

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION**

2009 NOV -9 PM 3: 39

**OF**

SECRETARY OF STATE  
STATE OF IDAHO

**SUNNY HILLS WATER ASSOCIATION, INC.**

The undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation to the Secretary of State.

**ARTICLE 1: Name**

The name of the corporation shall be: Sunny Hills Water Association, Inc.

**ARTICLE 2: Purposes and Powers**

This corporation is organized for the basic purpose to do all things reasonable and proper in the operation of a nonprofit corporation within the State of Idaho.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

This corporation is a nonprofit corporation under the laws of the state of Idaho, and is not formed for pecuniary profit. No part of the income or assets of the corporation are distributable to or for the benefit of its Incorporators, Directors, or Officers, except to the extent permissible by law. The corporation shall have all powers allowed by law, including, without limitation, those powers described in Section 30-2-24 of the Idaho Code, as amended and supplemented.

**ARTICLE 3: Registered Office and Agent**

The address of the registered office of the corporation is: 110 Wallace Avenue, Coeur d'Alene, Idaho 83814, and the name of the initial registered

ARTICLES OF INCORPORATION OF SUNNY HILLS WATER ASSOCIATION, JIMMY SECRETARY OF STATE

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agent is: Mark A. Jackson.

#### **ARTICLE 4: Directors**

The number of directors that shall constitute the Board of Directors of the corporation shall be fixed by the Bylaws, but in any event shall not be less than three (3). The number of directors constituting the Initial Board of Directors of the corporation shall be three (3), and the names and addresses of these persons who are to serve as directors until their successors are elected and shall qualify are:

1. Allan & Darcie Brandvein, 13789 N. Orca Trail, Hayden Lake, Idaho 83835
2. Bill & Esther Erlenbusch, 13778 N. Orca Trail, Hayden Lake, Idaho 83835
3. John & Deelaine Peterson, 14205 N. Taylors Terrace Road, Hadyen Lake, Idaho 83835

#### **ARTICLE 5: Incorporator**

The name and address of the initial incorporator is Mark A. Jackson, of 110 Wallace Avenue, Coeur d'Alene, Idaho 83814.

#### **ARTICLE 6: Mailing Address**

The mailing address of the corporation shall be 13789 N. Orca Trail, Hayden Lake, Idaho 83835.

#### **ARTICLE 7: Membership**

The corporation shall have no members and shall exist perpetually or until dissolved according to law.

#### **ARTICLE 8: Dissolution and Distribution**

Upon the dissolution of the corporation the assets of the corporation shall be distributed to creditors pursuant to Sections 30-3-114 and 30-3-115 of the Idaho Code. Upon winding up and dissolution of the corporation, and paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be donated to the City of Hayden Lake.

### **ARTICLE 9: Non-stock Corporation**

The corporation shall not issue certificates of stock and no dividends or pecuniary profits shall be declared or paid to the Incorporators and Directors thereof.

### **ARTICLE 10: Bylaws**

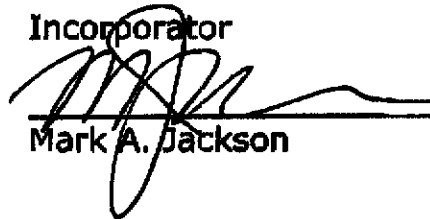
Provisions for the regulation for the internal affairs of the corporation shall be set forth in the Bylaws.

### **ARTICLE 11: Amendment to Articles**

These Articles may be amended only upon at least a 2/3 vote of the Directors.

DATED this 9 day of November, 2009.

Incorporator

  
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Mark A. Jackson