

ARTICLES OF INCORPORATION
of
THE CAPTAIN KIDD ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all of whom are of legal age and citizens of the United States, have this day associated ourselves and do hereby and by these Articles of Incorporation unite and associate ourselves for the purpose of forming a corporation under Title 30, Chapter 10, Idaho Code, and we hereby acknowledge, enter into, and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be
THE CAPTAIN KIDD ASSOCIATION, INC.

ARTICLE II

The period of the duration of this corporation shall be perpetual.

ARTICLE III

The location and post office address of the registered office in the State of Idaho shall be Star Route, Kidd Island Bay, Coeur d'Alene, Idaho.

ARTICLE IV.

In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, this corporation shall have the following purposes and powers:

a) To purchase, lease, take, hold, own, or otherwise acquire, and/or, sell, lease, mortgage, or otherwise encumber or dispose of, a common area encompassing a beach, boat moorage, docks, and general recreational facilities, the legal description of the real property of which is described as follows:

All that portion of beach and lakeshore in

the North line of Lot 1 of the FIRST ADDITION TO FALLS BAY LOTS as shown in Book D, Page 170 of Plats in the office of the Recorder, Kootenai County, Idaho and

North of the Westerly prolongation of the North line of Lot 1 of the FALLS BAY LOTS as shown in Book D, Page 134, of Plats in the office of the Recorder, Kootenai County, Idaho, and West of the following described line;

BEGINNING at the NW corner of Lot 1 of aforesaid FALLS BAY LOTS; thence North $21^{\circ}06'00''$ East, 69.12 feet; thence North $11^{\circ}39'00''$ East, 77.42 feet; thence North $20^{\circ}20'00''$ East, 82.55 feet; thence North $35^{\circ}50'00''$ East, 33.77 feet; thence North $5^{\circ}50'00''$ East, 57.33 feet; thence North $5^{\circ}30'00''$ East, 115.09 feet; thence North $14^{\circ}04'40''$ East, 60.00 feet to the SW corner of Lot 7 of aforesaid FIRST ADDITION; thence

North $11^{\circ}34'37''$ East (N $12^{\circ}25'E$ Record), 386.00 feet to the NW corner of Lot 1 of aforesaid FIRST ADDITION.

EXCEPT THEREFROM the following described parcel:

BEGINNING at the NW corner of Lot 1, FALLS BAY LOTS as recorded in Plat Book D, Page 134 of Plats in the office of the Recorder, Kootenai County, Idaho; thence

North $43^{\circ}04'08''$ West, 373.94 feet; thence South $13^{\circ}58'00''$ West, 20.18 feet to the true point of beginning; thence North $75^{\circ}58'05''$ West, 50.00 feet; thence North $13^{\circ}58'00''$ East, 217.49 feet; thence North $52^{\circ}40'15''$ East, 114.86 feet; thence South $09^{\circ}30'50''$ West, 41.12 feet; thence North $76^{\circ}18'30''$ West, 2.44 feet; thence South $12^{\circ}55'13''$ West, 134.03 feet; thence North $75^{\circ}58'05''$ West, 58.64 feet to the point of beginning.

INCLUDING a walk easement five (5) feet in width described as follows:

BEGINNING at the NE corner of Tax No. 8918; thence North $14^{\circ}29'48''$ East, 70.35 feet to the true point of beginning; thence along the centerline of a walk easement five feet in width as follows:

North $76^{\circ}37'00''$ West, 65 feet to a 12 foot road easement.

ALSO including a roadway easement described on the following page.

b) Said recreational facilities described in paragraph (a) above, to be a common area to serve the property owners of the following described property, to-wit:

As outlined and set forth in Exhibit "A" attached hereto and by reference incorporated herein.

c) To do each and everything necessary, suitable or proper, in the judgment of the directors of this association, for the accomplishment of any of the purposes or attainment of the objects, or which shall at any time appear conducive to or expedient for the interest or benefit of the association, and the members thereof.

d) The association shall make no profits for itself from any of its activities; but all of its operations shall be for the mutual benefit of its members only and shall be cooperative in character.

e) This association shall have and exercise all powers, privileges and rights authorized by the laws of the State of Idaho and all powers and rights incident thereto.

