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SECRETARY OF STATE
STATE OF IDAHO

Articles of Incorporation
of
**SUNNYSIDE BAY HOMEOWNERS
ASSOCIATION, INC.**

Prepared by:
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307 N. 2ND AVENUE, SUITE 6
P.O. BOX 1092
SANDPOINT, IDAHO 83864

C123814

ARTICLES OF INCORPORATION
OF
SUNNYSIDE BAY HOMEOWNERS ASSOCIATION, INC.

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").

IDAHO SECRETARY OF STATE

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Article I Name

The name of the Corporation is SUNNYSIDE BAY HOMEOWNERS ASSOCIATION, INC.

Article II Nonprofit Status

The Corporation is a nonprofit corporation.

Article III Period of Duration

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent

The location of the Corporation is in the County of Bonner, and in the State of Idaho. The address of the initial registered office is 640 Sunnyside Road, Sandpoint, Idaho 83864, and the name of the initial registered agent at this address is Robert C. Weaver.

Article V Purposes

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

A. Maintaining, repairing, plowing snow from, and otherwise caring for the county road within the boundaries of the Sunnyside Bay subdivision.

B. Maintaining, developing, repairing, and otherwise caring for the "COMMON BEACH" lot as shown on the plat for Sunnyside Bay subdivision.

C. All other purposes as listed in the Restrictive Covenants and Homeowner Association of Sunnyside Bay, Instrument Number 36507, Records of Bonner County, Idaho, Amendment to Restrictive Covenants,

Instrument Number 377662, Records of Bonner County, Idaho, and any amendments subsequently recorded in Bonner County, Idaho.

D. Activities allowed by "Homeowers' Association" within the meaning of Section 528 of the Internal Revenue Code of 1986, as amended from time to time.

E. To exercise all powers granted by law necessary and property to carry out the foregoing purposes. 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 therefor, may not at that time lawfully carry on or do.

Article VI Members

The Corporation shall have members who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. The qualifications of the members, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments as well as the method of collection of dues and assessments shall be set forth in the Bylaws of the Corporation and shall be in compliance with the Restrictive Covenants and Homeowner Association of Sunnyside Bay, Instrument Number 36507, Records of Bonner County, Idaho, and Amendment to Restrictive Covenants, Instrument Number 377662, Records of Bonner County, Idaho.

Article VII Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, all but one of the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

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

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|--|
| ROBERT A. WEAVER | 514 Oak St., Sandpoint, ID 83864; |
| ROBERT C. EDWARDS | 640 Sunnyside Road, Sandpoint, ID 83864; and |
| CAREY KELLY | <u>8524 Sunnyside Rd, Sandpoint</u> <u>ID 83864</u> |

Article VIII Distribution on Dissolution

Upon dissolution of the Corporation, the directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation in accordance with the Idaho Nonprofit Corporation Act and the Internal Revenue Code of 1986, as amended.

Article IX Incorporator

The name and street address of the incorporator is ROBERT A. WEAVER, 640 Sunnyside Bay Road, Sandpoint, Idaho 83864.

Article X Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

These Articles of Incorporation of SUNNYSIDE BAY HOMEOWNERS ASSOCIATION, INC. shall be and are hereby adopted on this 24 day of APRIL, in the year 1998.



 ROBERT A. WEAVER
 Incorporator