

SEC

GATE



A

**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 **MISSOURI RIVER RANCHES LANDOWNERS CORPORATION**, 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 **MISSOURI RIVER RANCHES LANDOWNERS CORPORATION**, 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 August 16, A.D. 1991.

**MIKE COONEY**  
Secretary of State

(GREAT SEAL)

ARTICLES OF INCORPORATION OF  
MISSOURI RIVER RANCHES LANDOWNERS CORPORATION

I, the undersigned, James C. Lane, desiring to form a corporation for the purposes hereinafter set forth, do hereby pursuant to and in conformity with the laws of the State of Montana relating to nonprofit corporations, associate myself and form a body corporate, and to that end I state and certify as follows:

ARTICLE I

The name of this corporation shall be Missouri River Ranches Landowners Corporation.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purposes and objects for which said corporation is formed are as follows:

- (a) To maintain, preserve and improve the common areas and roads used by members of the corporation, their guests and other permitted users, for ingress, egress, recreational and utility purposes;
- (b) To enforce covenants heretofore or hereafter adopted affecting the Missouri River Ranches Subdivision, a subdivision situated in Lewis and Clark and Cascade Counties, Montana.
- (c) To have and exercise all rights and powers from time to time granted to a nonprofit corporation by the laws of the State of Montana and otherwise.

ARTICLE IV

The address of the principal office and registered office of this corporation in the State of Montana is 210 Milwaukee Avenue, Deer Lodge, Montana 59722 and James C. Lane is the corporation's

316233  
STATE OF MONTANA  
**FILED**

AUG 16 1991

TE  
77

registered agent at said address.

ARTICLE V

The number of directors of the initial board of directors shall be three (3), and the names and addresses of the directors who are appointed to manage the affairs of said corporation until the first annual meeting of members and until their successors shall have been elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
James C. Lane	210 Milwaukee Avenue Deer Lodge, MT 59722
Deanna L. Lane	210 Milwaukee Avenue Deer Lodge, MT 59722
John D. Buchanan	P.O. Box 1643 Great Falls, MT 59403

ARTICLE VI.

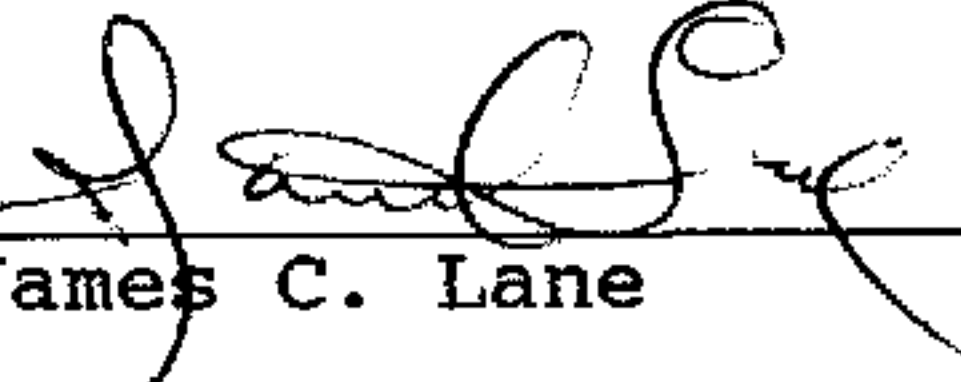
The name and address of the incorporator is James C. Lane, 210 Milwaukee Avenue, Deer Lodge, Montana 59722.

ARTICLE VII.

A director of the corporation shall not be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its members, (ii) for acts or omissions that constitute willful misconduct, recklessness, or a knowing violation of law, (iii) under Section 35-1-409 Montana Code Annotated, or (iv) for a transaction from which the director derives an improper personal

benefit. If the Montana Nonprofit Corporation Act is hereafter amended to authorize further elimination or limitation of the liability of a director, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by law.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st. day of August, 1991.

  
James C. Lane

STATE OF MONTANA )  
County of POWELL ) : ss.

On this 1st day of August, 1991, before me, the undersigned, a Notary Public for the State of Montana, personally appeared James C. Lane, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

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

  
Notary Public for the State of Montana  
Residing at Deer Lodge, Montana.  
My Commission expires:

NOTARY PUBLIC for the State of Montana  
Residing at Deer Lodge, Montana  
My Commission Expires May 13, 1994