

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

MOUNTAIN MEADOWS 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 MOUNTAIN MEADOWS 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: September 27, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cara Siebel*

ARTICLES OF INCORPORATION  
OF

MOUNTAIN MEADOWS OWNERS' ASSOCIATION, INC.

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KNOW ALL MEN BY THESE PRESENTS that, Brian L. Harvey, being over the age of eighteen (18) years, and for the purposes of forming a corporation under the Idaho Nonprofit Corporation Act, hereby certifies and adopts in duplicate the following Articles of Incorporation:

ARTICLE I  
NAME

The name of the Corporation (hereinafter called the "Association") is MOUNTAIN MEADOWS OWNERS' ASSOCIATION, INC., and it is a nonprofit corporation.

ARTICLE II  
DURATION

The Association shall exist perpetually.

ARTICLE III  
PURPOSES AND POWERS

This Association does not contemplate the distribution of gains, profits, or dividends to its Members. The specific primary purposes for which it is formed are to provide for the acquisition, construction, management, operation, administration, maintenance, repair, improvement, preservation, insurance, and architectural control of Association property within that certain subdivision situated in Benewah County, Idaho, commonly known as Mountain Meadows, and to promote the health, safety and welfare of additions thereto as may hereafter be brought within the jurisdiction of this Association for such purposes, all according to that certain Declaration of Covenants, Conditions and Restrictions, as amended from time to time (the "Declaration") recorded with respect to said property in the Office of the Recorder of Benewah County.

In furtherance of said purposes, this Association shall have power to:

(a) Perform all of the duties and obligations of the Association as set forth in the Declaration;

(b) Fix, levy, collect and enforce Assessments and fines as set forth in the Declaration;

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

#### ARTICLE IV MEMBERS AND MEMBERSHIP

1. Non-stock Corporation. Participation in management and ownership of the Association shall be by membership only. The Association shall issue no stock and shall have no shareholders.

2. Membership. Membership in the Association shall be governed by the Bylaws of the Corporation.

3. Limitation of Payment to Dissenting Member. Membership in the Association is appurtenant to and cannot be segregated from ownership of a Lot 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 1821 Sherman Avenue, Coeur d'Alene, Idaho 83814, and the registered agent at such address is Brian L. Harvey.

#### ARTICLE VI BOARD OF DIRECTORS; INCORPORATOR

The affairs of this Association shall initially be managed by a Board of three (3) Directors, who shall be Members of the Association, or agents of a corporate or other nonindividual Member. The number of Directors may be changed by the amendment of the Bylaws of the Association. The names and addresses of the initial three (3) Directors of the Association until the selection of their successors, are:

**NAME****ADDRESS**

Jerome J. LaLonde	1119 North 7th, P.O. Box 3027, Bozeman, MT
Teddy G. Sanem	1119 North 7th, P.O. Box 3027, Bozeman, MT
Brian L. Harvey	1821 Sherman Avenue, Coeur d'Alene, Idaho

The name and address of the incorporator of this Association is as follows:

**NAME****ADDRESS**

Brian L. Harvey	1821 Sherman Avenue, Coeur d'Alene, Idaho
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**ARTICLE VII  
DISSOLUTION**

In the event of the dissolution, liquidation, or winding up of the Association, after paying or adequately providing for the debts and obligations of the Association, the Directors or person in charge of the liquidation shall divide the remaining assets thereto as established in the Declaration, or if not otherwise established, then one share per Tract.

**ARTICLE VIII  
AMENDMENT OF ARTICLES**

These Articles may be amended at any time and in any manner by the vote or written assent of sixty-seven percent (67%) of the total voting power of the Association; 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 of 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.

For the purpose of forming this Association under the laws of the State of Idaho, the undersigned, being the incorporator of this Association, has executed these Articles of Incorporation on this 20 day of September, 1993.


  
BRIAN L. HARVEY, Incorporator

STATE OF IDAHO            )  
                                  ) ss.  
County of Kootenai        )

On this 20<sup>th</sup> day of September, 1993, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared BRIAN L. HARVEY, known 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.

(SEAL)

  
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Notary Public for the State of Idaho  
Residing in Coeur d' Alene, Idaho  
My commission expires: 4-8-98