

FILED/RECEIVED**ARTICLES OF INCORPORATION
OF****BLACK ROCK HOMEOWNER'S ASSOCIATION, INC.**

00 DEC -8 PM 4:57

CLERK OF STATE
STATE OF IDAHO

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.
CORPORATE NAME**

The name of the Corporation is BLACK ROCK HOMEOWNER'S ASSOCIATION, INC.

**ARTICLE II.
CORPORATE DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE III.
REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this Corporation is:

210 Sherman Avenue, Suite 117
Coeur d'Alene, Idaho

The name of the initial registered agent of this Corporation at that office is Marshall R. Chesrown.

**ARTICLE IV.
PURPOSES**

This Corporation is not organized for profit and no part of gains or earnings shall inure to its members. The Corporation is organized for the following purposes

4.1. To provide for the acquisition, construction, management, operations, administration, maintenance, repair, improvement, preservation, and architectural control of Black Rock Planned Unit Development, situated in Kootenai County, Idaho;

4.2 To engage in any other lawful purpose pursuant to the laws of the State of Idaho and consistent with the foregoing.

4.3. Upon dissolution the assets shall be distributed in a manner not inconsistent with law regarding the distribution of assets on dissolution.

IDAHO SECRETARY OF STATE

12/07/2000 09:00
CX: 3265 CT: 139355 BH: 365154

1 @ 30.00 = 30.00 INC NONP # 2

C136638

**ARTICLE V.
MEMBERS AND MEMBERSHIP**

5.1 Non-Stock Corporation. Participation in management and ownership of the Corporation shall be by membership only. The Corporation shall issue no stock and shall have no shareholders.

5.2 The Corporation shall have multiple classes of members as defined by the Bylaws of the Corporation as amended from time to time. All members shall be voting members.

**VI.
ASSESSMENTS**

6.1 The Corporation may levy assessments on any or all classes of membership as fully set forth in the Declarations and the Bylaws of the Corporation.

6.2 The Board of Directors is authorized to fix the amount of assessments, from time to time, as fully set forth in the Declarations and Bylaws of the Corporation.

6.3 Assessments shall be payable at such times and intervals, and upon such notice and by such methods as the Board of Directors may prescribe in accordance with the provisions of the Declarations and Bylaws of the Corporation.

6.4 Assessments may be enforceable by civil action and shall be secured by a lien upon the real property to which the membership rights are appurtenant as fully set forth in the Declarations and Bylaws of the Corporation.

**ARTICLE VIII.
BOARD OF DIRECTORS**

7.1 Number of Directors. The initial Board of Directors of this Corporation shall consist of three (3) directors,. Thereafter, the number of Directors may be increased in accordance with the Bylaws of the Corporation.

7.2 Initial Board of Directors. The names and addresses of initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Marshall R. Chesrown	615 Kidd Island Bay Road Coeur d'Alene, Idaho 83814
George W. Schillinger	8001 Gunning Avenue Spokane, Washington 99212
Chad V. Rountree	12716 East Semro Spokane, Washington 99216

**ARTICLE VIII.
INCORPORATOR**

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Marshall R. Chesrown	615 Kidd Island Bay Road Coeur d'Alene, Idaho 83814

**ARTICLE IX.
AMENDMENT OF ARTICLES**

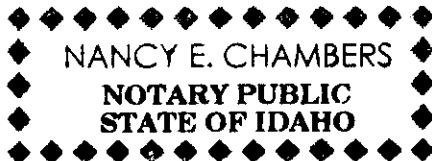
This Corporation reserves the right to amend, alter change or repeal any provision contained in these Articles of Incorporation pursuant to the provisions for such amendment set forth in the Bylaws of this Corporation.

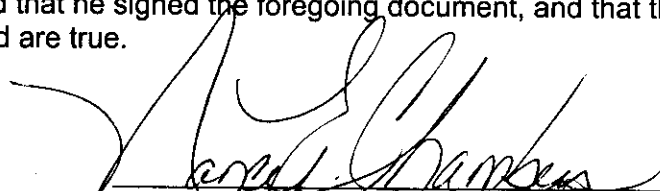
For the purposes of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporation of this Corporation, have executed these Articles on the 4 day of December, 2000.


Marshall R. Chesrown, Incorporator

STATE OF IDAHO)
)ss
County of Kootenai)

I, the undersigned, a Notary Public, do hereby certify that on this 4th day of December, 2000, personally appeared before me Marshall R. Chesrown, who, being by me first duly sworn, declared that he signed the foregoing document, and that the statements therein contained are true.




Notary Public in and for the State of Idaho
Residing at: Coeur d'Alene, Idaho
My Commission Expires: 10-31-2003