

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

LEISURE PARK HOMEOWNERS ASSOCIATION, INC.

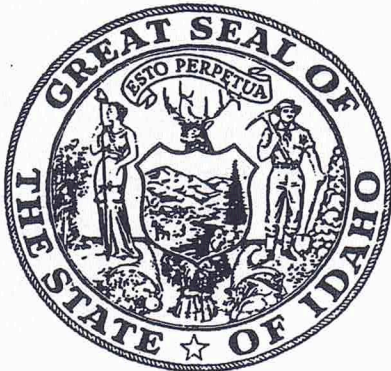
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

LEISURE PARK HOMEOWNERS 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 April 23, 19 86.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Debra Banningham*

Corporation Clerk

COPY

*219 101 114  
04/26/86  
C-26-86*

ARTICLES OF INCORPORATION

RECEIVED  
SEC. OF STATE

OF

DUPLICATE ORIGINAL

LEISURE PARK HOMEOWNERS ASSOCIATION, INC.  
'86 APR 23 AM 8:50

KNOW ALL MEN BY THESE PRESENTS that Allen Eborall and Harold Damiano being over the age of eighteen (18) years, and for the purposes of forming a corporation under the Idaho Nonprofit Corporation Act, hereby certify and adopt in duplicate the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation (hereinafter called the "Association") is LEISURE PARK HOMEOWNERS ASSOCIATION, INC., and it is a nonprofit corporation.

ARTICLE II

DURATION

The Association shall exist perpetually.

ARTICLE III

PURPOSES AND POWERS OF THE ASSOCIATION

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 residential subdivision situated in the City of Hayden, Kootenai County, Idaho, commonly known as Leisure Village, and to promote the health, safety and welfare of all residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for such purpose, all according to that certain Declaration of Covenants, Conditions and Restrictions (the "Declaration") recorded or to be recorded with respect to said property in the Office of the Auditor of Kootenai County.

In furtherance of said purposes, and subject to the approval of Members as required by the Declaration or by law, this Association shall have power to:

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

(e) Make contracts and incur liabilities, borrow money and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(f) Dedicate, sell, transfer, or grant easements over all or any part of any property owned by the Association to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Members;

(g) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional property to the property managed by the Association;

(h) 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. The Owner of a Lot shall automatically, upon becoming an Owner, be a Member of the Association, and shall remain a Member thereof until such time as his ownership ceases for any reason, at which time his membership in the Association shall automatically cease. Membership

shall be in accordance with these Articles of Incorporation and the Bylaws of the Association.

3. Transferred Membership. Membership in the Association shall not be transferred, pledged, or alienated in any way, except upon the transfer of ownership of the Lot to which it is appurtenant, and then only to the new Owner. Any attempt to make a prohibited transfer is void. In the event the Owner of any Lot should fail or refuse to transfer the membership registered in his name to the purchaser of his Lot, the Association shall have the right to record the transfer upon its books and thereupon the old membership outstanding in the name of the seller shall be null and void.

4. Classes of Membership. The Association shall have two (2) classes of voting membership established according to the following provisions:

(a) Class A Membership. Class A membership shall be that held by each Owner of a Lot other than Declarant under the "Declaration" and each Class A Member shall be entitled to one (1) vote for each Lot owned. If a Lot is owned by more than one (1) person, each such person shall be a Member of the Association, but there shall be no more than one (1) vote for each Lot.

(b) Class B Membership. Class B membership shall be that held by the Declarant under the terms of the "Declaration" (or its successor-in-interest), who shall be entitled to three (3) votes for each Lot owned by Declarant; provided that Class B membership shall be converted to Class A membership and shall forever cease to exist on the occurrence of whichever of the following is first in time:

(1) When the total outstanding votes held by Class A Members (all phases) equals the total outstanding votes (tripled as above) held by the Class B Members (all phases); or

(2) On the tenth anniversary of the recordation of the "Declaration" or of the Declaration of Annexation for the most recently annexed phase of the subdivision.

5. Voting Requirements. Except where otherwise expressly provided in the Declaration, these Articles of Incorporation, or the Bylaws, any action by the Association must have the approval of the Association membership before being undertaken and shall require the vote or written assent of the prescribed percentage of the total voting power (both classes) of the Association.

COPY



6. 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 Eborall Realty, 3655 N. Gov. Way #7, ~~Hayden~~/Coeur d Idaho 83814, and the registered agent at such address shall be Alan Eborall.

#### ARTICLE VI

##### BOARD OF DIRECTORS

The affairs of this Association shall initially be managed by a Board of five (5) Directors, who need not be Members of the Association, until conversion of Class B memberships to Class A, after which all Directors must be Members of the Association. The names and addresses of the Directors who shall act until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Alan R. Eborall	3655 N. Gov. Way #7 Coeur d'Alene, ID 83814
Harold Damiano	Box 970 Coeur d'Alene, ID 83814
Parker Woodall	Box 939 Coeur d'Alene, ID 83814
James M. English	9765 Easy Street Hayden Lake, Idaho
Lynn Schwindel	735 4th Coeur d'Alene, Idaho 83814

#### ARTICLE VII

##### INCORPORATORS

The name and address of each of the incorporators is as follows:

<u>Name</u>	<u>Address</u>
Alan R. Eborall	3655 N. Gov. Way #7 Coeur d'Alene, ID 83814
Harold Damiano	Box 970 Coeur d'Alene, ID 83814

ARTICLE VIII

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 persons in charge of the liquidation shall divide the remaining assets among the Members in accordance with their respective rights thereto.

ARTICLE IX

AMENDMENT OF ARTICLES

These Articles may be amended at any time and in any manner by the vote or written assent of two-thirds (2/3) of a quorum of the total voting power of the Association; provided, however, 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, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation on April 18, \_\_\_\_\_, 1985.

*Alan R Eborall*

\_\_\_\_\_  
ALAN R. EBORALL

*Harold J Damiano*

\_\_\_\_\_  
HAROLD DAMIANO



Articles of Incorporation

LEISURE PARK HOMEOWNERS ASSOCIATION, INC.

Non-profit  
Perpetual

STATE OF IDAHO  
Department of State  
Boise, Idaho

Approved, filed and admitted to the  
corporation records of the State of  
Idaho

Date April 23, 1966

Time 2:50 am

FEES PAID \$ 10.00

Registered Agent:

Alan Eborall

3655 North Government Way, #7

Coeur d'Alene, ID 83814

Pete T. Cenarrusa

SECRETARY OF STATE

By:

[Signature]

Invoice # 59439

CCR # 55430

Filing Party

James H. English

PO Box 386

Coeur d'Alene, ID 83814