

SECRETARY OF STATE

STATE OF MONTANA

BOB BROWN

EXHIBIT "C"



Business Services Bureau
Pat Haffey, Deputy

PRIORITY

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

ROBERT M KNIGHT
PO BOX 8899
MISSOULA MT 59807 8899

June 4, 2002

Dear Mr. Knight:

RE: HELLGATE MEADOWS
RESIDENTIAL NEIGHBORHOOD
ASSOCIATION, INC.
ARTICLES OF CORRECTION
Date of Filing: June 4, 2002
Filing Number: d116248 428496

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,

Bob Brown

Bob Brown
Secretary of State
Enclosure

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Rec'd 6/6/02

**STATEMENT OF INCORPORATOR FOR
PURPOSES OF FILING OF ARTICLES OF CORRECTION FOR
HELLGATE MEADOWS RESIDENTIAL NEIGHBORHOOD ASSOCIATION, INC.
ARTICLES OF INCORPORATION**

1. Articles of Correction for the Articles of Incorporation of Hellgate Meadows Residential Neighborhood Association, Inc., are submitted by Robert M. Knight, the incorporator, for purposes of correcting errors in the form of incorrect statements contained in the original filed Articles of Incorporation.

2. Attached hereto, marked Exhibit "A" and incorporated herein by reference, is a copy of the Certificate of Incorporation issued for Hellgate Meadows Residential Neighborhood Association, Inc., as well as a copy of the Articles of Incorporation issued effective May 28, 2002.

3. Attached hereto and incorporated herein by reference are the Corrected Articles of Incorporation.

4. The original Articles of Incorporation need to be corrected because they contain the following errors, to-wit:

- a. In the Purpose clause, there is a reference to the Village Core of Hellgate Meadows when the reference should be to the Residential Neighborhood of Hellgate Meadows.
- b. In Article IV there is a reference to the Village Core of Hellgate Meadows Subdivision when the reference should be to the Residential Neighborhood of Hellgate Meadows Subdivision.
- c. The reference to Article 6(b) of Hellgate Meadows Village Core contained in Article VIII should be corrected to reflect Article 6.7 of the Hellgate Meadows Residential Neighborhood Declaration of Easements, Covenants and Restrictions.

5. The attached Corrected Articles of Incorporation make the foregoing changes and only the foregoing changes.

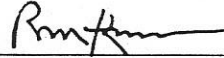
The undersigned, as incorporator, attests to the fact that there has been no election of officers or directors for Hellgate Meadows Residential Neighborhood Association, Inc., nor are there any members to-date of Hellgate Meadows Residential Neighborhood Association, Inc.

This Statement of Incorporator for Purposes of Filing Articles of Correction of Hellgate Meadows Residential Neighborhood Association, Inc., as well as the Corrected Articles of



Incorporation of Hellgate Meadows Residential Neighborhood Association, Inc., is submitted in compliance with the requirements of Section 35-2-122, MCA.

DATED this 4th day of June, 2002.



Robert M. Knight
Incorporator



**ARTICLES OF CORRECTION FOR
ARTICLES OF INCORPORATION
OF
HELLGATE MEADOWS RESIDENTIAL NEIGHBORHOOD ASSOCIATION, INC.
(a Montana Non-Profit Corporation)**

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 Hellgate Meadows Residential Neighborhood Association, Inc.

ARTICLE II

Designation. The corporation is a mutual benefit corporation.

