

MONTANA CORPORATION ANNUAL REPORT - 2006

FILED ELECTRONICALLY IN ORDER FOR YOUR CORPORATION TO REMAIN ACTIVE AND IN GOOD STANDING AND PREVENT INVOLUNTARY DISSOLUTION/REVOCATION PER 35-2-904,MCA.

Filed Date 09/08/2006
Document No. 704647
Filing Time 02:11PM

WESTERN MONTANA DISTRICT OF NARPM INC.

LOUISE ROCK
2685 PALMER STE B
MISSOULA MT 59808

ORGANIZATIONAL ID NUMBER: D089183
TYPE: 54

1. State/Country of Incorporation: MT
2. Description of Business: MUTUAL BENEFIT WITH MEMBERS
3. Names and Addresses of Principal Officers - At least one officer MUST be listed.

President
LOUISE ROCK
2685 PALMER SUITE B
MISSOULA MT 59808

Vice President
HOLT CORETTE
P.O. BOX 1443
MISSOULA MT 59806

Secretary
LOREE SMITH
4200 EXPRESSWAY
MISSOULA MT 59808

Treasurer
LISA GOHRICK
424 MADISON
MISSOULA MT 59802

4. Names and Addresses of the Directors - At least 3 director(s) MUST be listed.

Director
SHERRY FEATHERLY
6015 GREGS WAY
MISSOULA MT 59808

Director
LOUISE ROCK
2685 PALMER STE B
MISSOULA MT 59803

Director
HOLT CORETTE
P.O. BOX 1443
MISSOULA MT 59806

By submitting this filing electronically to the Montana Secretary of State's Office, I state that as an officer or chair of the board of the above corporation I submit this report on behalf of the corporation and that the statements in this report are true, under penalty of false swearing. 45-7-202, Montana Code Annotated (MCA).

Electronically Submitted by: LOUISE ROCK
LOUISER@PROFESSIONALPROPERTY.COM

E-mail:

ALL INFORMATION PROVIDED, INCLUDING NAMES AND ADDRESSES OF OFFICERS AND DIRECTORS WILL BE MADE AVAILABLE ON THE SECRETARY OF STATE'S WEBSITE <http://www.sos.mt.gov/css/index.asp> OR UPON REQUEST.

SECRETARY OF STATE
STATE OF MONTANA
MIKE COONEY

Business Services Bureau
Rose Ann Crawford, Deputy



Montana State Capitol
PO Box 202801
Helena, MT 59620-2801
(406)444-3665

January 15, 1997

ZANE K SULLIVAN
SULLIVAN & TABARACCI
430 RYMAN
MISSOULA MT 59802

RE: WESTERN MONTANA
DISTRICT OF NARPM, INC.
Date of Filing: January 9, 1997
Filing Number: D089183-344808

Dear Mr. Sullivan:

Attached please find a copy of the documents you recently filed with this office. The document number and filing date have been recorded on the copy I've attached. These documents serve 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,

Mike Cooney
Secretary of State
Enclosure

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BY: _____

Tax ID #
D089183
Type 45
D-089183
Type 45

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STATE OF MONTANA
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FACSIMILE FILED ON 1-9-97
PURSUANT TO MONTANA CODE
ANNOTATED BY KMS

ARTICLES OF INCORPORATION

OF

WESTERN MONTANA DISTRICT OF NARPM, INC.

SECRETARY OF STATE

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The undersigned, a natural person of legal age, acting as incorporator of a non-profit Corporation under the provisions of the Montana Non-profit Corporation Act, hereby adopts the following articles of Incorporation for such non-profit Corporation:

ARTICLE I

NAME

The name of the Corporation is WESTERN MONTANA DISTRICT OF NARPM, INC.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Designation

The corporation is a mutual benefit corporation.

ARTICLE IV

Purposes

The Corporation is organized for the purposes of coordinating the activities and efforts of its members in the manner of a professional trade association. The activities of the corporation shall be as may, from time to time, be determined by the members for the mutual benefit of the members as speaking professionals.

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ARTICLE V

Provisions for Regulation of Internal Affairs of the Corporation

(a) Bylaws. The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the Corporation not inconsistent with these Articles of Incorporation and the laws of Montana.

(b) Transactions in Which Directors Have an Interest. Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the Corporation and any Corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the board of directors of the Corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction. The interested director or directors shall be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common or statutory law applicable to it.

