

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

RIVER PINE ESTATES PROPERTY OWNERS ASSOCIATION, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

RIVER PINE ESTATES PROPERTY OWNERS 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated August 22, 19 88.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*R. Kinaman*

Corporation Clerk

ARTICLES OF INCORPORATION

RECEIVED  
SEC. OF STATE

OF

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RIVER PINE ESTATES PROPERTY OWNERS  
ASSOCIATION, INC.

In compliance with the requirements of the Idaho Non-Profit Corporation Act and related sections of the Idaho Code, the undersigned, all of whom are residents of the State of Idaho and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is RIVER PINE ESTATES PROPERTY OWNERS ASSOCIATION, INC., hereafter called the "Association". This corporation is a non-profit corporation.

ARTICLE II

The principal office of the Association is located at 722 Main Avenue, St. Maries, Idaho 83861, but the corporation may change the location to another place within the State of Idaho and hold its meetings at such places as the By-Laws may provide.

ARTICLE III

THOMAS C. MORRIS, whose address is 722 Main Avenue, St. Maries, Idaho 83861, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservations and architectural control of the residence Lots and Common Area within that certain tract of property described as:

A Portion of Tracts 12, 13, 14, and 15 of St. Maries Garden Tracts, a recorded Subdivision in Benewah County, together with a portion of Government Lot 6 of Section 25, Township 46 North, Range 2 West, B.M. The exterior boundary of these portions and this subdivision is described as:

Beginning at the Center-North 1/16 corner of

Section 36, Township 46 North, Range 2 West. Running thence N 00°37'15" W, along the North-South Centerline of Section 36 and east boundary of St. Maries Garden Tracts, a distance of 909.70 feet; thence West a distance of 291.75 feet; thence North a distance of 150.00 feet; thence West a distance of 91.59 feet to a point on the easterly right-of-way boundary of Rim Rock Drive as hereon platted; thence northeasterly along said right-of-way boundary on a 730.00 foot radius curve left, concave to the west, through a central angle of 05°28'06", an arc distance of 69.67 feet; thence N 12°33'45" E, along said right-of-way boundary, a distance of 87.23 feet to a point on a segment of a culdesac curve; thence along said culdesac on a 60.00 foot radius curve left, concave to the west, through a central angle of 143°18'20", an arc distance of 150.07 feet; thence leaving said culdesac, N 11°32'30" W a distance of 19.33 feet to a point on the line common to said Sections 25 and 36, from which point the 1/4 Corner common to those sections bears N 89°44'15" E - 343.30 feet. Continuing thence N 11°32'30" W a distance of 316.19 feet; thence N 30°25'15" W a distance of 126.20 feet; thence N 00°28'15" E, across Rim Rock Drive a distance of 80.00 feet; thence N 89°31'45" W, along the northerly right-of-way boundary of Rim Rock Drive, a distance of 41.88 feet; thence southwesterly, along said right-of-way boundary on a 140.00 foot radius curve left, concave to the southeast, through a central angle of 83°15'19", an arc distance of 203.43 feet; thence S 07°13'00" W, along said right-of-way boundary, a distance of 479.22 feet; thence leaving said right-of-way boundary N 64°20'45" W a distance of 520.38 feet to a point on the easterly bank of the St. Maries River; thence southwesterly, along said river bank, a distance of 730 feet; thence leaving said river bank S 41°05'45" E a distance of 193.65 feet; thence S 61°12'45" E a distance of 173.78 feet to another point on the westerly right-of-way boundary of Rim Rock Drive; thence S 24°45'45" W, along said right-of-way boundary, a distance of 40.49 feet; thence southeasterly along said right-of-way boundary on a 145.00 foot radius curve left, concave to the northeast, through a central angle of 90°01'22", an arc distance of 227.82 feet; thence S 02°31'15" W a distance of 351.10 feet; thence N 89°53'00" E, along the south line of Tracts 13 and 14 of St. Maries Garden Tracts, a distance of 1,150.00 feet to the point of beginning.

SUBJECT TO AND TOGETHER WITH all current taxes, exceptions, easements, uses, rights of way, restrictions, covenants and reservations apparent or of record.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Benewah County Recorder, St. Maries, Idaho, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

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

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the 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. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit

Corporation Law of the State of Idaho by law may now or hereafter have or exercise.