ARTICLE V

Corporations, associations and co-partnerships, as well as persons, may become members of this corporation, subject to any restriction thereof by the constitution or laws of the State of Idaho.

ARTICLE VI

The rights and interests of all members shall be equal,

the bylaws of the corporation.

ARTICLE VII

No part of any net earnings or assets of the corporation shall inure to the benefit of any member.

ARTICLE VIII

Except for debts lawfully contracted between him and the corporation, no member shall be liable for the debts of the corporation to an amount exceeding the sum remaining unpaid on his membership fee, including any unpaid balance on any promissory notes given in payment thereof.

ARTICLE IX

The management of the corporation will be vested in a board of directors; the number of the directors shall be not less than five (5), and the qualifications, term of office, manner of election, time and place of meeting, powers and duties of directors, shall be as are prescribed by the bylaws of the corporation.

ARTICLE X

The bylaws of this corporation may be altered, amended or new bylaws adopted at any regular meeting or at any special meeting of the members called for that purpose, by the affirmative vote of two-thirds of the members present at such meeting, provided a quorum, as specified in the bylaws, be present.

ARTICLE XI

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Idaho, and all rights conferred upon the members of the corporation herein are granted subject to this reservation.

ARTICLE XII

The names and post office addresses of each of the incorporators are as follows:

NAME OF INCORPORATOR

ADDRESS

Lawrence Peters

Star Route, Kidd Island Bay
Coeur d'Alene, Idaho 83814

Leo A. Eachus

W. 810 Francis Street
Spokane, Washington 99208

James E. Todd

620 N. Hayes
Moscow, Idaho 83843

James L. Lemery

3612 Eastgate Court
Spokane, Washington 99203

Gordon Beck

905 E. Hastings Road
Spokane, Washington 99218

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 25 day of June, 1977.

Lawrence C. Peters

Leo A. Eachus

James E. Todd

James L. Lemery

Gordon Beck

STATE OF WASHINGTON)
County of Spokane)

On the 25 day of June, 1977, before me, a Notary Public in and for said State, personally appeared LEO A. EACHUS, JAMES L. LEMERY and GORDON BECK, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

WITNESS My hand and official seal.

Notary Public for Washington
Residing at Spokane

STATE OF IDAHO)
County of Kootenai) ss.

On the 2nd day of JUNE, 1977, before me, a Notary Public in and for said State, personally appeared LAWRENCE PETERS, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that they executed the same.

WITNESS My hand and official seal.

Notary Public for Idaho
Residing at Coeur d'Alene

[illegible]

On the 3rd day of JUNE, 1977, before me, a Notary Public in and for said State, personally appeared JAMES E. TODD, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed

PARCEL NO. 1

Portions of Government Lot 3 and the Southwest one-quarter of the Northeast one-quarter of Section 35, Township 50 North, Range 4 West, Boise Meridian, Kootenai County, Idaho, described as follows:

all that portion of said Government Lot 3 described as follows:

BEGINNING at the Southeast corner of said Government Lot 3; thence,

Westerly along the South line of said Government Lot 3 to the East line of Falls Bay Lots as shown on a plat recorded in Plat Book D, Page 134, in the Office of the Recorder, Kootenai County, State of Idaho; thence,

Northeasterly along said East line to the Northeast corner of Lot 1 of said Falls Bay Lots; thence,

along the North line of said Lot 1, North $74^{\circ}12'$ West, 109.52 feet to the Northwest corner of said Lot 1; thence,

North $21^{\circ}06'00''$ East, 69.12 feet; thence,

North $11^{\circ}39'00''$ East, 77.42 feet; thence,

North $20^{\circ}20'00''$ East, 82.55 feet; thence,

North $35^{\circ}50'00''$ East, 33.77 feet; thence,

North $5^{\circ}50'00''$ East, 57.33 feet; thence,

North $5^{\circ}30'00''$ East, 115.09 feet; thence,

North $14^{\circ}04'40''$ East, 60.00 feet to the Southwest corner of Lot 7 of the First Addition to Falls Bay Lots as shown in Plat Book D, Page 170, in the Office of the Recorder, Kootenai County, State of Idaho; thence,

