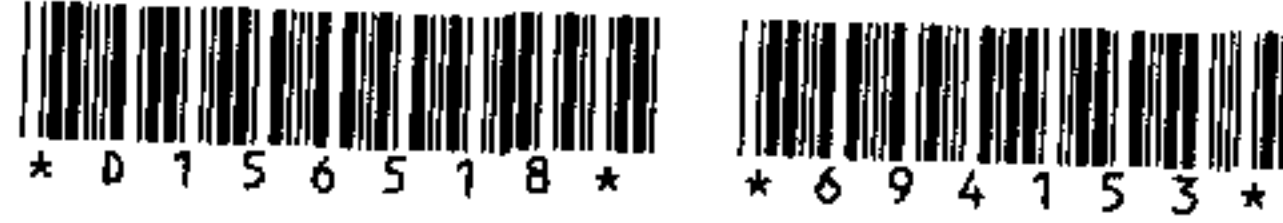


# SECRETARY OF STATE

STATE OF MONTANA  
BRAD JOHNSON

# PRIORITY

Montana State Capitol  
PO Box 202801  
Helena, MT 59620-2801  
(406)444-3665  
<http://www.sos.mt.gov>



DOUGLAS R AUSTIN  
103 S 5<sup>TH</sup> ST E  
MISSOULA MT 59801

RE: PONDEROSA HEIGHTS  
HOMEOWNERS ASSOCIATION, INC.  
ARTICLES OF INCORPORATION  
Filing Date: May 16, 2006  
Filing Number: D156518 - 694153

May 17, 2006

Dear Sir or Madam:

I've approved the filing of the documents for the above named entity. The document number and filing date have been recorded on the original document. This letter serves as your certificate of filing and should be maintained in your files for future reference.

Thank you for giving this office the opportunity to serve you. If you have any questions in this regard, or need additional assistance, please do not hesitate to contact the Business Services Bureau professionals at (406) 444-3665.

Sincerely,

BRAD JOHNSON  
Secretary of State

**PRIORITY**

**ARTICLES OF INCORPORATION  
OF**

**PONDEROSA HEIGHTS HOMEOWNERS ASSOCIATION, INC. SECRETARY OF STATE**

**a Montana nonprofit corporation**

694153  
STATE OF MONTANA  
**FILED**

MAY 16 2006

D 156518

Executed by the undersigned Incorporator for the purpose of forming a Montana nonprofit corporation under "Montana Nonprofit Corporation Act," Title 35, Chapter 2 of the Montana Code Annotated.

**ARTICLE I**

**Name.** The name of the Corporation is Ponderosa Heights Homeowners Association, Inc., a Montana nonprofit corporation.

**ARTICLE II**

**Designation.** The corporation is a mutual benefit corporation.

**ARTICLE III**

**Purpose.** The purpose of the Association is to provide for maintenance, preservation and architectural control of tracts, recreational facilities and common areas contained within that certain real property described as Tract 3A of Certificate of Survey No. 5774, situated in the W1/2 of Section 26, and the E1/2 of Section 27, all in Township 12 North, Range 20 West, P.M.M., Missoula County, Montana, otherwise known as Ponderosa Heights Subdivision.

**ARTICLE IV**

**Members.** The following shall apply to membership in the Association:

1. The members of the Association shall consist of all of the record owners of tracts of real property situated within a portion of the Ponderosa Heights Subdivision.
2. Change of membership in the Association shall be established by the recording in the public records of Missoula, Montana, of a deed or other instrument establishing a record title to tracts of real property situated within a portion of the Ponderosa Heights Subdivision, and the delivery of the Association of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the Association. The membership of the prior owner shall be thereby terminated.

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1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.
2. All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration, these Articles and the Bylaws.
3. The Association shall have the power to promote the health, safety and welfare of the residents within the above described property.
4. The Association shall have the power to exercise all of the powers and privileges and to perform all other duties and obligations of the Association arising from the Declaration of Restrictive Covenants, to be recorded at the Missoula County Clerk and Recorder's Office.
5. The Association shall have the power to fix, levy, collect, and enforce payment by any lawful means, all charges or assessments pursuant to terms of this agreement and the covenants; to pay all expenses in connection therewith and all office and other business expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.
6. The Association shall have the power to acquire (by gift, purchase or otherwise) 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 affairs of the Association.
7. The Association shall have the power to borrow money, mortgage, pledge, or otherwise hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
8. The Association shall have the power to have and to exercise any and all of the powers, rights and privileges which a corporation organized under the Non Profit Corporation Law of the State of Montana by law may now or hereafter have or exercise.
9. The Association shall have the power to add lots or tracts of adjacent lands that require the use of the existing roads on the above described property.

### ARTICLE VIII

**Board of Directors.** The Board of Directors will consist of at least three directors. The initial Board of Directors will be appointed at the organizational meeting of the corporation.

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**ARTICLE V**

**Registered Agent and Office.** The address of the initial registered office of the Association is 620 ADDISON, Missoula, Montana 59801. The initial registered agent at that address is PAUL ROSSIGNOL.

**ARTICLE VI**

**Nonprofit Status.**

A. The Association is not organized for profit or to engage in activities ordinarily carried out for profit.

B. The Association does not contemplate pecuniary gain or profit to the members, directors, officers, or other private persons, except that the Association shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

C. Excess funds on hand at the end of each year shall either be retained in the Association to meet future losses, expenses and necessary reserves, in accordance with good business practices, or shall be returned to the members.

D. No action to dissolve the Association shall be taken without the approval of the Missoula County Commissioners.

E. Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, distribute all excess earnings as follows:

1. To a municipal or government entity which is assuming all of the rights, powers, duties and obligations of the Association; or
2. To its members.

F. Notwithstanding any other provisions of these Articles, the Association shall not exceed to any substantial degree, nor engage in any activities or exercise any powers that are not in furtherance of its purpose.

**ARTICLE VII**

**Powers.** The powers of the Association shall include and be governed by the following provisions:

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