

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

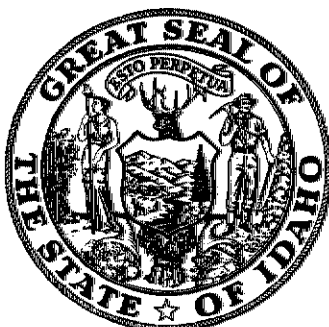
GOLDEN MEADOWS HOMEOWNERS' ASSOCIATION, INC.

File number C 111005

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 GOLDEN MEADOWS HOMEOWNERS' ASSOCIATION, 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: June 15, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

Jun 15 8 58 AM '95

ARTICLES OF INCORPORATION
OF
GOLDEN MEADOWS HOMEOWNERS' ASSOCIATION, INC.
Idaho Non-Profit Corporation
STATE OF IDAHO

IDAHO SECRETARY OF STATE
97587 2
9950615 0900
#: 79732 DIST# 36427
CORP 30.00= 30.00
101

: C

The undersigned, for the purpose of forming a corporation under the Idaho Non-Profit Corporation Act (I.C. §30-3-1), states the following:

ARTICLE I - NAME

The name of the corporation shall be GOLDEN MEADOWS HOMEOWNERS' ASSOCIATION, INC., an Idaho non-profit corporation.

ARTICLE II - TERM

The term of existence shall be perpetual.

ARTICLE III - PURPOSE

- The purposes for which the corporation is organized are to:
- (1) Own, administer and maintain the Common Areas of Golden Meadows Homeowners' Association, Inc.'s Planned Unit Development located in Bonner County, Idaho;
 - (2) Administer and enforce the covenants and restrictions of such planned development;
 - (3) Collect and disburse the assessments and charges of the corporation and borrow funds if necessary to implement corporate purposes; and
 - (4) Exercise all powers granted to a non-profit corporation formed under the laws of the State of Idaho, including any amendments thereto or successor statute that may hereinafter be enacted.
 - (5) Such other responsibilities as are properly approved by the governing body of the corporation.

ARTICLE IV - MEMBERSHIP

The corporation shall initially have two classes of members as set forth in the Bylaws of the Corporation and in the Corporation's Covenants, Conditions, Restrictions, Reservations and Reservation of Easements. Membership qualifications and rights of the members of each class shall be as set forth in the Bylaws of the corporation.

Certification evidencing membership in said corporation may be issued by said corporation to all members.

ARTICLE V - REGISTERED AGENT

The name of the registered agent of the corporation is Richard H. Jones, 819 Dover Highway, Suite #24, Sandpoint, Idaho 83864. The registered office address, which is also the address of the registered agent is 819 Dover Highway, Suite #24, Sandpoint, Idaho 83864.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Richard H. Jones, hereby consent to serve as registered agent, in the State of Idaho, for the corporation herein named. I understand that as agent for the corporation, it will be my responsibility to receive Service of Process in the name of the corporation, to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation or of any change in the registered office address of the corporation for which I am agent.

DATE: 9 June 95

Richard H. Jones
RICHARD H. JONES

ARTICLE VI - INITIAL DIRECTORS

There shall be three (3) directors serving as the initial Board of Directors. Their names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard H. Jones	819 Dover Highway, Suite #24 P. O. Box 2162 Sandpoint, ID 83864
Gerald H. Lewis	819 Dover Highway, Suite #24 P. O. Box 33 Sandpoint, ID 83864
Pataricia S. Lewis	819 Dover Highway, Suite #24 P. O. Box 33 Sandpoint, ID 83864

ARTICLE VII - DISSOLUTION

In the event of the dissolution of the corporation, the net assets are to be distributed pro-rata to those persons who are members of the corporation at the time of dissolution as authorized by I. C. §30-3-109(2).

ARTICLE VIII - INDEMNITY

The corporation shall indemnify its directors, officers, employees and agents of the corporation who served at the request of the corporation against expenses, including attorney's fees, judgments, fines and amounts paid in settlement if such individual acted in good faith, in a manner reasonably believed to be in or not opposed to the best interests of the corporation, or with no reasonable cause to believe the conduct is unlawful within the meaning of I.C. 30-3-88.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is as follows:

NAME	ADDRESS
Richard H. Jones	819 Dover Highway, Suite #24 P. O. Box 2162 Sandpoint, ID 83864

Executed in duplicate this 9 day of June, 1995.



RICHARD H. JONES
Incorporator