

**ARTICLES OF INCORPORATION  
OF  
CRYSTAL VIEW OWNERS ASSOCIATION, INC.**

The undersigned, acting as incorporator of a nonprofit Corporation under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I. NAME**

The name of the Corporation is CRYSTAL VIEW OWNERS ASSOCIATION, INC.

**ARTICLE II. NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Idaho. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

**ARTICLE III. DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE IV. PURPOSE**

The Corporation is organized, and shall be operated, exclusively for the following purposes:

A. To provide for the maintenance and operation of Common Areas and other powers and functions of the Association as a Maintenance Association of the Schweitzer Mountain Community Association, described more fully in the Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Crystal View II, recorded MAY 16<sup>TH</sup>, 2024, Instrument No. 1033422, records of Bonner County, Idaho (hereafter the "Declaration"). Capitalized terms used but not otherwise defined herein shall have the meanings given in the Declaration.

B. To exercise all rights and powers conferred by the laws of the State of Idaho upon nonprofit corporations, including without limitation, to acquire by bequest, devise, gift, purchase, lease or otherwise any real or personal property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income,

principal and proceeds of such property, for any of the purposes set forth herein or in the Declaration.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### **ARTICLE V. LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

#### **ARTICLE VI. MEMBERS**

Membership in the Corporation shall consist of the Owners of each of the Lots on the Property consisting of Crystal View, with voting rights as set forth more fully in the Declaration.

#### **ARTICLE VII. ADDRESS AND REGISTERED OFFICE**

The mailing address for the Corporation is c/o Schweitzer Mountain Properties LLC, dba SMP Development, P.O. Box 1399, Sandpoint, Idaho 83864. The address of the initial registered office is 476534 US-95 D, Ponderay, Idaho 83852. The initial registered agent at that address is Tom Curtiss.

#### **ARTICLE VIII. DIRECTORS**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall hereafter never be less than three (3). Except where otherwise provided in the Declaration or the Bylaws, the Members shall elect the Directors at the annual meeting of Members. The names and address of each initial Director of the Corporation are as follows:

Lance Badger	P.O. Box 1399 Sandpoint, ID 83864
Brynn Klind	P.O. Box 1399 Sandpoint, ID 83864
Jeff Kyle	P.O. Box 1399 Sandpoint, ID 83864

## **ARTICLE IX. OFFICERS**

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other officers and assistant officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed in the Bylaws. Any two or more offices may be held by the same person, except the offices of President and Secretary.

## **ARTICLE X. BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors, subject to repeal or change by action of the Members as provided in the Bylaws. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with law, the Declaration, or these Articles of Incorporation.

## **ARTICLE XI. AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. All rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation.

## **ARTICLE XII. INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Idaho Business Corporation Act and the Idaho Nonprofit Corporation Act.

## **ARTICLE XIII. DISTRIBUTION ON DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation and the Act. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations as such court shall determine to be consistent with the purposes of the Corporation.

## **ARTICLE XIV. INCORPORATOR**

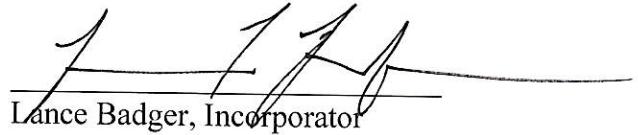
The name and address of the incorporator is as follows:

Lance Badger

P.O. Box 1399

Sandpoint, ID 83864

IN WITNESS WHEREOF, the undersigned incorporator of the above-named Corporation has hereunto signed these Articles of Incorporation on this 15<sup>th</sup> day of May, 2024.

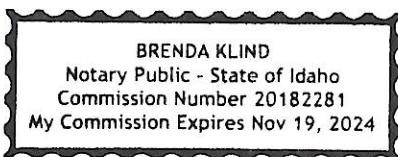


Lance Badger, Incorporator

STATE OF Idaho)  
ss.  
County of Bonner)

On this 16<sup>th</sup> day of May, 2024, before me Brenda Klin, the undersigned Notary Public, personally appeared Lance Badger, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

(SEAL)



Brenda Klin  
Notary Public for Idaho  
Residing at Bonner County  
Commission Expires: 11/19/24