

State of Idaho

Department of State

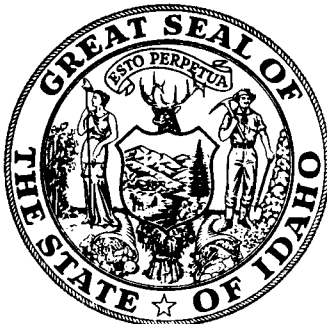
CERTIFICATE OF AMENDMENT OF

TWIN LAKES VILLAGE PROPERTY ASSOCIATION, INC.
File Number C 48347

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of TWIN LAKES VILLAGE PROPERTY 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: September 6, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley J. Clark

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(c) Pay all expenses and obligations incurred by the Association in the conduct of its business, including, without limitation, all licenses, taxes or governmental charges levied or imposed against the Association property;

(d) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, exchange, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(e) Make contracts and incur liabilities, borrow money and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(f) Dedicate, sell, transfer, or grant easements over all or any part of any Association Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Members;

(g) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional property to the property managed by the Association;

(h) Have and exercise any and all powers, rights, and privileges which a corporation organized under the Nonprofit Act of the State of Idaho by law may now or hereafter have or exercise.

ARTICLE IV MEMBERS

Membership shall be in accordance with these Articles of Incorporation and the Bylaws of the Association.

1. Transferred Membership. Membership in the Association shall not be transferred, pledged, or alienated in any way, except upon the transfer of ownership of the Lot or Unit to which it is appurtenant, and then only to the new Owner. Any attempt to make a prohibited transfer is void. In the event the Owner of any Lot or Unit should fail or refuse to transfer the membership registered in his name to the purchaser of his Lot or Unit, the Association shall have the right to record the transfer upon its books and thereupon the old membership outstanding in the name of the seller shall be null and void.

2. Class of Membership. The Association shall have one class of membership established according to the Amended Declaration of Covenants, Conditions and Restrictions according to the following:

2. ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

The Association shall have one class of voting membership consisting of the Owners of residential (single-family, multi-family, and condominium) Lots or Units. Voting rights of the members in the Association shall be in the same proportion as the square footage of land in the plat owned or being purchased by the Member bears to the total square footage of land in the Plat, exclusive of common areas. For purposes of Owners of Units in any condominium ownership and/or multi-family lots, ownership shall be deemed to be one member, and the vote cast for such membership shall be cast in a block by some person designated by the particular condominium association. In the event there are multi-family Units which comprise of one Lot, those multi-family Units shall have one vote for the Lot and the owner of the Lot must decide how their vote shall be cast.

3. Limitation of Payment to Dissenting Member. Membership in the Association is appurtenant to and cannot be segregated from ownership of a Lot or Unit within the jurisdiction of the Association. Except upon dissolution of the Association, a dissenting Member shall not be entitled to any return of any contribution or other interest in the Association.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Association shall be at E. 2600 Village Blvd., Rathdrum, Idaho 83858, and the registered agent at such address shall be Tana Van Assen.

ARTICLE VI BOARD OF DIRECTORS

The affairs of this Association are presently managed by a Board of seven (7) Directors, who are either Members of the Association or agents of the Declarant. The number of Directors may be changed by the Amendment of the Bylaws of the Association. The names and addresses of the individuals who are presently the Directors of the Association until the selection of their successors, are:

	<u>Name</u>	<u>Address</u>
1.	Darlene R. Judd	2655 E Village Blvd. Rathdrum, Idaho 83858
2.	Thomas R. Royer	2425 E Lakeview Court Rathdrum, Idaho 83858
3.	William D. Chisholm	5080 N Circle Road Rathdrum, Idaho 83858
4.	Robert A. Bonuccelli	P O Box 141449 Spokane, WA 99214

3. ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

5. Robert D. Burkhart 3000 E Village Blvd #13
Rathdrum, Idaho 83858
6. Beverly J. Hudson 3000 E Village Blvd #4
Rathdrum, Idaho 83858
7. Charles R. Potts, Jr. 2495 E Viewpoint Dr #20
Rathdrum, Idaho 83858

ARTICLE VII
DISSOLUTION

In the event of dissolution, liquidation or winding up of the Association, after paying or adequately providing for the debts and obligation of the Association, the Directors or person in charge of liquidation shall divide the remaining assets among the members in accordance with their respective rights thereto as established in the Declaration.

