

State of Idaho

Department of State

**CERTIFICATE OF AMENDMENT
OF**

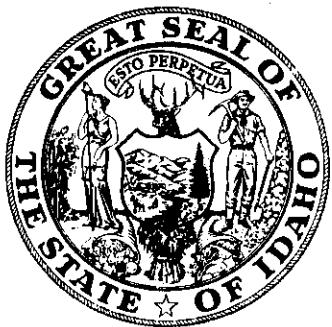
KULLYSPELL ESTATES WATER ASSOCIATION, INC.

File Number C 62704

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 KULLYSPELL ESTATES WATER ASSOCIATION, INC., changing the corporate name to KULLYSPELL ESTATES PROPERTY OWNERS ASSOCIATION, INC., duly signed and verified 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: March 30, 1995



Pete R. Enrancia
SECRETARY OF STATE

By Tracy Herold

RECEIVED
KULLYSPELL ESTATES WATER ASSOCIATION, INC.
P. O. Box 4088 895
Hope, ID 83356-0404

March 27, 1995

STATE OF STATE
IDAHO SECRETARY OF STATE
19950330 0900 76141 2
OK #: no name CUST# 45569
CORP
30.00 = 30.00

Secretary of State
Room 203, Statehouse
P. O. Box 83720
Boise, ID 83720-0080

Dear Sir:

This letter constitutes a request by the Kullyspell Estates Water Association, Inc., an Idaho Corporation, to become the Kullyspell Estates Property Owners Association, Inc. A notarized true copy of the instrument of amendment filed with the Bonner County Clerk is attached.

Copies of the attached amendment to the covenants were furnished to property owners on October 2, 1993 with a ballot on which to record their decisions. On February 20, 1994, the Board of Directors of the Kullyspell Water Association advised the membership of the results of voting on the amendment. The result of the voting was:

40 Yes

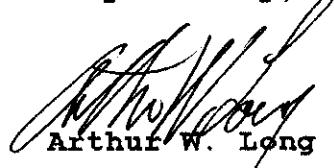
8 No

1 Abstention (Property was in escrow)

A check in the amount of \$30.00 is attached to cover the fee for this requested action.

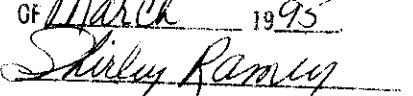
If additional information is required, please contact the undersigned. Thank you for your attention to this matter.

Respectfully,


Arthur W. Long
President
(208) 264-5344


Pollie Quinn
Secretary
(208) 264-5121

Attachments:
as

STATE OF IDAHO, BONNER COUNTY
SWORN BEFORE ME THE 28th DAY
OF March 1995

NOTARY PUBLIC
MY COMMISSION EXPIRES 11-10-98