

**ARTICLES OF INCORPORATION  
OF  
GLACIER HILLS HOMEOWNERS ASSOCIATION INC.**  
(A Nonprofit Mutual Benefit Corporation)

*6357d*

KNOW ALL MEN BY THESE PRESENTS, that for the purposes of forming a nonprofit corporation under the laws of the State of Montana, the undersigned has prepared, signed and acknowledged these Articles of Incorporation setting forth as follows:

ARTICLE I  
NAME

The name of the corporation is and shall be: GLACIER HILLS HOMEOWNERS ASSOCIATION, INC. hereinafter called "Association"; a mutual benefit corporation.

ARTICLE II  
DURATION

The corporation shall have perpetual existence.

ARTICLE III  
PURPOSE

A. The Association does not contemplate pecuniary gain or profit to the members thereof.

B. The specific purpose for which this Association is formed are as follows:

1. To provide for the architectural control and enforcement of the covenants of the properties more particularly described as follows:

Lots 1 through 5 of GLACIER HILLS I.

Lots 1 through 5 of GLACIER HILLS II.

Lots 1 through 20 of GLACIER HILLS III.

Tract 3 of Certificate of Survey No. 15609.

Tract 2 of Certificate of Survey No. 15644.

BRAD J. [unclear]  
SECRETARY OF STATE

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Tracts 1 and 2 of Certificate of Survey No. 16628

Tracts 1,3,4 and 5 of Certificate of Survey No. 16608.

Tract 2 of Certificate of Survey No. 16908.

all according to the maps, plats and certificates of survey thereof on file and of record in the office of the Clerk and Recorder of Flathead County, Montana.

2. To acquire, for the use and benefit of the members of this Association only, by gift, grant, appropriation, purchase, condemnation or otherwise, the ownership of parks, roads, easements and rights of way over, across and upon said property; to purchase and acquire real and personal property to this end.
3. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain "Declaration of Covenants, Conditions and Restrictions of GLACIER HILLS, hereafter referred to as the "Declaration", applicable to the property and recorded in the office of the Clerk and Recorder for Flathead County, Montana, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by reference, the same as if set forth at length and to exercise similar functions with respect to such other properties and additions as may be subsequently annexed and brought within the jurisdiction of this Association, as set forth in said Declaration.
4. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith with all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied and imposed against the property of the Association.
5. To acquire (by gift, purchase or otherwise), own, hold, improve, building upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.
6. To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
7. To have and to exercise all powers, rights, and privileges which a nonprofit corporation organized under the laws of the State of Montana may now or hereafter have or exercise; and
8. To do all things necessary to carry out the purposes herein set forth.

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ARTICLE IV  
REGISTERED OFFICE AND AGENT

A. The address of the initial registered office of the Corporation is: 700 White Basin Road, Kalispell, Montana 59901.

B. The name of the initial registered agent at such address is: Robert L. Spoklie

ARTICLE V  
DIRECTORS

The business and affairs of the Association shall be managed by a board of three directors. The number of directors may be changed by a by-law or amendment to by-laws, duly adopted increasing the number to four but not less than three. The names and addresses of those who are initially appointed as directors until the selection of their successors are as follows:

Robert L. Spoklie  
700 White Basin Road  
Kalispell, Montana 59901

Scott Santa  
1 Main Street  
Kalispell, Montana 59901

Thomas Hoover  
1001 South Main  
Kalispell, Montana 59901

ARTICLE VI  
MEMBERSHIP

Every person or entity who is a record owner of a fee, or undivided fee interest in any property located within the above described property or in any additions or subdivisions thereof or any property annexed thereto, shall be a member of the Association; excepting however, any person or entity who has sold or is selling any such lot under a contract for deed shall not qualify as a member of the Association. Every person or entity purchasing any such lot under a contract for deed shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest in a lot merely as security for performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of the lot which is subject to assessment by the Association. Ownership of such lot shall be the sole qualification for membership.

ARTICLE VII  
VOTING

The owner of a lot is a member of the association and each lot shall be entitled to one (1) vote. When more than one person holds such interest in any lot, the vote for such lot shall be exercised as such persons among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

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ARTICLE VIII  
AUTHORITY TO DEDICATE

The Association shall have the power to dedicate, sell, transfer, or grant easements under all or any part of the property hereafter acquired by it any public agency, authority or utility.

ARTICLE IX  
ANNEXATION

If within five years of the date of the recording of the declaration of the covenants, conditions and restrictions, the incorporator (Declarant) develops additional lands adjacent to the exterior boundaries of the properties described above such additional lands may be annexed to the association (and thereby add to its membership in the incorporated association) at the discretion of the Declarant and without the assent of any other members of the association. Although the development of such additional lands shall be in accordance with a general plan for the overall development of the Glacier Hills by the Declarant, each such additional area so developed shall be subject only to those protective covenants as may be made applicable to that area.

ARTICLE X  
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by members representing three fourths (3/4) of the votes of the members. Upon dissolution of the Association, the assets of the Association, both real and personal, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to a nonprofit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XI  
AMENDMENT

Amendment of these Articles shall require the assent of members representing three-fourths (3/4) of the entire number of outstanding votes.

PLACEMENT  
HEREBY FORWARDED  
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EVIDENCE  
SECRETARY OF STATE



ARTICLE XII

The names and addresses of the incorporator is:

Robert L. Spoklie  
700 White Basin Road  
Kalispell, Montana 59901

IN WITNESS WHEREOF, the incorporator and directors have caused these Articles of Incorporation to be prepared, executed and acknowledged this 1st day of June, 2005.

Robert L. Spoklie  
Robert L. Spoklie/Incorporator-Director

Scott Santa  
Scott Santa/Director

Thomas Hoover  
Thomas Hoover/Director

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DANIEL J. ...  
SECRETARY OF STATE

STATE OF MONTANA     )  
  ) ss.  
County of Flathead     )

On this 1st day of June, 2005, before me, the undersigned a Notary Public for the State of Montana, personally appeared ROBERT L. SPOKLIE, SCOTT SANTA and THOMAS HOOVER known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year in this certificate last above written.



JACKI PHILLIPS  
NOTARY PUBLIC-MONTANA  
Residing at Kalispell, Montana  
My Comm. Expires Feb 1, 2008

Jacki Phillips  
Notary Public for the State of Montana  
Residing at Kalispell, Montana  
My Commission Expires 2-1, 2008