

SECRETARY OF STATE

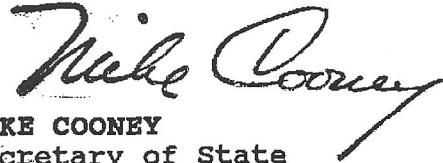


CERTIFICATE OF INCORPORATION

I, MIKE COONEY, Secretary of State of the State of Montana, do hereby certify that the Articles of Incorporation for the incorporation of LITTLE BEAR HOMEOWNERS ASSOCIATION, INC., a Montana nonprofit corporation, duly executed pursuant to the provisions of Section 35-2-203, Montana Code Annotated, have been received in my office and conform to law.

NOW, THEREFORE, I, MIKE COONEY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to LITTLE BEAR HOMEOWNERS ASSOCIATION, INC., a Montana nonprofit corporation, and attach hereto a copy of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this October 15, A.D. 1991.


MIKE COONEY
Secretary of State

(GREAT SEAL)

ARTICLES OF INCORPORATION

OF

LITTLE BEAR HOMEOWNERS ASSOCIATION, INC.

316707
STATE OF MONTANA
FILED

OCT 15 1991

SECRETARY OF STATE

ARTICLE I

The name of this corporation shall be Little Bear Homeowners Association, Inc.

ARTICLE II

This corporation is organized and incorporated as a non-profit corporation pursuant to Title 35, Chapter 2, MCA, and shall have a perpetual existence, unless dissolved in accordance with the laws of the State of Montana.

ARTICLE III

The purposes of the corporation shall be: (a) To manage and maintain that area of Gallatin County, State of Montana, which is more specifically described in Exhibit "A", attached hereto, and made a part hereof by reference. (b) To buy, own, acquire, receive, sell, lease, rent, encumber, and possess real and personal property to carry out the functions, duties, powers, and responsibilities of the corporation. (c) Either directly or by agreement with third parties, to provide for the installation, acquisition, replacement, operation, maintenance, and repair by the corporation of buildings, equipment, facilities and services for streets, roads, bridges, lighting, garbage removal and disposal, security of persons and property, and other services and functions for the health, safety, enjoyment, comfort, happiness, and well-being of the residents and property owners of the aforesaid subdivision. (d) To make assessments, collect assessments, file

liens for unpaid assessments, and prosecute foreclosures for such liens as otherwise provided in the By-Laws of the corporation. (e) To administer, interpret, and enforce in the name of property owners all the protective Covenants running with the land, established for the property described in Exhibit "A", which covenants are called the Declaration of Covenants, Conditions, Easements and Restrictions of Lots 1 to 48, Inclusive, and Park Land Dedication, (14.995 ac.) of Little Bear, A Subdivision of a Part of Gallatin County, Montana, and are recorded at Book 50 of Miscellaneous, Page 817, records of Gallatin County, Montana. (f) To perform the duties and carry out the functions set forth, required, and associated with the said Covenants.

ARTICLE IV

The corporation shall have the power to do any and all acts and things that a non-profit corporation is empowered to do under and pursuant to the laws of the State of Montana.

ARTICLE V

The corporation shall issue no stock, but may upon its own discretion issue membership certificates, membership in the corporation being according to rules, regulations, and conditions more particularly established in the By-Laws of the corporation, but which shall include the requirement that all members must be owners in fee of real property within the boundaries of the said Little Bear Subdivision as described in Exhibit "A".

ARTICLE VI

Implementation of the purposes and exercise of the powers of the corporation shall be in accordance with the By-Laws of the

corporation.

ARTICLE VII

Amendment of these Articles may be effected only as provided by statute and upon approval of a vote of at least two-thirds (2/3) of the voting interests as defined in the By-Laws.

ARTICLE VIII

This corporation is not formed for profit. It does not contemplate the distribution of accumulations, gains, profits, or dividends to the members thereof, and is a corporation, no part of the accumulations, gains or profits of which shall be paid or inure to the benefit of any private person, member or individual.

