



CERTIFICATE OF INCORPORATION
OF

TIMBER RIDGE ESTATES, 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 _____

TIMBER RIDGE ESTATES, 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 August 12, 19 81.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

TIMBER RIDGE ESTATES, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being three or more natural persons, residents and citizens of the United States of America, of legal age, do by this Agreement voluntarily associate ourselves together for the purpose of forming a private corporation for non-profit under the provisions of the laws of the State of Idaho, and of the United States of America, and we do hereby certify and adopt Articles of Incorporation to that end as follows:

I

The name of this Corporation shall be TIMBER RIDGE ESTATES, INC.

II

The purposes for which this Corporation is formed are:

(1) In general, said Corporation shall have and exercise all of the powers conferred by the State of Idaho upon non-profit corporations, it being expressly provided that the following enumeration of specific powers shall limit and restrict such general powers.

(2) To do each and all things set out herein to the same extent and as fully as a natural person could do in the State of Idaho or any other State.

(3) To own those certain common areas and correlated and attendant buildings or improvements thereon, located on that certain parcel of property being more particularly described in that certain Record of Survey of TIMBER RIDGE ESTATES DEVELOPMENT, recorded in the office of the County Recorder of Kootenai County, Idaho, filed in Book 2 of Surveys, at Page 133A, and to provide for the maintenance, repair, installation, and use expenditure over and on said common areas on and for the behalf of the property owners being the members hereof.

(4) To organize and conduct itself pursuant to Idaho Non-Profit Corporation Act (Idaho Code §30-301, et seq), and to exercise and be authorized to only exercise those powers as are in furtherance of those purposes to be classified exempt under the provisions of the Internal Revenue Code as Amended.

(5) To be organized and conducted for the purpose of non-profit endeavors and not for the purpose, directly or indirectly, of fixing the price or regulating the production, of any Article of Commerce, or of Produce of the soil, or of consumption by the people.

(6) To exercise full power to perform any and all acts connected to or arising from or incidental to all acts necessary or proper for the purpose of carrying on such non-profit endeavors.

III

The duration of the corporation shall be perpetual.

IV

The location and post office address of the registered office of the corporation in the State of Idaho is PO Box 878, Post Falls (4475 Chase Rd.).

The registered agent at this address is: Janice Clevenger.

V

There shall be no capital stock in this corporation, but that membership certificates shall be authorized and issued by the corporation to evidence stock ownership rights therein, which each such certificate shall be entitled to one (1) vote.

VI

The membership certificates are not to be classified and all certificates shall be of equal voting power. Said certificates are transferrable only upon the books of the corporation. Each certificate shall have one (1) vote. Such certificate shall be considered as one membership certificate and there shall be no preference among certificates.

VII

The names and post office addresses of each of the incorporators are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
<u>Dean N. Jordan</u>	<u>19961 Hemingway, Canoga Park, CA 91306</u>
<u>Kathleen S. Jordan</u>	<u>19961 Hemingway, Canoga Park, CA 91306</u>
<u>John J. Negaard</u>	<u>4568 W. 135 Street, Hawthorne, CA 90250</u>
<u>Chere J. Negaard</u>	<u>4568 W. 135 Street, Hawthorne, CA 90250</u>

VIII

The corporation shall have not less than three (3) directors who shall at all times, be citizens of the United States of America. The names and residences of said directors who shall manage the corporation until the first membership meeting are:

<u>NAME:</u>	<u>ADDRESS:</u>
<u>Dean N. Jordan</u>	<u>19961 Hemingway, Canoga Park, CA 91306</u>
<u>Kathleen S. Jordan</u>	<u>19961 Hemingway, Canoga Park, CA 91306</u>
<u>John J. Negaard</u>	<u>4568 W. 135 Street, Hawthorne, CA 90250</u>
<u>Chere J. Negaard</u>	<u>4568 W. 135 Street, Hawthorne, CA 90250</u>

IX

The corporation shall be governed by a duly adopted code of By-Laws, which By-Laws shall not be inconsistent with these Articles of Incorporation nor inconsistent with the laws of the State of Idaho. A meeting of the incorporation shall be held and the By-Laws shall be adopted in accordance with the provisions of the laws of the State of Idaho after the issuance by the Secretary of State of the said State of Idaho of the Certificate of Incorporation.

X

These Articles of Incorporation may be amended by a majority vote of the members at any regular meeting or at a special meeting called for that purpose by a majority of the Board of Directors after thirty (30) days notice to all members, which notice shall be in writing and in conformity with the statutes of the State of Idaho made and provided therefore.

XI

This corporation is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, except that said corporation may issue membership certificates to the members, and no part of its net earnings shall enure to the benefit of any member, director, officer or individual. The balance, if any, of all money received by the corporation from its operation, after the payment in full of all debts and obligations of the corporation of whatever kind or nature, shall be used and distributed exclusively for charitable, scientific, and educational purposes.

XII

In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all the business, property, and assets of the corporation shall go and be distributed to such non-profit charitable corporation, municipal corporation, or corporations, as may be selected by the Board of Directors of this corporation so that the business properties and assets of this corporation shall then be used for, and devoted to, the purposes of carrying on a non-profit charitable endeavor. In no way shall any of the assets or property of this corporation, or the proceeds of any of the assets of the property, in the event of dissolution, go or be distributed to members, except for the reimbursement of any sums subscribed, donated or contributed by such members, or for any other such purpose, it being the intent in the event of the dissolution of this corporation, or upon its ceasing to carry out the object and purposes herein set forth, that the property and assets then owned by the corporation except as to initial contribution, shall be devoted to non-profit charitable purposes; the intent hereof being that no profit shall enure to the members in said corporation.

XIII

At least eighty-five (85%) per cent of all income accrued by this corporation shall come from assessments on the members for the sole purpose of meeting losses and expenses, including reasonable anticipated future losses and expenses.

IN WITNESS WHEREOF, we, the undersigned, being all of the incorporators hereinabove mentioned hereunto set our hands and seals to duplicate originals hereof as of the 18 day of June, 1981.

Dean N Jordan
John J. Negeard
Chere J. Negeard
Kathleen S. Jordan

STATE OF IDAHO)
) ss.
County of Kootenai)

I, Janice F. Clevenger, a Notary Public, do hereby certify that on this 18th day of June, 1981, personally appeared before me, Dean N. Jordan, Kathleen S. Jordan, John J. Negeard, Chere J. Negeard, who being first duly sworn, severall declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

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

Janice F. Clevenger
Notary Public in and for the
State of Idaho
Residing at: Boise Idaho
Comm. Exp. 1982