(c) Indemnification of Directors, Officers and Employees. The Corporation shall have the power to indemnify any person made a party to any action, suit or proceeding, whether civil or criminal, by reason of the fact that he, or the decedent whose estate he represents, is or was a director, officer or

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employee of the Corporation, or of any Corporation which he served in such capacity at the request of the Corporation, against the reasonable expenses, including attorney's fees, actually and reasonably incurred by him in connection with the defense of the action, suit or proceeding, or in connection with any appeal in it, and to reimburse any such person any amount paid upon any judgement or the reasonable costs of settlement of any such action, suit or proceeding; but to make no indemnification or reimbursement in relation to matters as to which it shall be finally adjudged in this action, suit or proceeding the director, officer or employee is liable for gross negligence or willful misconduct in the performance of duty to the Corporation.

(d) Amendment of Articles of Incorporation. The Corporation reserves the right from time to time to amend, alter or repeal any provision of its Articles of Incorporation in any manner now or hereafter permitted by the laws of the State of Montana and the applicable provisions of the internal revenue code or regulations enacted thereunder.

ARTICLE VI

Limitation of Personal Liability

A director shall have no liability to the Corporation or its members for monetary damages for the breach of fiduciary duty as a director, except for a breach of the director's duty of loyalty, to the Corporation or its members, for acts or omissions that constitute willful misconduct, recklessness, or a knowing violation of the law, for a transaction from which the director derives an improper personal benefit or from any other breach which is excepted from this liability waiver under Montana Code Annotated 35-2-414 or otherwise pursuant to the Montana Non-profit Corporation Act.

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ARTICLE VII

Registered Office and Registered Agent

The address of the initial registered office of the Corporation is 430 Ryman, Missoula, Montana 59802. The name of the initial registered agent at such address is Zane K. Sullivan.

ARTICLE VIII

Distribution on Dissolution

Upon the affirmative vote of two-thirds (2/3) of those members voting at any meeting called for the purpose of voting on the dissolution of the corporation, or upon any authorization permitted by Montana Code Annotated §35-2-721, or any subsequent provision enacted pursuant thereto, the Corporation may be dissolved. Any dissolution of the Corporation shall be a supervised judicial dissolution pursuant to §35-2-728 (I)(d) of the Montana Code Annotated. All assets of the Corporation are to be liquidated and reduced to cash and the proceeds therefrom shall be dispersed as determined by the Court to other non-profit Corporations qualified pursuant to the provisions of §501 - (C)(6) of the IRS Code or such similar provisions and regulations as may then be in effect. Any proposed distribution upon dissolution of the Corporation which would, disqualify the Corporation at any time during its existence from maintaining its status as a 501 - (C)(6) entity, shall be deemed prohibited by these Articles.

ARTICLE IX

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, but the number of directors may not be less than three (3). The names and addresses of the persons who are to serve as directors until the first annual membership meeting or until their successors are elected and qualified are:

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1. Maris Mills
Apartment Store, Inc.
341 W. Pine
Missoula, MT 59802
2. Lonnie Warner
Professional Property Management
1900 Brooks
Missoula, MT 59801
3. Adrienne Honey
Wolf Point Property Management
1020 South Avenue
Missoula, MT 59801

ARTICLE X

Incorporator

The name and address of the incorporator of the Corporation is:

Zane K. Sullivan
Sullivan & Tabaracci
430 Ryman
Missoula, MT 59802

ARTICLE XI

Members

The Corporation will have members. Members will be admitted upon application and upon such other terms and provisions as may be set forth in the Bylaws.

Dated this 17 day of December, 1996.

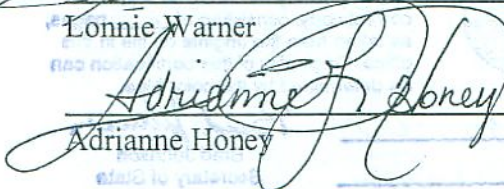
INCORPORATOR


Zane K. Sullivan

DIRECTORS


Maris Mills


Lonnie Warner


Adrienne Honey

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STATE OF MONTANA

Office of the Secretary of State

I hereby certify this is a true and correct copy, consisting of 5 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color blue.

DATED: 3-9-07

BY:

Jacinda Flippo
DEPUTY

Brad Johnson

Brad Johnson
Secretary of State

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