



CERTIFICATE OF INCORPORATION
OF

BLUE LAKE COMMUNITY CLUB, INC.

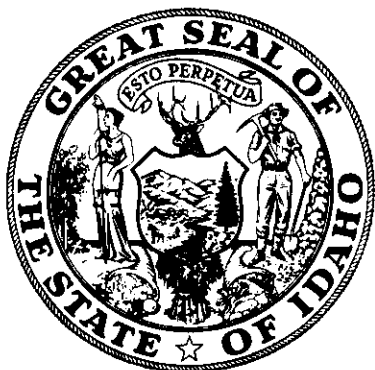
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BLUE LAKE COMMUNITY CLUB, INC.,

duly signed pursuant to the provisions of the Idaho Business 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 _____ April 21 _____, 19 82 _____.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
BLUE LAKE COMMUNITY CLUB, INC.
(A Non-Profit Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That there is hereby formed a non-profit corporation under and pursuant to the Idaho Non-Profit Corporation Act, namely Title 30, Chapter 3 of the Idaho Code, and in furtherance thereof, the following Articles of Incorporation are adopted:

ARTICLE I
Name

The name of this corporation shall be "BLUE LAKE COMMUNITY CLUB, INC.".

ARTICLE II
Purpose

The specific and primary purposes for which this corporation is formed are charitable, benevolent and educational, and especially:

1. To receive donations;
2. To cultivate social intercourse among its members;
3. To purchase, own, sell or dispose of the same, mortgage and lease real estate and other property as may be necessary for the purposes of this corporation;
4. To receive, manage, take and hold real and personal property by gift, grant, devise or bequest, and to sell or dispose of the same;
5. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes herein enumerated, or which shall at any time appear conducive or expedient for the protection or benefit of this corporation.

ARTICLE III
Powers

The corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes, consistent with the provisions of Idaho law and §501(c)(3) of the Internal Revenue Code of 1954, as amended. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code.

ARTICLE IV
Stock

This corporation does not contemplate pecuniary gain or profit to the members thereof, and therefore there shall be no capital stock.

ARTICLE V
Restrictions

(A) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherances of the purposes set forth in Article II above.

(B) No part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VI
Amendments

All provisions of these Articles of Incorporation shall be

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subject to amendment consistent with the provisions of Idaho state law and §501(c)(3) of the Internal Revenue Code of 1954, as amended, by the affirmative vote of the members entitled to vote in respect thereof, in attendance at the annual meeting or at any special meeting, providing that due notice of the amendment is included in the notice of said meeting.

ARTICLE VII Dissolution

Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operating exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the State of Idaho in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operated exclusively for charitable, educational, religious or scientific purposes.

ARTICLE VIII Registered Office

The location of the registered office of the corporation shall be approximately ten miles north of the municipality of Priest River, Idaho on the East Side Road in West Bonner County, and the registered agent shall be LOUISE BACHMANN whose mailing address is Route 6 Box 33, Priest River, Idaho 83856.

ARTICLE IX
Duration

The duration of this corporation shall be perpetual.

ARTICLE X
Management

The affairs of the corporation shall be managed by a Board of Directors to be elected as provided by the Bylaws, but in no case shall the number of directors be fewer than five (5). The directors shall hold their offices for two (2) year terms, or such other period as the Bylaws shall determine, and until their successors are elected and qualified. The initial directors of the corporation shall be all of those persons whose names appear below in these Articles as incorporators.

ARTICLE XI
Incorporators, Original Members and Directors

The name and address of each of the incorporators and the original Board of Directors of the corporation, each of whom shall serve as a director until his successor is duly elected and qualified, are:

JUANITA SAVAGE, President

Juanita Savage
Priest River, Idaho 83856

CHRIS KRAMPERT, Vice-President

Christine Krampert
Priest River, Idaho 83856

LOUISE BACHMANN, Secretary

Louise Bachmann
Route 6 Box 33
Priest River, Idaho 83856

DOROTHY STEPHENS, Treasurer

Dorothy Stephens
Priest River, Idaho 83856

ALICE BOOTH, Member at Large

Alice Booth
Priest River, Idaho 83856.

DATED this 15th day of April, 1982.

Juanita Savage
Juanita Savage
Chris Krampert
Chris Krampert

Louise Bachmann
Louise Bachmann

Dorothy Stephens
Dorothy Stephens

Alice Booth
Alice Booth

STATE OF IDAHO,)
 : ss.
County of Bonner.)

On this 15th day of April, 1982, before me,
the undersigned, a Notary Public in and for the State of Idaho,
personally appeared JUANITA SAVAGE, CHRIS KRAMPERT, LOUISE BACHMANN,
DOROTHY STEPHENS and ALICE BOOTH, known to me to be the
persons whose names are subscribed to the within instrument
and acknowledged to me that they executed the same.

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

Janet Little
Notary Public - State of Idaho
Residing at Priest River therein
My commission expires: Life

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