

ARTICLES OF INCORPORATION
OF
LION MOUNTAIN OWNERS ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, for the purposes of forming a non-profit corporation pursuant to the Montana Non-profit Corporation Act, do hereby certify as follows:

I.

The name of the corporation is:

LION MOUNTAIN OWNERS ASSOCIATION
hereinafter called the Association

II.

The Association shall have perpetual existence.

III.

This Association does not contemplate pecuniary gain or profit to the members thereof and the specific purposes for which it is formed are to provide for maintenance, preservation and control of the common area within that certain tract of property described as:

Lion Mountain Subdivision #1 according to
the map or plat thereof on file and of record
in the office of the County Clerk and Recorder
of Flathead County, Montana.

AND

Lion Mountain Subdivision #2 according
to the map or plat thereof on file and of
record in the office of the County Clerk
and Recorder of Flathead County, Montana.

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STATE OF MONTANA
FILED
JUN - 6 1973
FRANK MURRAY
SECRETARY OF STATE
By Chas. S. Hardman
Deputy

Pl. * 20.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose to:

A. 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 hereinafter called the Declaration, applicable to the property and to be recorded in the office of the Clerk and Recorder of Flathead County, Montana, and as the same may be amended from time to time as therein provided said Declaration being incorporated herein as if set forth at length.

B. 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 and all office and other expenses incident, taxes or governmental charges levied or imposed against the property of the Association.

C. To acquire by gift, purchase or otherwise to own, hold, improve, build 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.

D. To borrow money, to mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

E. To dedicate, sell or transfer all or any part of the common area to any public agency, authority, or utility for such purposes and subject to

such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds of the members agreeing to such dedication, sale or transfer.

F. To participate in mergers or consolidation with other non-profit corporations organized for the same purposes or to annex additional property into the common area of Lion Mountain Subdivision #1 and #2.

G. To have and to exercise any and all powers, rights, and privileges which a corporation organized under the Non-profit Corporation Laws of the State of Montana may now or hereafter have or exercise.

IV.

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including contract purchasers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

V.

Each member of the Association shall be entitled to one vote for each lot owned, when more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot. In all elections for directors, every member entitled to vote shall have the right to cumulate his vote and to give one

candidate a number of votes equal to his vote multiplied by the number of directors to be elected or by distributing such votes on the same principal among any number of such candidates.

VI.

The affairs of this Association shall be managed by a Board of five (5) directors who need not be members of the Association. A change in the number of directors may be made only by amendment to the Articles of Incorporation. Until such time as eighty percent (80%) of the lots located on the above-described property have been sold by Lion Mountain, Inc., the Developer of the above-described property, or any successor Developer, at least three (3) members of the Board of Directors of this Association shall be directors or officers of Lion Mountain, Inc., or similar representatives of a successor Developer. All directors shall be elected annually for a term of one year. The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:

Brian T. Grattan	West Lake Shore Drive, Route 1 Whitefish, Montana
Samuel A. Citron	7 Iowa Avenue Whitefish, Montana
James A. Pfusch	Big Mountain Road Whitefish, Montana
James Rice	East Shore Whitefish, Montana
Charles E. Lyman	Forest Ridge Condominium Whitefish, Montana

VII.

Upon dissolution of the Association other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to similar purposes.

VIII.

The address of the Association's initial registered office shall be West Lake Shore Drive Route 1, Whitefish, Montana, and the name of its initial registered agent at such office shall be Brian T. Grattan.

IX.

The name and address of each incorporator is:

Brian T. Grattan

Edgewood Place and
Wisconsin Avenue
Whitefish, MT 59937

DATED: 5th day of June, 1973.


Brian T. Grattan
Incorporator

STATE OF MONTANA)
 : ss.
County of Flathead)

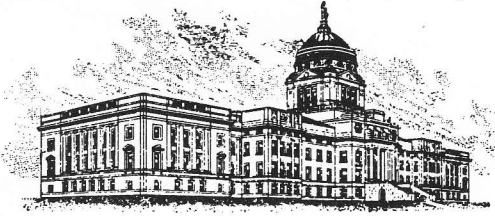
On this 5th day of June, 1973, before me, the undersigned, a Notary Public for the State of Montana, personally appeared BRIAN T. GRATTAN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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

Jeanette Briske
Notary Public for the State of Montana
Residing at Kalispell, Montana
My Commission Expires January 5, 1976

STATE OF MONTANA
Office of the Secretary of State
I hereby certify this is a true and
correct copy, consisting of 17 pages,
as taken from the original on file in this
Office. Original of this certification can
be determined by the color blue.
Linda McCulloch
Secretary of State
BY: *Juanita J. Miller* Deputy
DATED: 11-17-11


Office of the Secretary of State



OF THE STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Incorporation for the incorporation of

LION MOUNTAIN OWNERS ASSOCIATION

duly executed pursuant to the provisions of Section 15-2328 of the Revised Codes of Montana, 1947, have been received in my office and are found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

LION MOUNTAIN OWNERS ASSOCIATION

and attach hereto a duplicate original 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 6th

(GREAT SEAL)

day of June A.D. 19 73.

A handwritten signature in cursive script that reads "Frank Murray".

FRANK MURRAY
Secretary of State

By GAIL M. DeWALT
Chief Deputy