

**ARTICLES OF INCORPORATION
OF
SLEEP'S CABINS CONDOMINIUM OWNERS ASSOCIATION, INC.**

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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").

SECRETARY OF STATE
STATE OF IDAHO

ARTICLE I - NAME

The name of the Corporation is: Sleep's Cabins Condominium Owners Association, Inc. (hereinafter, the "Association").

ARTICLE II - NONPROFIT STATUS

The Association is a nonprofit membership corporation.

ARTICLE III - PERIOD OF DURATION

The period of duration of the Association is perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The location of the Association is in Bonner County, Idaho. The address of the initial registered office is 231 Lakeshore Drive, Sagle, ID 83860, and Tawnie L. Sleep is hereby appointed the initial registered agent of the Association.

ARTICLE V - PURPOSES

The purposes for which the Association 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 Association as set forth in the Declaration of Covenants, Conditions, Restrictions and Reservations for Sleep's Cabins Condominium ("Declaration"), to be recorded in the official records of Bonner County, Idaho, said Declaration being incorporated herein as if set forth at length.
- 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.
- C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Association to carry on any business other than the business of carrying on the business of the Association.

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on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

ARTICLE VI - LIMITATIONS

No part of the net earnings or the assets of the Association shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Association shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VII - MEMBERS

Each person or entity holding fee simple interest of record to a Unit (as defined in the Declaration) which is a part of the Sleep's Cabins Condominium, and sellers under executory contracts of sale, but excluding those having such interest merely as security for the performance of an obligation, shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit located in the Condominiums. Except for the Class B Member, there shall be one (1) membership in the Association for each Unit located in the Condominium. Members of the Association must be owners of Units within the Condominium.

ARTICLE VIII - VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A Members. The Class A Members shall be the owners of Units within the Condominium, except for Declarant (as defined in the Declaration). The Class A Members shall be entitled to one (1) total vote for each Unit owned by such Class A Members on the day of the vote, notwithstanding that any Unit may be owned by more than one (1) person or entity.

Class B Member. Declarant shall be the Class B Member, and shall be entitled to five (5) votes for each Unit owned. The Class B Member shall be a voting Member in the Association so long as Declarant is completing improvements within the Project or owns any Units or other land in the Project.

ARTICLE IX - BOARD OF DIRECTORS

The affairs of the Association shall be managed by its Board of Directors comprised of not less than three (3) Members, who need not be members of the Association. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Association's Bylaws, but in no event shall the number be less than three (3). 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 Association.

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

<u>NAME</u>	<u>ADDRESS</u>
Brent W. Sleep	231 Lakeshore Drive Sagle, ID 83860
Tawnie L. Sleep	231 Lakeshore Drive Sagle, ID 83860
Kia Nikol Cook	3915 E. 16 th Ave. Spokane, WA 99223
Brandon L. Sleep	231 Lakeshore Drive Sagle, ID 83860

ARTICLE X - 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 Association.

ARTICLE XI - DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Association, distribute all the assets of the Association consistent with the purposes of the Association to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(12) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Association is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Association.

ARTICLE XII - INCORPORATORS

The names and street addresses of the incorporators are:

Brent W. Sleep, 231 Lakeshore Drive, Sagle, ID 83860

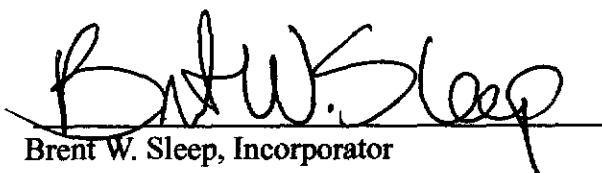
Tawnie L. Sleep, 231 Lakeshore Drive, Sagle, ID 83860

ARTICLE XIII - BYLAWS

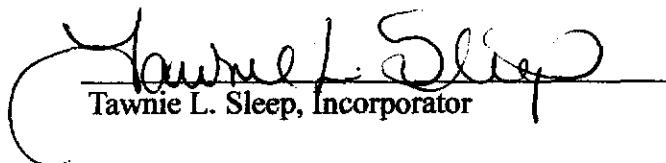
The Association shall adopt Bylaws containing provisions for the regulation of the internal affairs of the Association that are not inconsistent with law, these Articles or the Declaration. The Board of Directors of the Association shall be authorized to amend the Association's Bylaws at a properly noticed special or regular meeting of the Board of Directors. Neither these Articles nor the Bylaws of the Association shall be amended or otherwise changed or interpreted to be inconsistent with law or the Declaration.

The undersigned, acting as incorporators of a nonprofit corporation under the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Articles of Incorporation:

DATED this 13th day of May, 2011.



Brent W. Sleep, Incorporator



Tawnie L. Sleep, Incorporator