

FILED EFFECTIVE

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ARTICLES OF INCORPORATION SECRETARY OF STATE
of STATE OF IDAHO**SPREEN ESTATES HOMEOWNERS ASSOCIATION, Inc.**

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized as a cooperative corporation 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 this Corporation shall be SPREEN ESTATES HOMEOWNERS ASSOCIATION, Inc.

ARTICLE II
Effective Date

These Articles of Incorporation shall be effective upon filing with the Idaho Secretary of State's Office.

ARTICLE III
Corporate Duration and Succession

The Corporation shall have perpetual duration and succession in its corporate name.

ARTICLE IV
Corporate Purposes and Powers

The Corporation is organized for the purpose of operating a homeowners association for the subdivision known as Spreen Estates in Kootenai County, Idaho. The Corporation may engage in any lawful business which its Board of Directors may at any time deem advantageous to the Corporation. The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, and the power to do all things which in the judgment of its Board of Directors will directly or indirectly promote the welfare and interest of the Corporation; including, without limitation, all the powers granted by the Idaho Nonprofit Corporation Act.

ARTICLES OF INCORPORATION
Spreen Estates Homeowners Association

IDAHO SECRETARY OF STATE
06/18/2007 05:00
CK: 1181999 CT: 172099 BH: 1060476
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1 @ 30.00 = 30.00 INC NONP # 3

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**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 Member Classes. The Corporation shall have one class of members. All owners of real property in the subdivision known as Spreen Estates shall be members of the Corporation and all members shall be voting members.

**ARTICLE VI
Assessments**

The Corporation shall have the authority to levy assessments upon real property within Spreen Estates and upon its members, enforceable by civil action or lien upon the real property to which membership rights are appurtenant.

**ARTICLE VII
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 the initial Directors of the Corporation are:

Name	Address
Kyle Capps	25309 Loff's Bay Road Coeur d'Alene, ID 83814
Jamie Capps	25309 Loff's Bay Road Coeur d'Alene, ID 83814
Jesse Velasco	3465 Thorndale Loop Coeur d'Alene, ID 83814

ARTICLE VIII Indemnification

This Corporation shall have the power to indemnify, and to purchase and maintain insurance for its directors, officers, trustees, employees, and other persons and agents having a business relationship with this Corporation. Without limiting the generality of the foregoing and subject only to such limitations as may be expressly provided in the Bylaws of this Corporation or in the Idaho Nonprofit Corporation Act, this Corporation shall indemnify its directors and officers against all liability, damages and expenses arising from or in connection with services for, employment by, or other affiliation with this Corporation and, if at the request of this Corporation, with other firms or entities, to the maximum extent and under all circumstances permitted by law. Such indemnification shall not indemnify any director or officer from or on account of: (i) acts or omissions of the director or officer finally adjudged to be in violation of Idaho Code § 30-3-80 or Idaho Code § 30-3-85, as applicable; or (ii) any transaction with respect to which it was finally adjudged that such director or officer personally received a benefit in money, property or services to which the director or officer was not legally entitled. No repeal or modification of this Article shall adversely affect any right or protection of any director or officer of this Corporation existing at the time of such repeals or modification.

ARTICLE IX Bylaws

The Bylaws of this Corporation may contain any provision, not inconsistent with law or with these Articles of Incorporation, relating to the management of the business of this Corporation, any required qualifications of its directors, any required procedures for nomination and election of its directors, regulation of its affairs, its rights or powers, or the rights or powers of its members, directors, officers or employees. Subject only to such limitations as may be expressly provided in these Articles of Incorporation or the Idaho Nonprofit Corporation Act, the power to adopt, alter, amend or repeal the Bylaws of this Corporation or to adopt new Bylaws shall be vested in its Board of Directors; provided that the members of this Corporation may alter, amend or repeal any Bylaw so adopted.

**ARTICLE X
Amendment**

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in any manner now or hereafter permitted by law. All rights of the members of this Corporation are granted subject to this reservation.

**ARTICLE XI
Initial Registered Office and Agent**

The address of the initial registered office of this Corporation is 25309 Loff's Bay Road, Coeur d'Alene, ID 83814 and the name of the initial registered agent of this Corporation at that address is Kyle Capps.

**ARTICLE XII
Incorporator**

The name and address of the incorporator of this Corporation is Kyle Capps, 25309 Loff's Bay Road, Coeur d'Alene, ID 83814.

**ARTICLE XIII
Dissolution**

Upon dissolution, the assets shall be distributed in accordance with the purposes of the Corporation and in a manner not inconsistent with law regarding distribution of assets on dissolution.

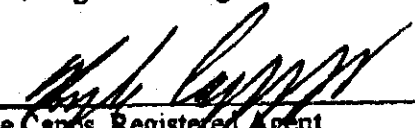
DATED this 13 day of ^{June}~~May~~, 2007.



KYLE CAPPS, Incorporator

CONSENT OF REGISTERED AGENT

The undersigned, by signature hereto, hereby consents to serve as registered agent in the State of Idaho for this Corporation, and understands that as Agent for this Corporation, it will be the responsibility of said agent to receive service of process in the name of the Corporation, to forward all mail to the Corporation, and to immediately notify the office of the Idaho Secretary of State in the event of the resignation of said agent, or of any change in the registered office address of this Corporation.

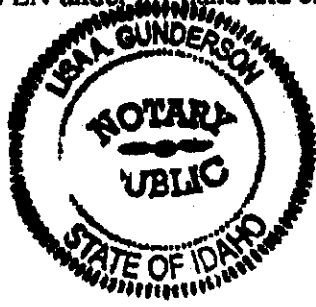


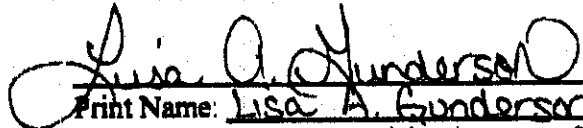
Kyle Capps, Registered Agent

STATE OF IDAHO)
)ss.
County of Kootenai)

On this 13th day of ~~May~~ ^{June}, 2007, personally appeared before me Kyle Capps, to me known to be, or satisfactorily evidenced by proof to be, the individual described in and who executed the within and foregoing instrument and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

GIVEN under my hand and official seal the day and year first above written.





Print Name: Lisa A. Gunderson
NOTARY PUBLIC in and for the state of Idaho,
residing at 101 S. Wright Blvd.
My Appointment Expires: 03/13/2012