

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

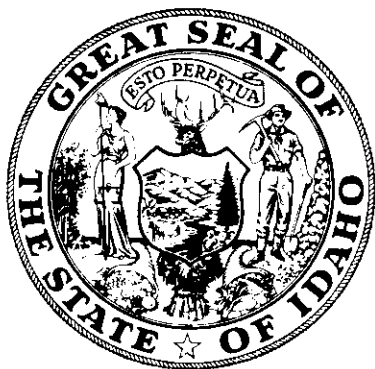
BAY SHORES INC.

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 BAY SHORES 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 December 15, 19 83.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

BAY SHORES INC.

In compliance with the requirements of the Idaho Code and the undersigned, all of whom are residents of the State of Idaho, and citizens of the United States of America, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a Corporation, not for profit, pursuant to Idaho Code, hereby certify the following:

ARTICLE I

The name of the corporation is Bay Shores Inc., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 2873 Master Drive Coeur d'Alene, Idaho, 83814.

ARTICLE III

Terry G. Herr whose address is 2873 Master Drive, Coeur d'Alene, Idaho, 83814, is hereby appointed and the initial registered agent of this association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the member thereof, and the specific purposes for which it is formed are to provide for the creation, preservation, and maintenance and upkeep, and the continued use of Docks and beach located within a duly recorded and platted subdivision in the Sander's Rockford Bay Development Third Edition, County of Kootenai, State of Idaho, and to promote the safe and beneficial use of said Docks and Beach to this end to do the following:

(a) exercise all of the powers and privileges and to perform all the duties and obligations of the Association;

(b) fix, levy, collect and enforce payment by any lawful means all charges or assessments; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(c) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Idaho by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot of record, including contract sellers, or any property included within the Rockford Bay Third Edition, shall become a member of this Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. The developer who holds lots for sale will have the option of voluntarily joining the Association.

ARTICLE VI

The Association shall have one class of voting membership; members shall be all owners and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, and desires to do so, such person may join the Association. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Terry G. Herr, 2873 Master Drive, Coeur d'Alene, Idaho, 83814
Chuck Miller, Rt. 1 Box 3983, Rockford, Washington, 99030
Glen Haverwas, Star Rt. Rockford Bay Coeur d'Alene, Idaho 83814

There shall be annual election of the members of the Board of Directors at the annual meeting, and each Board of Director shall serve one (1) year.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than **all** (100%) of the members thereof, including the declarant. Upon dissolution of the Association other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for the purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

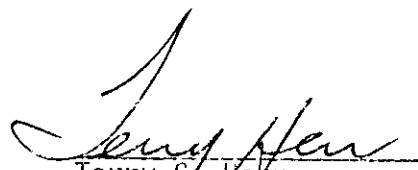
The corporation shall exist perpetually.

ARTICLE X


AMENDMENTS

Amendments of these Articles shall require the assent of seventy-five percent(75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, we the undersigned, constituting the incorporation of this Association, have executed these Articles of Incorporation this 23 day of November, 1983


Terry G. Herr


Chuck Miller


Glen Hauerwas

STATE OF Idaho

County of Kootenai

On this 23 Day of November, 1983, before me,
the undersigned Notary Public, personally appeared Terry Herr, Chuck Miller,
Glen hauerwas, known to me to be the persons whose names are subscribed to the
foregoing instrument, and acknowledged to me that they executed the same.

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

Nana Kensing
Notary Public For Idaho
Residing at Shayden Lake, Id

List of Lot Owners.

Lot 1 - Blk. 1
Margaret R. Meyers
W. 3511 Lockwood Rd.
Spokane, Washington 99206

Lot 2 - Blk. 1
Bob M. and Mary L. Busch
E. 2615 40th Ave.
Spokane, Washington 99203
Ph. 448-8240

Lot 3, Blk. 1
Dean D. and Dorothy K. Boston
Star Rt. Rockford Bay
Coeur d'Alene, Idaho 83814
Ph. 1-208-667-4902

Lot 5, Blk. 1
Chuck Miller
Rt. -1, Box 38 B3
Rockford, Washington 99070
Ph. 221-3250

Lot 7, Blk. 1
William James
811 Northshore Rd.
Lake Oswego, Oregon 97034

Lot 14, Blk. 1
James E. Dotson
5525 S. Pittsburg
Spokane, Washington 99203
Ph. 448-8726

Lot 15, Blk. 1
David P. Cook
3308 S. 3rd St.
Missoula, Montana 59801
Ph. 1-406-721-7254

Lot 17, Blk. 1
Robert C. Wright
12618 N. E. 154th
Woodenville, Wa. 98072
Ph. 206-488-0863

Lot 18, Blk. 1
Cecil E. Leidie
3971 Jefferson St
Carlsbad, Calif. 92008

Lot 1, Blk. 2
Terry G. Herr
2863 Master Dr.
Coeur d'Alene, Idaho 83814
Ph. 765-4525(208)

Lot 5, Blk. 2
Glen & Dolores Hauerwas
Star Rt. Rockford Bay
Coeur d'Alene, Idaho 83814
Ph. 1-208-664-0855