash.
C. B. Scott, 204 Oregon, Kellogg, Idaho.

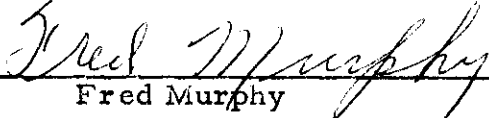
DATED this 24th day of November, 1964.

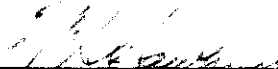

Henry L. Day

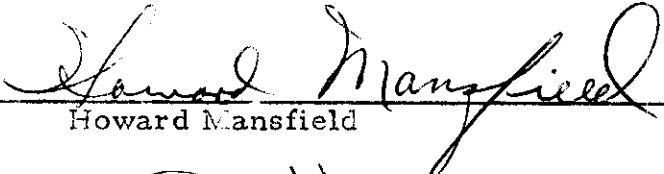

Harry F. Magnusen


O. A. Scott

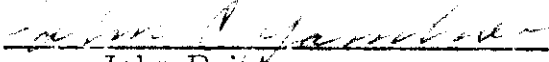

E. Glenn Harmon

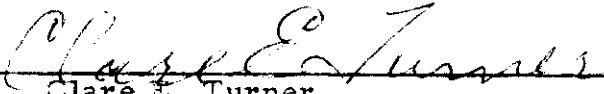

Fred Murphy



Wm. S. Hawkins


Howard Mansfield


Duane B. Hagadone


John Pointer


Clare E. Turner


C. B. Scott

STATE OF IDAHO)
) ss.
County of Shoshone)

On this 23rd day of November, 1964, before me, the undersigned Notary Public in and for the State of Idaho, appeared HENRY L. DAY, HARRY F. MAGNUSON and O. B. SCOTT, known to me to be the persons whose signatures appear on the foregoing instrument, and acknowledged to me that they had executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal the day and year first above written.

Kathryn G. Eichwald
Notary Public in and for the State of Idaho,
Residing in Wallace, Idaho.

My Commission Expires Mar. 10, 1966

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 19th day of November, 1964, before me, the undersigned Notary Public in and for the State of Idaho, appeared O. A. SCOTT, FRED MURPHY, DUANE B. HAGADONE, JOHN POINTER and WM. S. HAWKINS, known to me to be the persons whose signatures appear on the foregoing instrument, and acknowledged to me that they had executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal the day and year first above written.

Ruby Hiland
Notary Public in and for the State of Idaho,
Residing in Coeur d'Alene, Idaho.

My Commission Expires 8-25-66

STATE OF WASHINGTON)
) ss.
County of Spokane)

On this 24 day of November, 1964, before me, the undersigned Notary Public in and for the State of Washington, appeared E. GLENN HARMON, HOWARD MANSFIELD and CLARE E. TURNER, known to me to be the persons whose signatures appear on the foregoing instrument, and acknowledged to me that they had executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal the day and year first above written.

John E. Heath
Notary Public in and for the State of
Washington, Residing at Spokane, Wash.

My Commission Expires 11-12-66