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ARTICLES OF INCORPORATION
OF

SPOKANE POINT PROPERTY OWNERS ASSOCIATION INC

IDAHO SECRETARY OF STATE

10/06/1999 09:00
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STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being citizens of the United States of America and of legal age, do and have this day voluntarily associated ourselves together for the purpose of forming a non-profit cooperative corporation under the laws of the State of Idaho, and do hereby certify:

ARTICLE I

The name of this corporation shall be:

SPOKANE POINT PROPERTY OWNERS ASSOCIATION INC.

ARTICLE II

The objectives and purposes for which this corporation is formed are as follows:

- (1) To enforce the DECLARATION OF PROTECTIVE COVENANTS AND RESERVATIONS OF EASEMENTS FOR SPOKANE POINT, AN IDAHO CODE PLAT, as recorded in instrument No. 1606753 recorded on Sept. 17, 1999, records of Kootenai County, Idaho, for the mutual benefit and use of the present and future members of this association;
- (2) To exercise control and perform maintenance to the mutually used roadway system to include stormwater management facilities.
- (3) To establish such other provisions as may be necessary or advantageous to the owners of lots in Spokane Point plat.
- (4) To exercise without limitation all of the powers granted by the laws of the State of Idaho to a corporation of this character and to do everything necessary and suitable and useful for the accomplishment of any one or more of the objectives herein stated, or which shall at any time appear to be conducive to or expedient for the benefit of this corporation and its members;
- (5) To hire or contract personnel and pay moneys for work performed to carry out the purposes and intents of this corporation.

(6) To decide all questions arising between members of the corporation concerning property rights, easements and restrictions on the use of private lots or community assets of this association, resorting to arbitration when necessary to do so: PROVIDED, however, that this provision shall not be construed to prevent any member from having legal issues decided by courts of the State of Idaho.

ARTICLE III

The registered head office, place of business and post office address of this corporation shall be

225 E. PALOUSE RIVER DR MOSCOW ID 83843

the registered agent is JOHN A. FICCA

ARTICLE IV

The term for which this corporation shall exist shall be perpetual after this incorporation.

ARTICLE V

There is to be no capital stock or shares of stock issued by this corporation and pecuniary gain or profit is not an objective of this corporation. It is further certified that no officer, member or representative of this corporation shall be entitled to any remuneration by virtue of being an officer, member or director of this corporation, except and as provided that said person did labor for and on behalf of this corporation which would require the employment of individuals at hourly wages to perform the same service.

ARTICLE VI

This corporation shall be and is the "Property Owners Association" provided for in Section 13 of the DECLARATION OF PROTECTIVE COVENANTS AND RESERVATIONS OF EASEMENTS FOR SPOKANE POINT, AN IDAHO CODE PLAT, as recorded in instrument No. 1606753, recorded on Sept. 17, 1999, records of Kootenai County, Idaho. The members of this corporation are members of the Property Owners Association as described in said Declaration of Protective Covenants. Members of this corporation shall have such voting rights as are provided for in the bylaws of Spokane Point Property Owners Association Inc.. No membership in this corporation can be sold, assigned or transferred other than in conjunction with the sale or transfer of title or ownership rights in a lot or lots in Spokane Point Plat, and no separate consideration shall be charged or paid for any such rights of membership.

ARTICLE VII

The bylaws of this corporation, in addition to other provisions, provide for qualification of members, the terms and conditions of admission, the time, mode, admission fees, charges and assessments, and for reimbursement for services rendered to and expenses incurred on behalf of the corporation by any member or officer of the corporation, and such other rules and regulations as are not repugnant to the laws of the State of Idaho.

ARTICLE VIII

There shall be three director-trustees of this corporation, and the names and addresses of the persons who shall act in that capacity until the election of their successors are as follows:

- 1 Ray T. Dillon, SW. 845 Alcora dr., Pullman, Washington, 99163
- 2 Charles A. Cole, SE. 520 Dexter, Pullman, Washington, 99163
- 3 Marguerite T. Dillon, SW. 845 Alcora dr., Pullman Wa., 99163

ARTICLE IX

In the event of the dissolution of this corporation, all of its assets, properties and moneys then on hand or thereunto belonging shall be distributed to such charity or charities as may be recognized under Section 170 of the United States Internal Revenue Code, the particular charity or charities to be determined by a majority vote of the members of the corporation at a meeting called for that purpose.

ARTICLE X

These articles and the bylaws of this corporation may be amended in the manner set forth and provided in the bylaws for such amendment.

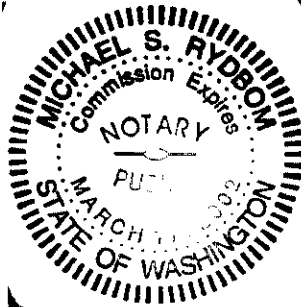
IN WITNESS WHEREOF, the persons who are to act in the capacity of director-trustees of this corporation have, as incorporators, hereunto set their hands this 24 day of September, 1999.

Ray T. Dillon
Charles A. Cole
Marguerite T. Dillon

STATE OF WASHINGTON)
) ss
County of Whitman)

On this 24 day of September, 1999, before me personally appeared RAY T. DILLON, MARGUERITE M. DILLON, and CHARLES A. COLE, to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged that they signed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

GIVEN under my hand and seal the day and year first above written.



Mark Ryznar

NOTARY PUBLIC in and for the State
of Washington, residing at Pullman.