ARTICLE III

Purpose. The Association does not contemplate that any pecuniary gains, profits or net earnings will inure to the benefit of any member of the Association. The Association is organized to perform all of the duties and obligations and to exercise all of the rights of the Residential Neighborhood Association which are provided for in the Declaration of Easements, Covenants and Restrictions for the Residential Neighborhood of Hellgate Meadows, as that Declaration may be amended and supplemented from time to time (hereinafter referred to as the "Declaration"). The Declaration will be recorded in the office of the Clerk and Recorder of Missoula County, Montana. The powers, privileges, rights, duties and obligations of the Residential Neighborhood Association include, but are not limited to, the following:

(a) to exercise all of the powers and privileges and to perform all of the duties and obligations of the Residential Neighborhood Association as set forth in the Declaration, which is hereby incorporated by reference in its entirety as if set forth herein in full, as it may be amended or supplemented from time to time, and to assist in the enforcement of the restrictions and covenants contained in the Declaration.

(b) to fix and levy assessments and to collect those assessments in order to obtain funds with which to carry out the duties and obligations of the Residential Neighborhood Association pursuant to the Declaration; and

(c) to exercise all other rights and powers which the corporation now has or may hereafter acquire under the Declaration, or which may be available to a non-profit corporation incorporated under the Montana Non-Profit Corporation Act.



ARTICLE IV

Members. The corporation shall have members. Members shall meet the criteria and satisfy the procedures for admission set forth in the corporation's bylaws and the Declaration of Easements, Covenants and Restrictions for the Residential Neighborhood of Hellgate Meadows Subdivision.

ARTICLE V

Registered Agent and Office. The address of the initial registered office of the corporation is 25685 Nine Mile Road, Huson, Montana 59846, and the name of the initial registered agent at that address is Robert G. Brugh.

ARTICLE VI

Distribution and Dissolution. Upon dissolution of the corporation, all assets remaining after the payment of known creditors shall be distributed according to Mont. Code Ann. § 35-2-721(6), or its successor statute in effect at the time of such dissolution.

ARTICLE VII

Duration. The duration of the corporation shall be perpetual.

ARTICLE VIII

Directors. The initial Board of Directors shall consist of three (3) Members. The number of directors who shall manage the business affairs of the Corporation shall be such as from time to time may be fixed by, or in the manner provided in, the Bylaws and amendments thereto, and shall be consistent with the provisions of Article 6.7 of the Hellgate Meadows Residential Neighborhood Declaration of Easements, Covenants, and Restrictions, and amendments thereto, but the number of directors may not be less than three (3) nor more than nine (9).

ARTICLE IX

Limitation of Directors' Liability. A director of the corporation shall not be liable to the corporation or its members for monetary damages for breach of a director's duties to the corporation or its members, except for (a) breaches of the director's duty of loyalty to the corporation or its members; (b) acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law; (c) transactions from which a director derived an improper personal or economic benefit; (d) transactions involving a conflict of interest as defined in Montana Code Annotated, Section 35-2-418; (e) transactions involving a loan or loan guarantee made to or for the benefit of a director by the corporation in violation of Montana Code Annotated, Section 35-2-435; or (f) a director's personal liability for an unlawful distribution under Montana Code Annotated, Section 35-2-436. Any repeal or modification of this article will be prospective only and will not adversely affect any limitation on the personal liability of a director of the corporation with respect to actions taken before the repeal or modification of this article.

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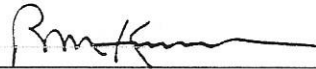
ARTICLE X

Director Indemnification. The corporation will indemnify each director to the full extent permitted by the Montana corporation statutes against all costs and expenses reasonably incurred or imposed upon the director in connection with or rising out of any action, suit or proceeding in which the director is made a party by reason of having been a director or officer of the corporation.

ARTICLE XI

Incorporator. The name of the incorporator is Robert M. Knight and such incorporator's address is 526 East Front Street, P.O. Box 8899, Missoula, MT, 59807-8899.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed as of the 30 day of May, 2002, by the incorporator and the registered agent.



Robert M. Knight
Incorporator

Acceptance of Appointment as Registered Agent

Robert G. Brugh hereby accepts the appointment as registered agent of the Residential Neighborhood Association which is provided for herein, as required by Montana Code Annotated §35-2-309.



Robert G. Brugh

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