

Roll 282 CARD 34

CLERK AND RECORDER  
 COUNTY OF SILVER BOW } 599201

I hereby certify that the within instrument was filed  
 for record in my office on the 6TH day of  
Dec. A.D. 2005 at  
10 min. past 12 o'clock P. M.  
 and recorded on Card 34 on Roll  
282 of microfilm records of Silver Bow  
 County, Montana, Attest my hand and seal of  
 said County.

*Mary M. McManis*  
 Clerk & Recorder

by Dan Webb Deputy

Fees 20 P.O. 990

MANHATTAN, MT 59741

**ARTICLES OF INCORPORATION OF  
 FLINT CREEK RANCH CLUSTER OWNER'S ASSOCIATION, INC.  
 A NON-PROFIT CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Montana Non-Profit Corporation Act, does hereby adopt the following articles of incorporation.

ARTICLE ONE: NAME

The name of the organization is FLINT CREEK RANCH CLUSTER OWNER'S ASSOCIATION, INC.

1736300

ARTICLE TWO: DURATION

The corporation is to exist perpetually.

1736410

1736710

ARTICLE THREE: PURPOSES

By way of explanation and not of limitation, the purposes for which this corporation is organized and shall be operated are as follows:

- a. To be and constitute the Association to which reference is made in the Declaration of Flint Creek Ranch Cluster Subdivision, and as amended from time to time (hereinafter the "Declaration"), establishing a plan of development recorded in the Office of the Clerk and Recorder of Butter-Silver Bow County, Montana, to perform all obligations and duties of the Association, and to exercise all rights and powers of the

Association, as specified therein, in the Bylaws, and as provided by law; and

b. To provide an entity for the furtherance of the interests of the owners in Flint Creek Ranch Cluster Subdivision.

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

d. The corporation is a mutual benefit corporation.

e. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that 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 this Article Three.

f. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of pursuant to Section 35-2-702 M.C.A.

ARTICLE FOUR: MEMBERSHIP

The corporation shall have such members as provided for in the Declaration and its Bylaws who shall have all the rights and privileges of members of the corporation.

ARTICLE FIVE: REGULATION OF CORPORATION

a. The affairs of the corporation shall be managed by the Board of Directors; any class of membership established in the Bylaws shall have the right to vote.

b. Bylaws for the regulation and management of the affairs 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.

c. The directors, officers, employees and members of the corporation shall not be liable for its debts.

ARTICLE SIX: REGISTERED OFFICE AND REGISTERED AGENT

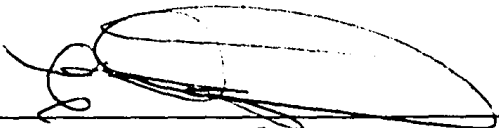
The address of the corporation's initial registered office P.O. Box 990, Manhattan, Montana 59741. The name of its initial registered agent at such address is Thomas H. Langel.

ARTICLE SEVEN: INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Thomas H. Langel	P.O. Box 990 Manhattan, Montana 58741

IN WITNESS WHEREOF, the incorporator has hereunto set his hand this 7 day of December, 2005.

  
\_\_\_\_\_  
Thomas H. Langel, Incorporator

STATE OF MONTANA )

:ss.

County of Gallatin )

On this 2 day of December, 2005, before me, a notary public in and for said State, personally appeared Thomas H. Langel, known to me to be the person who subscribed this document, and acknowledged to me the execution of this document.

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

Robin S. Wanner

Name: Robin S. Wanner

Notary Public for the State of MT

Residing at Manhattan

My commission expires: December 08, 2006

(S E A L)