North $11^{\circ}34'37''$ East (North $12^{\circ}25'$ East Recorded), 386.00 feet to the Northwest corner of Lot 1 of aforesaid First Addition thence;

along the North line of said Lot 1 and the North line of that portion described in a Deed to Joe McCoy recorded April 28, 1964 in Book 196 of Deeds at Page 437, records of Kootenai County, Idaho to the West line of the County Road, thence,

Northeasterly along said West line to the East line of aforesaid Government Lot 3; thence,

Southerly along said East line to the POINT OF BEGINNING,

AND all that portion of the Southwest Quarter of the Northeast Quarter ($SW\frac{1}{4}NE\frac{1}{4}$) of Section 35, Township 50 North, Range 4 West, Boise Meridian, Kootenai County, Idaho more particularly described as follows:

Page 2.

BEGINNING at the Northeast corner of said Southwest Quarter of the Northeast Quarter (SW $\frac{1}{4}$ NE $\frac{1}{4}$); thence,

Westerly along the North line of said Southwest Quarter of the Northeast Quarter (SW $\frac{1}{4}$ NE $\frac{1}{4}$) to the West line of the County Road; thence,

Southwesterly along said West line to the East line of Government Lot 3; thence,

Southerly along said East line to the Southeast corner of said Government Lot 3; thence,

Easterly to the Southeast corner of said Southwest Quarter of the Northeast Quarter (SW $\frac{1}{4}$ NE $\frac{1}{4}$); thence,

Northerly to the POINT OF BEGINNING,

EXCEPT, the South 132 feet thereof.

PARCEL NO. 2

All that portion of beach and lakeshore in Government Lot 3, Section 35, Township 50 North, Range 4 West, Boise Meridian, Kootenai County, Idaho, lying South of the Westerly prolongation of the North line of Lot 1 of the First Addition to Falls Bay Lots as shown in Book D of Plats at Page 170 in the Office of the Recorder, Kootenai County, Idaho and

North of the Westerly prolongation of the North line of Lot 1 of the Falls Bay Lots as shown in Book D of Plats at Page 134 in the Office of the Recorder, Kootenai County, Idaho,

and West of the following described line;

BEGINNING at the Northwest corner of Lot 1 of aforesaid Falls Bay Lots; thence,

North 21°06'00" East, 69.12 feet; thence,

North 11°39'00" East, 77.42 feet; thence,

North 20°20'00" East, 82.55 feet; thence,

North 35°50'00" East, 33.77 feet; thence,

North 5°50'00" East, 57.33 feet; thence,

North 5°30'00" East, 115.09 feet; thence,

Page 3.

North 14°04'40" East, 60.00 feet to the Southwest corner of Lot 7 of aforesaid First Addition; thence,

North 11°34'37" East (N12°25'E Record), 386.00 feet to the Northwest corner of Lot 1 of aforesaid First Addition.

EXCEPT, THEREFROM, the following described parcel:

BEGINNING at the Northwest corner of Lot 1, Falls Bay Lots as recorded in Plat Book D, Page 134 of Plats in the Office of the Recorder, Kootenai County, Idaho; thence,

North 43°04'08" West, 373.94 feet; thence,

South 13°58'00" West, 20.18 feet to the TRUE POINT OF BEGINNING; thence,

North 75°58'05" West, 50.00 feet; thence,

North 13°58'00" East, 217.49 feet; thence,

North 52°40'15" East, 114.86 feet; thence,

South 09°30'50" West, 41.12 feet; thence,

North 76°18'30" West, 2.44 feet; thence,

South 12°55'13" West, 134.03 feet; thence,

North 75°58'05" West, 58.64 feet to the POINT OF BEGINNING,

including a walk easement 5 feet in width described as follows:

BEGINNING at the Northeast corner of Tax #8918, which point bears North 23°49' East a distance of 251.83 feet from the Northeast corner of Lot 1, Falls Bay Lots; thence,

North 14°29'48" East, 70.35 feet to the TRUE POINT OF BEGINNING; thence,

along the centerline of a walk easement 5 feet in width as follows:

North 76°37'00" West, 65 feet to a 12-foot road easement.

EXHIBIT "A"

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Sec. 35 Twp. 50 N.R. 4 W.B.M.

