

FILED EFFECTIVE

ARTICLES OF INCORPORATION

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FOR

**SECRETARY OF STATE
STATE OF IDAHO**

SEASONS ROAD ASSOCIATION, INC.

The undersigned acting as incorporators of a non-profit corporation, ("Corporation") organized under and pursuant to the Idaho non-profit corporation Act Chapter 3 Title 30, Idaho Code ("Act") adopt the following articles of incorporation ("Articles").

ARTICLE ONE NAME

The name of the corporation shall be
SEASONS ROAD ASSOCIATION, INC.

ARTICLE TWO NONPROFIT CORPORATION

The Corporation is a nonprofit corporation.

ARTICLE THREE DURATION

The Corporation shall have a perpetual existence.

ARTICLE FOUR PURPOSE

The purposes for which the corporation is organized are as follows:

1. To operate and maintain the roads and rights of way owned or controlled by or serviced by written agreement by the Seasons Road Association, Inc., Located in Kootenai County,

IDAHO SECRETARY OF STATE
10/05/2007 05:00
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Idaho.

2. To perform all duties and exercise all powers necessary to carry out the above stated purpose and any others required in grants of Easements or Maintenance or deed in the Holiday Ranch Estates Subdivisions or adjoining properties accepted into the Seasons Road Association, Inc.

3. Have and exercise any and all powers, rights and privileges which a corporation organized under the Idaho Non-Profit Corporation Act may by law now or hereafter have or exercise, subject only to limitations contained in the Bylaws and the Declaration and the amendments and supplements thereto.

ARTICLE FIVE MEMBERSHIP

Every Owner of real property adjacent to roads owned or controlled by the corporation may become a Member of the Corporation by:

1. The potential member executing a membership agreement and
2. The Corporation accepting, at its sole discretion the potential member into the association. When more than one person or entity holds an interest in any single parcel of real property, all such persons or entities shall be Members. A person or entity who holds a fee or undivided fee

interest merely as security for the performance of an obligation, however, shall not be a Member.

ARTICLE SIX VOTING

All Members of the Corporation shall be voting Members and the Corporation shall have one (1) class of voting membership. Each parcel of real property shall represent one (1) indivisible vote. When more than one Member holds an ownership interest in a parcel, the vote for that parcel shall be exercised as such Members among themselves may determine by majority vote. In no event, however, shall the voting rights for a parcel be divided, nor shall more than one (1) vote be cast with respect to any one Parcel. If Members who are Owners of a parcel are unable to agree in any instance as to how their vote shall be cast, in any instance, then the vote shall not be counted.

ARTICLE SEVEN REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office shall be, 28728 N. Holiday LN, Athol, Idaho 83801

The corporation's initial registered agent at such address shall be Donald Eugene Bechtold

ARTICLE EIGHT 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. Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the directors constituting the initial Board of Directors who are designated in the Articles, the directors shall be elected by Member of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

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

Name	Address
Donald Eugene Bechtold	28728 N. Holiday LN, Athol, Idaho
83801	
Sharon JoAnn Yarbrough	28154 N. Fall ST Athol, Idaho
83801	
Terri Jeanne Schneberger	28091 N. Fall ST Athol, Idaho
83801	

ARTICLE NINE INCORPORATOR

The name and address of the incorporator is:

Donald Eugene Bechtold 28728 N. Holiday LN, Athol, Idaho
83801

ARTICLE TEN

Upon dissolution of corporation all debts are to be paid first. Remaining funds shall be

distributed equally among the association members in good standing.

ARTICLE ELEVEN BYLAWS

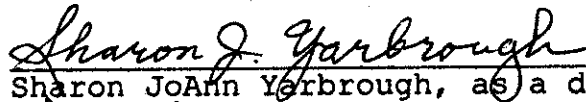
Provisions for the regulation of the internal affairs of
the Corporation shall be set forth in the Bylaws

IN WITNESS WHEREOF, we have executed these articles of
incorporation in duplicate this

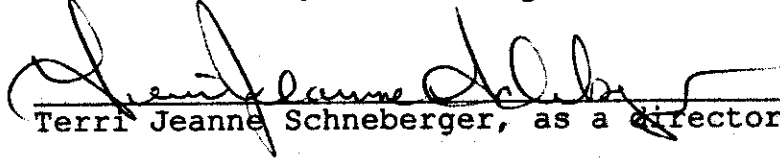
24th day of September 2007.



Donald Eugene Bechtold as incorporator, director and agent



Sharon JoAnn Yarbrough, as a director



Terri Jeanne Schneberger, as a director