

FILED EFFECTIVE
ARTICLES OF INCORPORATION

OF

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WALKERS GLEN HOMEOWNERS ASSOCIATION, INC.

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").

ARTICLE I - NAME

The name of the corporation is Walkers Glen Homeowners Association, Inc.

ARTICLE II - NONPROFIT STATUS

The Corporation is a nonprofit corporation.

ARTICLE III - PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Coeur d'Alene, County of Kootenai, and in the State of Idaho. The address of the initial registered office is 3616 Sherwood Dr., Coeur d'Alene, Idaho, 83815, and the name of the initial registered agent at this address is Timothy R. Johnston.

ARTICLE V - PURPOSES

The purpose for which the Corporation 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 Corporation as set forth in any Declaration of Covenants, Conditions and Restrictions for the Walkers Glen Subdivision, as may be recorded in the official records of Kootenai County, Idaho (the "Declaration"), as amended from time to time.

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.

ARTICLE VI - MEMBERS

Each person or entity holding fee simple interest of record to a Building Lot (as defined in the Declaration) which is a part of the Walkers Glen Subdivision, 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 Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Building Lot located in the Walkers Glen Subdivision. There shall be one (1) membership in the Corporation for each Building Lot located in the Walkers Glen Subdivision. Members of the Corporation must be and remain owners of Building Lots within the Walkers Glen Subdivision.

ARTICLE VII - VOTING RIGHTS

The Corporation shall have two (2) classes of voting membership.

(A) Class A Members. The Class A Members shall be owners of Building Lots within the Walkers Glen Subdivision, except for Grantor (as defined in the Declaration). The Class A Members shall be entitled to one (1) vote for each Building Lot owned by such Class A Members on the day of the vote.

(B) Class B Members. Grantor shall be the Class B Member, and shall be entitled to five (5) votes for each Building Lot owned by Grantor within the Walkers Glen Subdivision. The Class B Member shall cease to be a Class B, voting Member, but shall become a class A voting member in the Corporation at the earlier of: (1) the Class B Member holds no more than ten percent (10%) of the Building Lots within the Walkers Glen Subdivision; or (2) five (5) years from the date the first Building Lot within the Walkers Glen Subdivision is conveyed by Grantor.

ARTICLE VIII - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. 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 Corporation.

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

Timothy R. Johnston, 3616 Sherwood Dr., Coeur d'Alene, ID 83815

Cheryl Johnston, 3616 Sherwood Dr., Coeur d'Alene, ID 83815

Stephen B. McCrea, PO Box 1501, Coeur d'Alene, ID 83815

ARTICLE IX - 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 Corporation. Assessments may be secured by a lien upon real property to which membership rights are appurtenant.

ARTICLE X - DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Corporation shall be wound up and liquidated pursuant to the provisions of Idaho Code §30-3-113 and successive legislation. After satisfying liabilities, disposing of properties that will not be distributed in kind, returning, transferring, or conveying assets held by the Corporation upon a condition requiring a return, transfer or conveyance, the balance of corporate assets shall be transferred to the Members.

ARTICLE XI - PROVISIONS OF IDAHO NONPROFIT CORPORATION ACT

All provisions of the Idaho Nonprofit Corporation Act shall apply to this corporation except to the extent that they are contradicted by these Articles of Incorporation or by the Bylaws.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator is Timothy R. Johnston, 3616 Sherwood Dr., Coeur d'Alene, ID 83815.

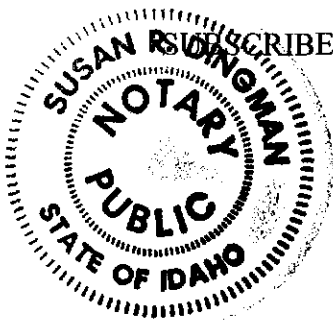
ARTICLE XIII - BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors. Neither these Articles nor the Bylaws of the Corporation shall be amended or otherwise changed or interpreted to be inconsistent with the Pheasant Run Condominiums Owners Association Declaration.


The undersigned, acting as incorporator of a nonprofit corporation under the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the foregoing Articles of Incorporation.

DATED this 21 day of July, 2011.


TIMOTHY R. JOHNSTON, Director



SUBSCRIBED AND SWORN to before me this 21st day of July, 2011.


Notary Public for Idaho
Comm. Expires: 7/7/2012