ARTICLE IX

At such time as two-thirds (2/3) of the voting interests, as determined and defined in these Articles and By-Laws so determine, dissolution of this corporation may be effected. Such dissolution shall be according to a plan to be signed by the Board of Directors. The essence of such plan shall provide for the distribution of the assets to a charitable, non-profit organization, to be selected by the Board, which qualifies as a charitable, non-profit corporation by the standards of the Internal Revenue Service of the United States Government. Nothing in this Article shall preclude a conveyance of assets to a successor, non-profit corporation or a county, city or town.

ARTICLE X

The Board of Directors of the corporation shall consist of three (3) persons, unless increased by the Board of Directors as provided in the By-Laws, who shall be designated as Chairman,

Treasurer, and Secretary. The initial Board members shall be:

KEN WILLIAMS, 17025 Twin Cubs Lane, Gallatin Gateway, MT 59730

RICK ELLISON, 1100 Big Elk Meadow Road, Gallatin Gateway, MT 59730

WAYNE NICHOLAS, 17455 Bear Crossing Road, Gallatin Gateway, MT 59730

ARTICLE XI

The incorporator of this corporation is Wayne Nicholas, individually, as a person, and for and in behalf of Little Bear Homeowners Association, Inc. The address of the incorporator is 17455 Bear Crossing Road, Gallatin Gateway, Montana, 59730.

ARTICLE XII

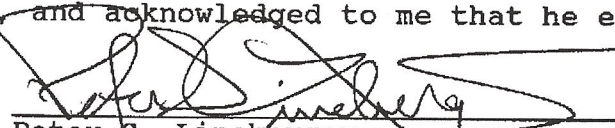
The registered agent of the corporation is Peter S. Lineberger, Lineberger & Walsh, P.C., 109 E. Main, Ste. 1, PO Box 6400, Bozeman, Montana, 59771-6400, and the registered office of the corporation shall be at the same address.

INCORPORATOR

Wayne Nicholas
Individually, as a person, and for and in
behalf of Little Bear Homeowners
Association, Inc.

STATE OF MONTANA)
 :SS
County of Gallatin)

On this 14 day of October, 1991, before me, the undersigned Notary Public for the State of Montana, personally appeared WAYNE NICHOLAS, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.



Peter S. Lineberger
Notary Public for the State of Montana
Residing at: Bozeman, Montana
My Commission Expires: 02/10/92

(NOTARIAL SEAL)

EXHIBIT "A"

TO

LITTLE BEAR HOMEOWNERS ASSOCIATION, INC.

ARTICLES OF INCORPORATION

The following described lands shall be subject to the provisions of the Articles and By-Laws of the Little Bear Homeowners Association, Inc., to-wit:

Land in Gallatin County, Montana; and being further described as follows:

Beginning at the Southwest corner of said Section Twenty-Five, said corner being also the Northwest corner of said Section Thirty-six. Thence North 00° 50' 52" West along the West line of said Section Twenty-five a distance of 1321.06 feet. Thence North 89° 59' 50" East along the North line of the South One-half of said Southwest One-quarter a distance of 2632.87 feet. Thence North 89° 59' 29" East along the North line of the South One-half of said Southeast One-quarter a distance of 1674.60 feet. Thence Southerly along the Westerly right-of-way of an existing county road through the following courses:

South 00° 59' 18" East a distance of 46.01 feet.
South 08° 24' 14" East a distance of 1384.67 feet.
South 04° 23' 23" East a distance of 101.32 feet.

Thence leaving said right-of-way South 55° 47' 38" West a distance of 167.23 feet. Thence South 11° 22' 50" West a distance of 2422.66 feet to a point on the South line of said Northeast One-quarter. Thence North 89° 57' 26" West along said South line a distance of 1226.15 feet. Thence North 00° 28' 40" West along the West line of said Northeast One-quarter a distance of 2663.48 feet. Thence North 89° 59' 40" West along the South line of said Southwest One-quarter a distance of 2634.12 feet to the Point of Beginning.

Said tract being 225.736 Acres along with and subject to all existing easements.

The above described tract of land is to be known and designated as LITTLE BEAR SUBDIVISION, Gallatin County, Montana, and the lands included in all streets, are hereby granted and donated to the use of the public forever. Land in the park is hereby granted to the Little Bear Homeowners Association, Inc.