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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF**

LEWIS CLARK PINES II SUBDIVISION HOME OWNERS ASSOCIATION, Co.

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

NAME OF THE CORPORATION

The name of the Corporation is LEWIS CLARK PINES II SUBDIVISION HOME OWNERS ASSOCIATION, Co.

ARTICLE II

STATUS

The Corporation is a nonprofit corporation.

ARTICLE III

PERIOD OF DURATION

The period of duration of the Corporation shall be 100 years.

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ARTICLE IV

REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Kamiah, County of Lewis, and in the State of Idaho. The address of the initial registered agent is:

Name: Linda McNall
Street Address: 106 Chief Lawyer St.
P.O. Box 842
Kamiah, ID 83536.

ARTICLE V

PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

A. To act as a fund-holding entity for funds collected voluntarily from members to be used for:

(a) neighborhood improvements or other community benefits at the discretion of the board of directors;

(b) funding for lawsuits, administrative action, or other action as maybe necessary to obtain compliance with the Protective Covenants of the Lewis Clark Pines Subdivision(s) as recorded per Inst. No.'s 369745, 369934, 374499, 405453, 425484 and 442852 of the Official Idaho County Records, or as subsequently modified or amended.

B. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

ARTICLE VI

LIMITATIONS

No part of the net earnings or the assets 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 furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for 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 VII

MEMBERS

Each person or entity holding fee simple interest of record to a Building Lot (as defined in the Declaration) which is a part of the Lewis Clark Pine Subdivision, or Lewis and Clark Pines II Subdivision of Idaho County, and sellers under executor contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member

of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of the lot in the above Subdivisions. There shall be one (1) membership in the Corporation for each Building Lot located within the Subdivisions.

ARTICLE VIII

BOARD OF DIRECTORS/EXECUTIVE COMMITTEE

The affairs of the Corporation shall be managed by the Executive Committee, in accordance with the recorded covenants, and By Laws.

The names and street addresses of the persons constituting the initial Executive Committee (Directors) are:

| Name | Address |
|-------------------------------|-----------------------------------------|
| Linda McNall (Chairman) | 106 Chief Lawyer St Kamiah, ID 83536 |
| Robert Fricks (Vice-Chairman) | 1612 Camas Ave NE Renton, WA 89056-2776 |
| Sharon Richardson (Secretary) | 104 Chief Lawyer St Kamiah, ID 83536 |
| Robert Thompson (Treasurer) | 107 Ellis Lane Kamiah, ID 83536 |
| Larry Prince(Board member) | 102 Chief Lawyer St Kamiah, ID 83536 |

ARTICLE IX

DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, after paying or making provision for the payment of all liabilities of the Corporation, the remaining funds and assets shall be distributed consistent with the purposes of the Corporation as provided for in the Bylaws. Any such assets not so distributed shall be distributed by the district court of Idaho County, to be distributed to such

other organizations, as such court shall determine to be consistent with the purposes of the Corporation.


ARTICLE X
INCORPORATOR

The name and street address of the initial incorporator is:

Name: Linda McNall
Street Address: 106 Chief Lawyer St.
P.O. Box 842
Kamiah, ID 83536.

DATED this 15 day of JUNE, 2009

Incorporator:


Linda McNall