

FILED/EFFECTIVE
ARTICLES OF INCORPORATION

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2002 AUG 23 AM 9:01

OF

STATE OF IDAHO

SAVE HAYDEN, INC.

The following Articles of Incorporation are hereby adopted pursuant to the Idaho Non-Profit Corporation Act.

ARTICLE I.

The name of this corporation is Save Hayden, Inc.

ARTICLE II.

This is a non-profit corporation organized under Chapter 3, Title 30, Idaho code with members.

ARTICLE III.

This corporation shall have perpetual duration.

ARTICLE IV.

The purposes and objectives for which this corporation is formed are the following:

1. To take all necessary action to protect the waters and watershed of Hayden Lake, the riparian properties and the watershed.
2. To prepare and enhance the aesthetic and recreational amenities of the waters, shoreline and adjacent lands to Hayden Lake.

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3. To protect the property values of the membership and to take whatever action is necessary to cause any person or entities who have or are damaging Hayden Lake to remediate and repair the damages and to compensate any one who has suffered losses because of damage.

4. To undertake and conduct any other community non-profit action for the benefit of the public.

ARTICLE V.

The names and addresses of the individuals who shall serve as directors and who shall continue to serve as directors until their successors are elected and shall qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Linda Felsing	11012 Lakeview Drive Hayden Lake, Idaho 83835
Dave Weinstein	12155 Rimrock Hayden Lake, Idaho 83835
Mike Piper	East 3500 Lancaster Rd Hayden Lake, Idaho 83835
Stan Snyder	12020 N Rimrock Hayden Lake, ID 83835

ARTICLE VI.

The street address of the initial registered office and the initial registered agent is:

Linda Felsing
11012 Lakeview Drive
Hayden Lake, ID 83835

Linda Felsing is the incorporator of Save Hayden, Inc.

ARTICLE VII.

This is a membership corporation and the management of its affairs is vested in the members as provided by Idaho Code §§30-3-11 and 3-3-17. The membership fees and conditions shall be established by the By-Laws.

ARTICLE VIII.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the corporation shall have the power to make reimbursement for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article IV hereof.

ARTICLE IX.

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 charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, as the board of directors shall determine. Any 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.

ARTICLE X.

The corporation shall have the following powers:

1. To sue and be sued before competent tribunals at the will of the directors of membership.
2. To own, buy, sell, lease, assign, mortgage, hypothecate and by all lawful acts, deal in real and personal property, including the erection and maintenance of buildings and the obtaining of personal property which would further the interests of the corporation.
3. To establish bank accounts, charge dues and fees, solicit money, engage in non-profit enterprises, raise money, hire and fire employees, make loans, acquire loans, deal in choices of action, and engage in any enterprises

connected to the purpose herein established in any lawful way, so long as the same are of a non-profit nature.

4. To issue bonds, notes and other instruments of debt and to deal in the stocks, bonds, notes, mortgages and debt instruments of any other person, firm or corporation.

5. To join or merge with any other group, firm association or corporation, non-profit in nature, whose purposes are not in conflict with those herein stated.

Dated this 21st day of August, 2002.

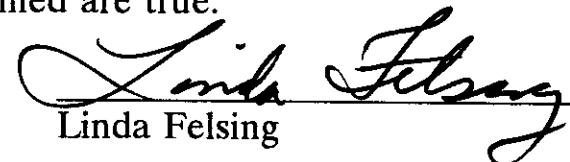


Linda Felsing
Linda Felsing

STATE OF IDAHO)
ss:
County of Kootenai)

Linda Felsing, being first duly sworn, on oath deposes and states:

That she is authorized to and does hereby act as one of the directors and incorporators of Save Hayden, Inc.; that she signed the foregoing instrument, and that the statements therein contained are true.


Linda Felsing

SUBSCRIBED AND SWORN to before me this 21 day of August, 2002.


Notary Public for Idaho
Residing at Coeur d'Alene
My Commission Expires: 7/31/03

