

AMENDED AND RESTATED ARTICLES OF
INCORPORATION OF
FORT PECK LAKE ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS: That we, the members of the Fort Peck Lake Association of P.O. Box 822, Glasgow, Montana, do hereby amend the Articles of Incorporation of the Fort Peck Lake Association originally filed with the Secretary of State on July 7, 1999, as follows:

ARTICLE 1

The Corporate name of this Association is:
FORT PECK LAKE ASSOCIATION

ARTICLE 2

This Association shall have perpetual existence and is designated as a mutual benefit corporation.

ARTICLE 3

The purpose or purposes for which said Association is formed are:

(a) To be and constitute the Association to which reference is made in the Declaration of Covenants of the Fort Peck Lake Cottages recorded with the Valley County, Garfield County, and McCone County Clerk and Recorders, and as may be amended from time to time (hereinafter the "Covenants"), establishing a plan of development to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Articles of Incorporation, in the By-Laws, and as provided by law;

(b) To provide an entity for the furtherance of the interests of the owners of lots known as the Fort Peck Lake Cottages in Valley, Garfield, and McCone Counties; and

(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 4

The affairs of the Association shall be under the control of the Board of Directors who are elected and appointed as provided the Association's By-Laws. The number of directors shall be 12.

ARTICLE 5

At the first annual meeting following the expiration of the one year period for which the directors herein designated will serve, and at each annual meeting thereafter, a new Board of Directors will be elected in accordance with the provisions of the By-Laws of the Association and the laws of the State of Montana, in such cases made and provided.

The liability of a director to the members is limited to the extent allowed by Section 35-2-213, MCA.

ARTICLE 6

The officers of the Corporation may include a President, one or more Vice-Presidents, a Secretary, and a Treasurer. The officers shall be elected by the Board of Directors at each annual meeting, and any officer may be removed by the Board of Directors, with or without cause.

ARTICLE 7

In the event of the liquidation or dissolution of the Association, the assets of the Association, after the payment of all debts and obligations; shall be divided among the outstanding memberships of the Association.

ARTICLE 8

This Association shall not issue or have any capital stock. Membership in the Association shall be evidenced by membership certificates issued to those persons or entities qualifying as Owners pursuant to Article IV, Section 4 of the Covenants.

Membership in the Association shall represent the right to share with all other members in the use of the lands and facilities of the Association within the limits as shall be established in the Covenants and the by-laws of the Association, subject to the Covenants, by-laws and regulations adopted by the Board of Directors.

ARTICLE 9

A director may be removed, from office, but only for good cause shown, by a majority vote of the Board of Directors or members represented at any meeting at which there is a quorum, provided that notice of such proposed action shall have been duly given to the directors or members in the notice of the meeting. The director involved shall be given full opportunity to be heard at such meeting, in person or by counsel. Any vacancy created by the removal of a director shall be filled by appointment by the board of directors, and such appointment will be effective until the next annual election, at which time the vacancy will be filled by the election of a director by members of the affected cabin area.

ARTICLE 10

The by-laws of the Association for the management of its affairs shall be adopted by the members of said Association, and said members will be empowered to amend or repeal said by-laws, and these Articles, in accordance with the provisions thereof, and the provisions of Montana Law.

ARTICLE 11

Cumulative voting shall be allowed.

These Amended and Restated Articles of Incorporation fully and completely amend and replace any and all prior Articles of Incorporation of the Corporation.

EFFECTIVE as of the 23rd day of August, 2018.

Wanda Robnett
Secretary

Approved:

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President

