



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**SWAN SHORES II HOMEOWNERS' ASSOCIATION, INC.**

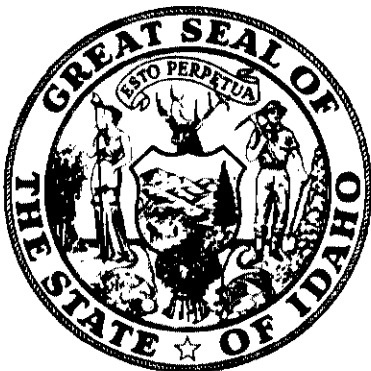
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

**SWAN SHORES II 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 August 22, \_\_\_\_\_, 19 91.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth M. Fabale*

Corporation Clerk

RECEIVED  
SEC. OF STATE

ARTICLES OF INCORPORATION

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OF

SWAN SHORES II HOMEOWNERS' ASSOCIATION, INC.

The undersigned have this day voluntarily joined together and, by these Articles of Incorporation, unite and associate ourselves together for the purpose of forming a nonprofit corporation under the laws of the State of Idaho, Section 30-301, et seq, Idaho Code, as follows:

I.

The name of this corporation shall be Swan Shores II Homeowners' Association, Inc..

II.

The corporation is a nonprofit corporation.

III.

The term for which this corporation shall exist shall be perpetual.

IV.

The name of the registered agent, and the street address and post office address of the registered office, of this corporation shall be Steve Smith, 102 Superior Street, P.O. Box C, Sandpoint, Bonner County, Idaho.

V.

The objects and purposes for which this corporation is formed

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shall be and are exclusively nonprofit, such objects and purposes being:

(1) To own, operate and maintain a private domestic water system, and common lot with lake access, for the benefit of the owners of lots in the Swan Shores II Subdivision located in Bonner County, Idaho.

(2) To hold title, legal or equitable, to property of any nature in trust for itself or for carrying out of any purpose incidental to its powers, and to sell or encumber any such property, real or personal.

(3) To enter into such contracts and to incur such obligations as are consistent with its powers, objects and purposes, but the private property of the officers, directors and members of the corporation shall be exempt from the debts of the corporation, and no officer, director or member shall be individually or collectively liable or responsible for any debts or liabilities of the corporation.

(4) It is intended that this corporation shall qualify as a nonprofit corporation under the laws of the State of Idaho.

(5) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for nonprofit

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purposes, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

(6) It is the intention of the incorporators hereof that the foregoing clauses shall be construed both as objects and powers, and the foregoing enumeration of specific objects and powers shall not be construed to limit or restrict in any manner the powers of this corporation, but said corporation shall have the power to do all and everything necessary, suitable, convenient or proper for the accomplishment of its purposes, for the attainment of any one or more of its objects hereinabove enumerated or incidental to the purposes and objects hereinafter named, and which are permitted under the laws of the State of Idaho under which this corporation is organized, to the same extent and as fully as a natural person might or could do.

#### VI.

The governing body of this corporation shall be managed and conducted by a Board of Directors of not less than three (3) persons, the exact number of persons to serve on such Board to be specified in the bylaws.

#### VII.

The Board of Directors of this corporation may meet and

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transact the business hereof either at the principal place of business herein designated, or at such other place as may be designated by the Board of Directors.

VIII.

The initial bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the bylaws, or to adopt new bylaws, shall be vested in the members, if any, but such power may be delegated by the members to the Board of Directors.

IX.

The members of the nonprofit corporation are hereby designated as the owners of lots in the Swan Shores II Subdivision, according to the plat thereof, recorded in Book \_\_\_\_ of Plats, at page \_\_\_\_, records of Bonner County, Idaho.

X.

Assessments are hereby authorized to be levied upon all members alike. The Board of Directors is hereby authorized to fix the amount and method of collection of assessments from time-to-time, and shall make those assessments payable at such times or intervals, and upon such notice, and by such methods, as the directors may prescribe. Assessments are hereby made enforceable by action, and shall be secured by a lien upon real property to which membership rights are appurtenant.

XI.

The voting rights of the members are hereby apportioned on

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the basis of interest in real property to which membership is appurtenant, so that the owner or owners of each one (1) lot shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the members.

XII.

The names and addresses of the Directors constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
William T. Nordeen	338 South Fourth Sandpoint, Idaho 83864
Elma L. Nordeen	338 South Fourth Sandpoint, Idaho 83864
Clarence I. Davis	P.O. Box 305 Sagle, Idaho 83860
Lois I. Davis	P.O. Box 305 Sagle, Idaho 83860

XIII.

The names and addresses of the incorporators hereof are as follows:

<u>NAME</u>	<u>ADDRESS</u>
William T. Nordeen	338 South Fourth Sandpoint, Idaho 83864
Clarence I. Davis	P.O. Box 305 Sagle, Idaho 83860

DATED: August 14, 1991.

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William T. Nordeen  
William T. Nordeen

Clarence I. Davis  
Clarence I. Davis

STATE OF IDAHO       )  
                                  ss  
County of Bonner    )

On this 14 day of August, 1991, before me the undersigned, a Notary Public in and for said State, personally appeared WILLIAM T. NORDEEN, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Cindy Elliott  
Notary Public - State of Idaho  
Residing at Sandpoint therein.  
My commission expires: 12-31-95.

STATE OF IDAHO       )  
                                  ss  
County of Bonner    )

On this 14 day of August, 1991, before me the undersigned, a Notary Public in and for said State, personally appeared CLARENCE I. DAVIS, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Cindy Elliott

Notary Public - State of Idaho  
Residing at Sandpoint therein.  
My commission expires: 12-31-95.