

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

TREEPORT HOMEOWNER'S 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 _____

TREEPORT HOMEOWNER'S 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 _____ July 6 _____, 19 82 _____.



Pete T. Cenarrusa

SECRETARY OF STATE

Debbie Barnworth

Corporation Clerk

ARTICLES OF INCORPORATION

JUL 6 8 44 AM '82

TREEPORT HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporators, desiring to create under Title 30, Chapter 1 of the laws of the State of Idaho, a nonprofit corporation, hereby set forth the following statements as the Articles of Incorporation of this corporation.

1. The name of this Corporation is Treeport Homeowner's Association, Inc.

2. This corporation shall endure perpetually or until dissolved.

3. The purposes for which this nonprofit corporation is organized are as follows:

A. To provide an entity through which the owners of tracts of lands within the Treeport Development may administer the rights and obligations granted to the Homeowners Association by the declaration of covenants, conditions and restrictions previously enacted.

B. To define through Bylaws the voting member for each tract owned where the ownership is in more than one person or is in a corporation, partnership or other artificial entity.

C. To require members to make contributions to the Association by way of annual assessments or otherwise.

D. To provide recreational facilities within the Development for the use of members of the Association, should the Association so desire.

E. To enforce the zoning provisions of Bonner County as far as applicable to the Treeport Development and to enforce Restrictive

Covenants applicable thereto, and to receive by assignment all the rights and duties of the grantor who may file restrictive covenants applicable to the said Development and to be bound by the provisions of said restrictive covenants as filed or as amended, and to generally take such steps as seem to be economically feasible for the Association for the general welfare and benefit of the members.

F. To accept as new members, owners of additional land contiguous to the Treeport Development, if said land is annexed in accord with the general plan heretofore established for the Development and subject to similar restrictive covenants as those binding the original Development. HANSON PROPERTIES, INC., shall have the exclusive right to determine what additional land may be added to the Development creating new members in this Association.

4. The corporation shall have all the powers granted by law necessary and proper to carry out its above-stated purposes. However, the powers of the corporation shall be limited to those permitted to an organization which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on

shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, nor shall the corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, carry on any activities which would remove the said tax benefits.

5. The initial registered agent for the corporation shall be Scott Reed, Twin Lakes Village, Rathdrum, Idaho.

6. The initial registered office of the corporation shall be at Twin Lakes Village, Rathdrum, Idaho.

7. The initial number of directors shall be three, and they shall be RAYMOND A. HANSON, North 10715 Kensington Court, Spokane, Washington 99218; FRANK B. CARR, West 601 Main, Suite 305, Spokane, Washington 99201; and LOIS J. HANSON, North 10715 Kensington Court, Spokane, Washington 99218.

8. The incorporators shall be the same three persons as the initial directors.

9. This corporation shall have all the rights, powers, and duties provided for nonprofit corporations from time to time by the laws of the State of Idaho, and shall operate in accordance with said laws.

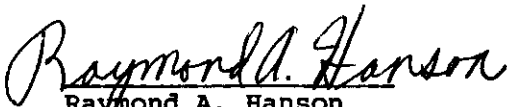
10. Each owner of a tract of land within the Treeport development which is subject to assessment, shall be a member of the corporation. Membership shall be appurtenant to and may not be separated from the ownership of any tract. For voting purposes, the corporation shall have two classes of voting membership, designated Class A and Class B. Class

When more than one person holds or acquires an interest in any one tract of land, all such persons shall be members of the corporation, however, they shall be collectively entitled to only one vote for each tract owned, which vote shall be exercised as they may among themselves determine. Entitlement to vote by class A members shall be contingent upon said members being current in their payment of all dues and/or assessments. The Class B members shall be HANSON PROPERTIES, INC., or its successors and assigns. The Class B Members shall be entitled to four votes for each tract owned. The Class B Membership shall cease and be converted to Class A membership upon the happening of either of the following events:

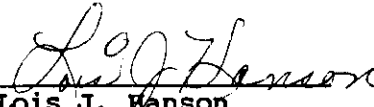
A. The total votes outstanding in Class A membership equal the total votes in Class B membership, or

B. On December 31, 1989.

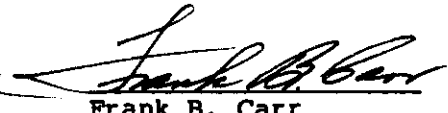
11. The above Articles are hereby adopted by the undersigned Incorporators for the Treeport Homeowner's Association, Inc. under date of June 22, 1982.



Raymond A. Hanson
N. 10715 Kensington Ct.
Spokane, WA 99208



Lois J. Hanson
N. 10715 Kensington Ct.
Spokane, WA 99208



Frank B. Carr
W. 601 Main, #305
Spokane, WA 99201