

CERTIFICATE OF INCORPORATION
OF

ROCKFORD PINES COMMUNITY, INC.

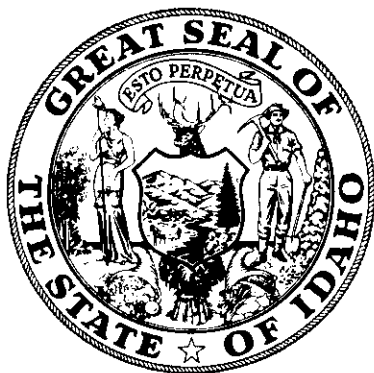
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

ROCKFORD PINES COMMUNITY, 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 February 8, 19 80.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
ROCKFORD PINES COMMUNITY, INC.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned have this day voluntarily joined together and do hereby and by these Articles of Incorporation, unite and associate ourselves together for the purposes of forming a non-profit corporation under the laws of the State of Idaho, Idaho Code § 10-301 et seq., for the purposes hereinafter stated:

I.

The name of this corporation shall be ROCKFORD PINES COMMUNITY, INC.

II.

The term for which this corporation shall exist shall be perpetual.

III.

The location and post office address of the registered office of this corporation shall be: Star Route, Rockford Bay, Coeur d'Alene, Kootenai County, Idaho 83814.

IV.

The objects and purposes for which this corporation is formed shall be to build, own, maintain, buy and sell a water system and distribute water as a non-profit venture to the members hereof, and under certain conditions to non-members.

To maintain the community roads for the benefit of the

members hereof.

To limit the number of members of this corporation by proper by-laws hereof, and to set forth and determine the qualifications of membership.

To enter into leases, contracts and agreements with any individual, corporation, association or partnership to carry out the purposes and interests of this corporation.

To issue certificates of membership.

To pledge, mortgage or secure property of said corporation as security for the payment of any monies borrowed for the use and benefit of this corporation.

To buy, sell, lease, acquire, own, maintain, mortgage, and improve real and personal property for the mutual use and benefit of the members hereof.

To borrow money when necessary.

To exercise without limitation all of the powers granted by the laws of the State of Idaho unto a non-profit corporation of this character and to do everything necessary and suitable and useful for the accomplishment of any one or more of the objectives hereinabove stated, or which shall at any time appear to be conducive to or expedient for the benefit of this corporation.

V.

The directors shall be empowered to promulgate the initial by-laws of the Corporation, with the power to amend, alter, repeal or adopt new by-laws.

VI.

The members of this corporation shall be the directors hereinafter named and such other persons, individuals, firms, partnerships or corporations subscribing to these articles,

aiding the corporation or contributing to its funds and accepting its articles and by-laws and all lawful regulations adopted by this corporation.

All members shall have and retain one (1) vote only, and the rights and interests of all members shall be equal.

VII.

There is to be no capital stock or shares of stock issued by this corporation; pecuniary gain or profit is not an objective of this corporation.

VIII.

No officer, member or representative of this corporation shall be entitled to any remuneration by virtue of being an officer, member or director of this corporation; except and as provided that such person performing labor for and on behalf of the said corporation which would require the outside employment of individuals at an hourly rate or wage to perform the same service, shall be paid specifically for that service at the same hourly rate or wage that would have to be paid for such outside employment.

IX.

The members of this corporation shall not be personally liable for its debts, liabilities or obligations.

X.

The names and addresses of the interim Board of Directors who shall hold office until the first annual election shall be the following persons:

Richard N. Sherwin
Star Route
Rockford Bay
Coeur d'Alene, Idaho 83814

Leah G. Sherwin
Star Route
Rockford Bay
Coeur d'Alene, Idaho 83814

E. M. Thornton
Star Route
Rockford Bay
Coeur d'Alene, Idaho 83814

The above named persons shall constitute the First Board of Directors. The By-laws thereafter may increase the number of Directors.

XI.

The name of the registered agent in Idaho shall be: RICHARD SHERWIN, Star Route, Rockford Bay, Coeur d'Alene, Idaho 83814.

XII.

The names and addresses of the incorporators are:

Richard Sherwin	Leah G. Sherwin
Star Route	Star Route
Rockford Bay	Rockford Bay
Coeur d'Alene, Idaho 83814	Coeur d'Alene, Idaho 83814

E. M. Thornton
Star Route
Rockford Bay
Coeur d'Alene, Idaho 83814

XIII.

In lieu of issuing capital stock, there shall be issued unto the subscribing members hereof, certificates of membership.

XIV.

The by-laws of this corporation may, in addition to other provisions, provide for the number and qualifications of members, the terms and conditions of admission, the time, mode, conditions and effect of expulsion or withdrawal from

and restoration to membership, admission fees, monthly charges and dues, 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 that are not repugnant to the laws of the State of Idaho for such corporations.

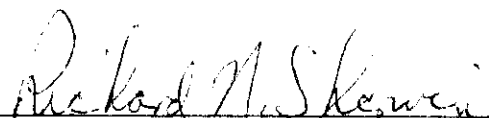
XV.

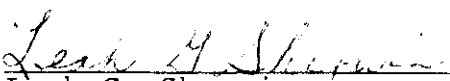
In the event of the dissolution of this corporation, all of the assets, properties and moneys thereof or thereunto belonging shall be distributed to any such charity or charities that may be recognized under Section 170 of the United States Internal Revenue Code, the particular charity or charities to be beneficiary thereof to be determined by a majority vote of the members of the corporation at a meeting called specifically for that purpose.

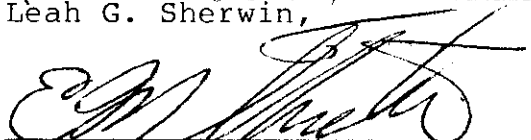
XVI.

These articles and the By-laws of this corporation may be amended in the manner set forth and provided in the By-laws of the said corporation for such amendments.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and seals this ____ day of October, 1979.


Richard N. Sherwin


Leah G. Sherwin,


E. M. Thornton

STATE OF IDAHO)
 ss.
County of Kootenai)

On the _____ day of October, 1979, before the undersigned Notary Public in and for the State of Idaho, personally appeared RICHARD N. SHERWIN, LEAH G. SHERWIN, and E.M. THORNTON, each and all known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation as the incorporators thereof, and they each and all acknowledged to me that they executed the same as their free and voluntary deeds for the purposes therein set forth.

Notary Public in and for the
State of Idaho
Residing at:
My commission expires: