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ARTICLES OF INCORPORATION
OF
THE SPIRES HOMEOWNER'S ASSOCIATION, INC.

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I. Name

The name of the Corporation is THE SPIRES HOMEOWNER'S ASSOCIATION, INC.

Article II. Nonprofit Status

The Corporation is a nonprofit corporation.

Article III. Period of Duration

The period of duration of the Corporation is perpetual.

Article IV. Registered Office and Agent

The location of the Corporation is in Sandpoint, Bonner County, Idaho. The address of the initial

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IDaho SECRETARY OF STATE
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registered office is Glades 2-B, 135 Northwest Passage Road, Sandpoint, Idaho, 83864, and the name of the initial registered agent at this address is R. Barclay Hutchison.

Article V. Purposes

The purposes for which the Corporation is organized is to operate and maintain a Homeowners' Association for the benefit of the lot owners within The Spires Planned Unit Development, the plat of which shall be recorded as part of the records of Bonner County, Idaho.

The purposes for which the corporation is organized and will be operated are as follows:

A. The maintenance and operation of roads, easements, open space, common area and public rights of way within the Planned Unit Development; the maintenance and operation of stormwater/erosion control features located within the common areas; the enforcement of the restrictions and covenants regarding use of the platted property.

B. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes and to transact any or lawful business for which corporations may be incorporated under the IDAHO NONPROFIT CORPORATIONS ACT.

Article VI. Members

The Corporation shall have members with each lot within said subdivision carrying with it one (1) vote.

The Corporation shall have members who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant to the Board of Directors of the Corporation. Any person may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors and upon meeting the qualifications for membership as set forth in the Bylaws of the Corporation.

Article VII. Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in

accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated by these Articles, the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
R. Barclay Hutchison	206 North Fourth Avenue, Suite 177, Sandpoint, ID 83864
Loreena A. Snyder	206 North Fourth Avenue, Suite 177, Sandpoint, ID 83864
Lou Ella Dillon	140 Christy Lane, Sandpoint, ID 83864

Article VIII. Membership Dues

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the

amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

Article IX. Distribution on Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation, unless other provisions have been made in the Bylaws, to one (1) or more persons described in Section 501(c)(3) of the Internal Revenue Code; or to its members or, if it has no members, to those persons whom the Corporation holds itself out as benefiting or serving.

Any assets not so distributed shall be distributed by the district Court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

Article X. Incorporator


The name and street address of the incorporator is
R. Barclay Hutchison Glades 2-B, 135 Northwest Passage
Road, Sandpoint, Idaho, 83864.

Article XI. Bylaws

Provisions for the regulation of the internal
affairs of the Corporation shall be set forth in the
Bylaws.

The Board of Directors of the Corporation shall be
authorized to amend the Corporation's Bylaws at a
properly noticed special or regular meeting of the
Board of Directors.

IT WITNESS WHEREOF I have hereunto set my hand
this 25th day of November, 2002.



R. BARCLAY HUTCHISON
Incorporator

STATE OF IDAHO)
) ss.
County of Bonner)

R. BARLCAY HUTCHISON, being first duly sworn upon his oath, deposes and says that he has read the foregoing Article of Incorporation and knows the contents thereof and that the statements contained therein are true upon his personal knowledge, information and belief.

R. Barclay Hutchison
R. BARLCAY HUTCHISON
Incorporator

SUBSCRIBED AND SWORN TO before me this 25th day of November, 2002.

Paul William Vogel
Notary Public for Idaho
Residing at Sandpoint
My Commission Expires: 2.3.2005