#### ARTICLE V

#### MEMBERSHIP

Every person or entity who is a record owner of equitable title (or legal title if equitable title has merged) in any Lot which is subject by covenants of record to assessment by the Association shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

#### ARTICLE VI

#### ASSESSMENTS

Assessments, both annual and special, may be levied upon all members, and said assessments must be fixed at a uniform rate for all Lots and may be collected on a monthly or annual basis. The Board of Directors may fix the amount and method and make them payable at such times and intervals and upon such notices and by such methods as the Directors may prescribe. The Board of Directors may make the assessments enforceable by action or by forfeiture of membership, or both, upon notice given in writing at least 30 days before commencement of such action or forfeiture. The Board of Directors may make such assessments secured by a lien upon real property (Lots) to which membership rights are appurtenant.

#### ARTICLE VII

#### VOTING RIGHTS

The association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on the twentieth anniversary of the recordation of the original Declaration of Covenants.

#### ARTICLE VIII

#### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

NAME	ADDRESS
THOMAS C. MORRIS	722 Main Avenue St. Maries, Idaho 83861
WARD J. MORRIS	193 Mutch Creek Road St. Maries, Idaho 83861
WILLIAM BRANT MORRIS	4209 Buckingham Road Coeur d'Alene, Idaho 83814

At the first annual meeting, the members shall elect one (1) director for a term of one (1) year, one (1) director for a term of two (2) years, and one (1) director for a term of three (3) years; and at such annual meeting thereafter, the members shall elect one (1) director for a term of three (3) years. This manner of electing directors shall continue regardless of the number of directors, the objective being to retain some experience on the Board at all times.

#### ARTICLE IX

#### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of

members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE X

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE XI

##### AMENDMENTS

Amendments to these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

#### XII

##### FHA/VA APPROVAL

For a period of three (3) years from the date hereof, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

#### XIII

##### INCORPORATORS

The name and street address of each incorporator is as follows:

NAME	ADDRESS
THOMAS C. MORRIS	722 Main Avenue St. Maries, Idaho 83861
WARD J. MORRIS	193 Mutch Creek Road St. Maries, Idaho 83861
WILLIAM BRANT MORRIS	4209 Buckingham Road Coeur d'Alene, Idaho 83814

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of this Association, have executed

these Articles of Incorporation this 17<sup>th</sup> day of August, 1988.

Thomas C. Morris  
THOMAS C. MORRIS

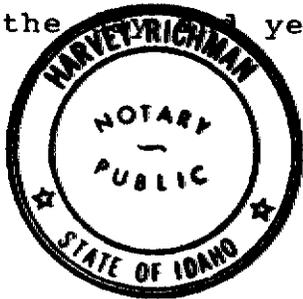
Ward J. Morris  
WARD J. MORRIS

William Brant Morris  
WILLIAM BRANT MORRIS

STATE OF IDAHO <sup>173</sup>  
Notary Public ss.  
County of ~~Benewah~~ <sup>Benewah</sup>)

On this 16<sup>th</sup> day of Aug, 1988, before me, the undersigned, a notary public in and for Idaho, personally appeared WILLIAM BRANT MORRIS ~~THOMAS XXXX MORRIS~~ known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the 16<sup>th</sup> day of Aug year in this certificate first above written.



[Signature]  
Notary Public in and for Idaho  
Residing at: St. Maries, Idaho  
Commission expires: 6/27/93

STATE OF IDAHO <sup>173</sup> COMMISSION EXPIRES 1992  
Notary Public ss.  
County of Benewah )

On this 17<sup>th</sup> day of August, 1988, before me, the undersigned, a notary public in and for Idaho, personally appeared WARD J. MORRIS, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Drenda L. Martin  
Notary Public in and for Idaho  
Residing at: St. Maries, Idaho  
Commission expires: 6/27/93

STATE OF IDAHO )  
County of Benewah ) ss.

On this 17<sup>th</sup> day of August, 1988, before me, the undersigned, a notary public in and for Idaho, personally appeared ~~WILLIAM BRANT MORRIS~~ <sup>THOMAS C. MORRIS</sup>, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

*Drenda L. Martin*  
Notary Public in and for Idaho  
Residing at: St. Maries, Idaho  
Commission expires: 6/27/93