

**ARTICLES OF INCORPORATION
OF
THE PONDS AT TWIN LAKES VILLAGE
CONDOMINIUM OWNERS, INC.**

**FILED EFFECTIVE
07 NOV -7 AM 10:14
SECRETARY OF STATE
STATE OF IDAHO**

KNOW ALL PERSONS BY THESE PRESENTS: That the undersigned, Boron Properties, a general partnership in good standing organized under the laws of the State of Washington, has this day formed this nonprofit organization without capital stock, under and pursuant to Title 30, Chapter 3 of the laws of the State of Idaho, and does with this make, acknowledge and declare the following to be the Articles of Incorporation.

ARTICLE ONE

The name of the corporation shall be:

THE PONDS AT TWIN LAKES VILLAGE CONDOMINIUM OWNERS, INC.

ARTICLE TWO

This corporation is a nonprofit corporation, and shall have no capital stock; and no dividends or pecuniary profits shall be declared to the members thereof. Every person or entity who is a Owner of record of any Unit in The Ponds at Twin Lakes Village Condominiums located within the County of Kootenai, State of Idaho shall be entitled to membership and voting rights within the Corporation in accordance with its Bylaws, subject to the conditions for Membership set forth in Article Five hereof. Membership in said Corporation is appurtenant to, and inseparable from, ownership of the Unit.

ARTICLE THREE

The duration of this Corporation is perpetual. If the Corporation is hereafter dissolved, the assets of the Corporation shall be transferred and dedicated to a nonprofit organization with similar purposes which qualifies in accordance with Section 5.01(c)(3) of the Internal Revenue Code, or to a political subdivision of the State of Idaho or governmental agency of the United States of America which designated transferee shall be included and set forth in the Articles of Dissolution.

ARTICLE FOUR

The objects and purposes for which this corporation is formed are as follows:

1. To provide an entity by which the rights and obligations granted to The Ponds at Twin Lakes Village Condominium Owners, Inc. may be administered;

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2. Perform all of the duties and obligations of the Corporation as set forth in that certain Declaration of The Ponds at Twin Lakes Village Condominiums, hereinafter referred to as "Declaration".

3. Fix, levy collect, and enforce assessments and fines as set forth in the Declaration or Bylaws, in a fair and equitable fashion and secure the payment of assessments through liens upon real property as allowed under Idaho law.

4. Pay all expenses and obligations incurred by the Corporation in the conduct of its business, including, without limitation, all licenses, taxes or governmental charges levied or imposed against the Corporation's property;

5. Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, exchange, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

6. Make contracts and incur liabilities, borrow money and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

7. Dedicate, sell, transfer or grant easements over all or part of any of the Corporation's property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members;

8. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional property to the property managed by the Corporation;

9. Litigate, mediate, arbitrate any and/or all corporate rights and obligations specified in law and/or by the Articles and Bylaws of the Corporation and/or Declaration of The Ponds at Twin Lakes Village Condominiums. This Corporation in addition to other provisions, may provide for the qualification of members, the terms and conditions of admission, the time, mode, condition and effect of expulsion or withdraw from restoration of membership, admission fees, charges and assessments; and for reimbursement for services rendered to and expenses incurred on behalf of the Corporation by any member or officer of the Corporation, and such other rules and regulations as are not repugnant to the laws of the State of Idaho; and

10. To undertake any such other purpose as deemed advisable or necessary by the Corporation in furtherance of the Corporation, and to undertake any and all such other acts which may be permitted by law.

ARTICLE FIVE

1. Non-Stock Corporation. Participation in management and ownership of the Corporation shall be by membership only. The Corporation shall issue no stock and shall have no shareholders.

2. Membership. The Owner of a Unit in The Ponds at Twin Lakes Village Condominiums shall automatically, upon becoming an owner of real property located in The Ponds at Twin Lakes Village Condominiums, be a member of the Corporation, and shall remain a member thereof until such time as his or her ownership ceases for any reason, at which time his or her membership in the Corporation shall automatically cease or in the event membership is suspended or terminated. Membership shall be in accordance with these Articles of Incorporation and the Bylaws of the Corporation. The Declarant shall obtain membership rights for each projected Unit as specified in the Declaration upon recording of the Declaration.

3. Transferred Membership. Membership in the Corporation shall not be transferred, pledged, or alienated in any way, except upon the transfer of the ownership of the Unit in The Ponds at Twin Lakes Village Condominiums to which it is appurtenant, and then only to the new owner. Any attempt to make a prohibited transfer is void. In the event the Owner of any Unit should fail or refuse to transfer the membership registered in his or her name to the purchaser of his or her Unit, the Corporation shall have the right and authority to transfer the membership to purchaser and to record the transfer upon the books; thereupon the old membership outstanding in the name of the seller shall be null and void.

ARTICLE SIX

The registered agent for the corporation shall be John F. Magnuson, Attorney at Law.

ARTICLE SEVEN

The registered office and initial mailing address of the Corporation shall be John F. Magnuson, Attorney at Law, P.O. Box 2350, 1250 Northwood Center Court, Suite A, Coeur d'Alene, Idaho 83814.

ARTICLE EIGHT

The Board of Directors of this corporation is specifically authorized to fix the amount of assessments and charges to the member and to determine or implement the method of collection thereof, and to make such charges and assessments payable at such time or intervals and upon such notice and such methods that the Directors may so prescribe.

ARTICLE NINE

Bylaws which are not inconsistent with the Articles of Incorporation may be adopted, altered, amended, or repealed at any regular meeting of the members, or at any special meeting of the members of the corporation called for that purpose by the affirmative vote of a majority of the members present at such meetings; provided, however, a quorum, which shall be twenty-five percent (25%) of eligible votes, shall be present through members and proxy.

ARTICLE TEN

Amendment of these Articles of Incorporation shall require an affirmative vote of not less than two-thirds (2/3) of all of the Unit Owners of record.

ARTICLE ELEVEN

The business of this Corporation shall be managed by a Board of Directors of not less than three (3) nor more than five (5) directors. The qualifications, terms of office, method of election, powers and duties of such directors shall be such as may be prescribed by law, these Articles and such Bylaws as may, from time to time, be enacted.

ARTICLE TWELVE

The following named persons shall serve as the Board of Directors until their successors are duly elected and qualified, to-wit:

Robin Bass
5218 Rice Road
Rathdrum, ID 83858

Robert A. Bonuccelli
P.O. Box 141449
Spokane, WA 99214

Mike Mongan
1472 Grandview Drive
Coeur d'Alene, ID 83815

ARTICLE THIRTEEN

The name and address of the incorporator is as follows:

John F. Magnuson, Attorney at Law
P.O. Box 2350
Coeur d'Alene, ID 83816-2350

IN WITNESS WHEREOF, I, the undersigned, being the attorney and limited agent for Boron

