

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

ROCKFORD BAY TERRACE COMMUNITY, INC.

was filed in the office of the Secretary of State on the **Twenty-first** day
of **March** A. D. One Thousand Nine Hundred **Sixty-six** and
~~will be~~ ~~/is~~ duly recorded on ~~Film No.~~ **microfilm** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at

Coeur d'Alene, in the County of **Keetomai**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative
Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **21st** day of **March**,
A.D., 19 **66**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
ROCKFORD BAY TERRACE COMMUNITY, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being citizens of the United States of America and all of legal age, do and have this day voluntarily associated ourselves together for the purpose of forming a non-profit cooperative corporation under the provisions of Chapter 10, Title 30, Idaho Code, of the laws of the State of Idaho, and do hereby certify:

ARTICLE I.

The name of this corporation shall be:

ROCKFORD BAY TERRACE COMMUNITY, INC.

ARTICLE II.

The objectives and purposes for which this corporation is formed are as follows:

To buy, sell, lease, acquire, own, maintain and improve real and personal property for the mutual use, enjoyment and benefit of the members hereof;

To build, own, maintain, buy and sell a water system and to distribute water as a non-profit venture to the members hereof and, under certain conditions, to non-members;

To build, own, maintain, buy and sell boat docks and moorages for the benefit and use of the members hereof;

To borrow money when necessary;

To pledge, mortgage or secure property of said corporation as security for the payment of any money borrowed for the use and benefit of this corporation.

To exercise without limitation all of the powers granted by the laws of the State of Idaho unto a corporation of this character and to do everything necessary and suitable and useful for the accomplishment of any one or more of the objectives herein stated, or which shall at any time appear to be conducive to or expedient for the benefit of this corporation;

To limit the number of members of this corporation by proper by-laws and to set forth and determine the qualifications of membership;

To hire and employ personnel and pay thereunto salaries or wages for work performed in the furtherance of the purposes and intents of this corporation; and

To enter into leases, contracts and agreements with any individual, corporation, association or partnership to carry out the purposes and interests of this corporation.

ARTICLE III.

The registered head office and place of business and post office address of this corporation shall be:

Star Route, Rockford Bay, Coeur d'Alene, Kootenai County, Idaho

ARTICLE IV.

The term for which this corporation shall exist shall be perpetual after this incorporation.

ARTICLE V.

There is to be no capital stock or shares of stock issued by this corporation and pecuniary gain or profit is not an objective of this corporation. It is further certified that no officer, member or representative of this corporation shall be entitled to any remuneration

by virtue of being an officer, member or director of this corporation, except and as provided that said person did labor for and on behalf of said corporation which would require the employment of individuals at an hourly wage to perform the same service.

ARTICLE VI.

The members of this corporation shall be the directors hereinafter named and such other persons, individuals, firms, partnerships or corporations subscribing to these articles, aiding the corporation or contributing to its funds and accepting its articles and by laws and all lawful regulations adopted. All members shall have and retain one vote only and no membership in this corporation can be sold, assigned or transferred. The rights and interests of all members shall be equal.

ARTICLE VII.

In lieu of issuing stock, there shall be issued unto the subscribing members hereunder, certificates of membership, which certificates shall be non-transferable, non-assignable and non-assessable.

ARTICLE VIII.

The by laws of this corporation may, in addition to other provisions, provide for the number and qualification of members, the terms and conditions of admission, the time, mode, conditions and effect of expulsion or withdrawal from and restoration to membership, admission fees, monthly charges and dues, and for reimbursement for services rendered to and expenses incurred on behalf of the coporation by any member or officer of the corporation, and such other rules and regulations as are not repugnant to the laws of the State of Idaho.

ARTICLE IX.

There shall be five directors of this corporation, and the names and addresses of the persons who shall act in that capacity until the election of their successors are as follows:

Herbert J. Webb	Rockford Bay Star Route, Coeur d'Alene, Idaho
Donald E. Brock	" " " "
Richard N. Sherwin	" " " "
Robert R. Schnurr	N 4610 Driscoll Blvd., Spokane, Washington
John W. Holland	N 511 Greenacres Rd., Greenacres, Washington

ARTICLE X.

In the event of the dissolution of this corporation, all of the assets, properties and moneys thereof or thereunto belonging shall be distributed to such charity or charities as may be recognized under Section 170 of the United States Internal Revenue Code, the particular charity or charities to be determined by a majority vote of the members of the corporation at a meeting called for that purpose.

ARTICLE XI

These articles and the by laws of the corporation may be amended in the manner set forth and provided in the by laws for such amendment.

IN WITNESS WHEREOF, the persons who are to act in the capacity of directors of this corporation have, as incorporators, hereunto set their hands this 1st day of February, 1966.

Herbert J. Webb
Donald E. Brock
Richard N. Sherwin
Robert R. Schnurr
John W. Holland

STATE OF IDAHO)
: ss.
County of Kootenai)

On this 1st day of February, 1966,
before me, the undersigned Notary Public, personally appeared
HERBERT J. WEBB, DONALD E. BROCK, and RICHARD N. SHERWIN,
known to me to be the persons who executed the foregoing Articles
of Incorporation and acknowledged to me that they signed the same.

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

Tay Judge
Notary Public for Idaho
residing at Coeur d'Alene.
My commission expires: 1/29/70

STATE OF Washington)
:
County of Spokane)

On this 8 day of February, 1966,
before me, the undersigned Notary Public, personally appeared
Robert R. Schnurr and John W. Holland, known to me to be the
persons who executed the foregoing Articles of Incorporation and
acknowledged to me that they signed the same.

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

Richard R. Grua
Notary Public for Washington
residing at Spokane
My commission expires: Oct 12, 1967