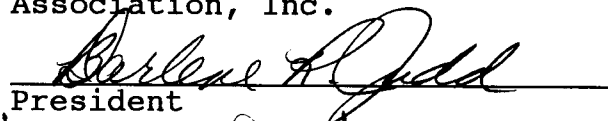
ARTICLE VIII
AMENDMENT OF ARTICLES

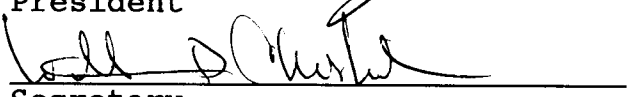
These Articles may be amended at any time and in any manner by the vote or written assent of at least 66 2/3 of the voting power of the Association (represented at a meeting for such purpose in person or by proxy); provided, however, that the percentage of the voting power necessary to amend a specific clause or provision herein shall not be less than the percentage if affirmative votes prescribed for action to be taken under said clause or provision; and provided further, that any such amendment shall not be inconsistent with the law.

ADOPTION OF ARTICLES OF AMENDMENT

The above Article of Amendment of the Article of Incorporation were adopted at a meeting of the Association held on October 21, 1993, at which a quorum of the voting membership was present, and the resolution to adopt such Articles of Amendment received at least 66 2/3 of the votes which members present at such meeting in person or by proxy were entitled to cast.

DATED this 18th day of November, 1993.
Twin Lakes Village Property
Association, Inc.


President


Secretary

4. ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION

STATE OF IDAHO)

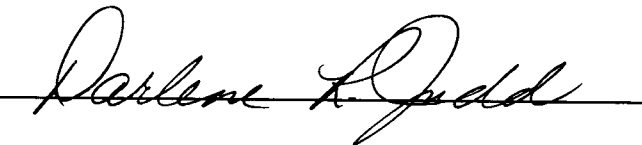
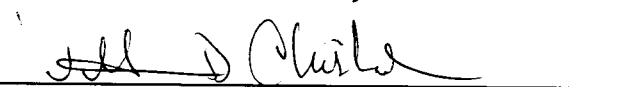
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County of Kootenai)

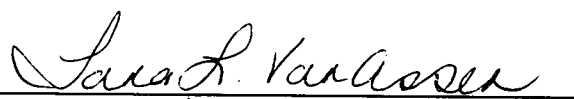
COMES NOW Darlene R. Judd and William D. Chisholm,
and after being first duly sworn on oath, dispose and state:

That they are the President and Secretary, respectively, in
the above entitled matter, that they have read the above and
foregoing document, know the contents thereof and believe the
same to be true and correct.

DATED this 18th day of November, 1993.

SUBSCRIBED AND SWORN to before me, Tara L. VanAssen
this 18th day of Nov, 1993, a Notary Public for the State of Idaho


Notary Public for Idaho
Residing in: Rathdrum
Commission Expires: 5-19-99

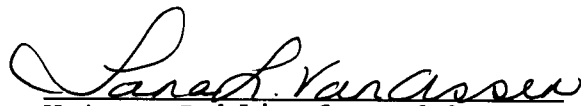
STATE OF IDAHO)

ss.

County of Kootenai)

On this 18th day of November, 1993, before me,
Lana L. Van Asser, a Notary Public for the State of
Idaho, personally appeared Darlene R. Judd and William D. Christolm,
known or identified to me to be the persons whose names are
subscribed to the foregoing instrument and acknowledged to me
that they executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and seal the
day and year in this certificate first above written.


Notary Public for Idaho
Residing in: Rathdrum
Commission Expires: 5-19-99