

FILED EFFECTIVE

ARTICLES OF INCORPORATION

OF

07-SEP-10 AM 8:47

LAKE FOREST TOWNHOMES HOMEOWNERS ASSOCIATION, INC.
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized 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 - NAME

The name of the corporation is Lake Forest Townhomes Homeowners Association, Inc.

ARTICLE II - NONPROFIT STATUS

The Corporation is a nonprofit corporation.

ARTICLE III - PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Coeur d'Alene, County of Kootenai, and in the State of Idaho. The address of the initial registered office is 2120 North Third Street, Coeur d'Alene, Idaho, 83814, and the name of the initial registered agent at this address is Andrew Golmicz.

ARTICLE V - PURPOSES

The purpose for which the Corporation is organized and will be operated are as follows:

A. The exercise of all the powers and privileges and the performance of all the duties and obligations of the Corporation as set forth in any Declaration of Covenants, Conditions and Restrictions for the Pheasant Run Subdivision, as may be recorded in the official records of Kootenai County, Idaho (the "Declaration"), as amended from time to time.

B. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act, subject only to limitations in the Bylaws and the Declaration and the amendments and supplements thereto.

ARTICLE VI - MEMBERS

Each person or entity holding fee simple interest of record to a Building J at the address

ARTICLES OF INCORPORATION OF LAKE FOREST TOWNHOMES HOMEOWNERS ASSOCIATION, INC.

IDAHO SECRETARY OF STATE
09/10/2007 05:00
CK: 16418 CT: 45082 BH: 1874767
30.00 = 30.00 INC NONP # 4

C175677

contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Building Lot located in the Pheasant Run Subdivision. There shall be one (1) membership in the Corporation for each Building Lot located in the Pheasant Run Subdivision. Members of the Corporation must be and remain owners of Building Lots within the Pheasant Run Subdivision.

ARTICLE VII - VOTING RIGHTS

The Corporation shall have two (2) classes of voting membership.

(A) Class A Members. The Class A Members shall be owners of Building Lots within the Pheasant Run Subdivision, except for Grantor (as defined in the Declaration). The Class A Members shall be entitled to one (1) vote for each Building Lot owned by such Class A Members on the day of the vote.

(B) Class B Members. Grantor shall be the Class B Member, and shall be entitled to five (5) votes for each Building Lot owned by Grantor within the Pheasant Run Subdivision. The Class B Member shall cease to be a voting Member in the Corporation at the earlier of: (1) the Class B Member holds no more than ten percent (10%) of the Building Lots within the Pheasant Run Subdivision; or (2) ten (10) years from the date the first Building Lot within the Pheasant Run Subdivision is conveyed by Grantor.

ARTICLE VIII - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

Tom Sinclair, 4570 Maureen Circle, Livermore, CA, 94551
Sandra Jones, 1088 Willow Lake Loop, Coeur d'Alene, ID, 83815
Steve Figueiredo, PO Box 338, Livermore, CA, 94550

ARTICLE IX - ASSESSMENTS

Each Member shall be liable for the payment of Assessments provided for in the Declaration and as otherwise set forth in the Bylaws of the Corporation.

ARTICLE X - DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Corporation shall be wound up and liquidated pursuant to the provisions of Idaho Code §30-3-113 and successive legislation. After satisfying liabilities, disposing of properties that will not be distributed in kind, returning, transferring, or conveying assets held by the Corporation upon a condition requiring a return, transfer or conveyance, the balance of corporate assets shall be transferred to the Members.

ARTICLE XI - PROVISIONS OF IDAHO NONPROFIT CORPORATION ACT

All provisions of the Idaho Nonprofit Corporation Act shall apply to this corporation except to the extent that they are contradicted by these Articles of Incorporation or by the Bylaws.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator is Tom Sinclair, 4570 Maureen Circle, Livermore, CA, 94551.

ARTICLE XIII - BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors. Neither these Articles nor the Bylaws of the Corporation shall be amended or otherwise changed or interpreted to be inconsistent with the Pheasant Run Condominiums Owners Association Declaration.

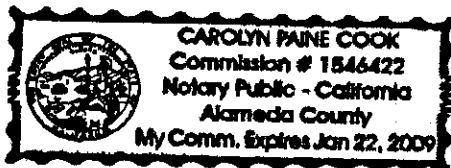
The undersigned, acting as incorporator of a nonprofit corporation under the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the foregoing Articles of Incorporation.

DATED this 17 day of August, 2007.

Tom Sinclair
TOM SINCLAIR, Director

SUBSCRIBED AND SWORN to before me this 17 day of August, 2007.

Carolyn Paine Cook
Notary Public for CA
Comm. Expires: 1-22-09



STEPHEN B. McCREA

ATTORNEY AT LAW
608 Northwest Blvd., Suite 101
P.O. Box 1501
Coeur d'Alene, ID 83816-1501
Telephone (208) 666-2594
FAX (208) 664-4370
Email: sbmccrea@cda.twcbc.com

TRANSMITTAL MEMORANDUM

TO: *Nicole*
RE: *Lake Forest Townhomes*
FAX: *208-334-2080*

Please take the following action:

- Review the enclosed documentation. Please call should you have any questions
- Contact this office upon receipt of the enclosed materials.
- Please call to schedule and appointment for 7-10 days before the date of your hearing. You must be present at this hearing.
- Per your request.
- For your file.
- Please sign and return to this office.

Dated this *20* day of *Sept*, 200*7*.

Jessie Ingram

The information contained in this facsimile message is information protected by attorney-client product privilege. It is intended only for the use of the individual named above and the privileges are not waived by virtue of this having been sent by facsimile. If the person actually receiving this facsimile or any other reader of the facsimile is not the named recipient or the employee or agent responsible to deliver it to the named recipient, any use, dissemination, distribution, or copying of the communication is strictly prohibited. If you have received this communication in error, please immediately notify us by telephone and return the original message to us at the above address via US Postal Service.