

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

ECHO BAY ROAD IMPROVEMENT 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 _____

ECHO BAY ROAD IMPROVEMENT 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 01, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Kavala

Corporation Clerk

ARTICLES OF INCORPORATION

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SEC. OF STATE

OF

ECHO BAY ROAD IMPROVEMENT ASSOCIATION, INC.

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is ECHO BAY ROAD IMPROVEMENT ASSOCIATION, INC.

SECOND: The period of this corporation's duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to conduct the business of maintaining a roadway servicing its shareholders real property and collecting and disbursing funds of the shareholders. This corporation shall be non-profit.

FOURTH: Provisions denying preemptive rights are: Pursuant to the By-Laws.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of the par value of \$1.00.

SIXTH: Provisions for the regulation of the internal affairs of the corporation: Pursuant to By-Laws.

SEVENTH: The address of the initial registered office of the corporation is HC02, Box 117, Harrison, Idaho 83833, and the name of the registered agent at such address is Robert L. Moffett.

EIGHTH: The number of directors for the corporation shall be not less than two (2), nor more than five (5). The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Holden Y. Mitchell	810 Sherman Avenue, Coeur d'Alene, Idaho 83814
Robert L. Moffett	HC02, Box 117, Harrison, Idaho 83833
Dale Dennis	Box 2323, Coeur d'Alene, Idaho 83814

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Holden Y. Mitchell	810 Sherman Avenue, Coeur d'Alene, Idaho 83814

DATED this 28th day of June, 1991.

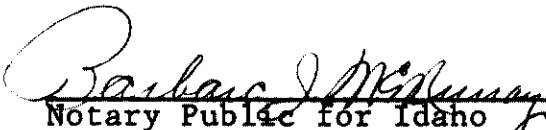


Holden Y. Mitchell

STATE OF IDAHO)
County of Kootenai) ^{ss.}

On this 28th day of June, 1991, before me, the undersigned Notary Public, personally appeared HOLDEN Y. MITCHELL, known or identified to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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


Notary Public for Idaho
Residing at Coeur d'Alene
My Commission expires: 8-27-92