

**STATEMENT OF INTENT TO  
INCORPORATE A  
COOPERATIVE ASSOCIATION**

The undersigned individuals, whose names and addresses are set forth below, desire to incorporate as a cooperative association under Title 35, Chapter 15, of the Montana Code Annotated, and hereby state the following as the cooperative association's Articles of Incorporation:

**ARTICLE I:**

**Name and Location.** The name of the cooperative association to be incorporated is: Alameda's Cooperative Hot Springs Retreat and Guesthouse, and its principal office is located at 308 Spring Street, Hot Springs Montana.

**ARTICLE II:**

**Capital Stock.** The cooperative association shall have initial authority to issue 13 shares of capital stock, which shall be designated as common stock only.

**ARTICLE III:**

**Registered Agent and Office.** The address of the initial registered office of the cooperative association is 341 Central Ave., Whitefish, MT 59937, and the name of the initial registered agent at that office is Lori B. Miller.

**ARTICLE IV:**

**Duration.** The period of duration of the cooperative association is perpetual.

**ARTICLE V:**

**Purpose.** The undersigned form the cooperative association for the purpose of providing senior housing, food, and education for its members, and for the purpose of engaging on a cooperative basis in any other lawful trade, business or industry authorized by Montana law.

**ARTICLE VI:**

**Liability.** To the maximum extent permitted under applicable law, the directors shall not be personally liable to the cooperative association or its shareholders for monetary damages for actions taken or for failure to take actions as a director; provided, however, that directors shall be personally liable for:

- (a) the amount of a financial benefit received by a director to which the director is not entitled;
- (b) an intentional infliction of harm on the association or the shareholders;
- (c) unlawful distributions in violation of Section 35-1-713, Montana Code Annotated; or
- (d) an intentional violation of criminal law.

DATED: \_\_\_\_\_, 2013

DEVLIN RETIREMENT, LLC

By: \_\_\_\_\_  
LIAM DEVLIN, Manager  
1200 West 45<sup>th</sup> Ave  
Anchorage AK, 99503

\_\_\_\_\_  
JOHN DELLINO  
7743 Corliss Ave., N.  
Seattle, WA 98103

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PAUL STELTER  
308 Springs St.  
Hot Springs, 59845

**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent, I certify that I am familiar with and accept the duties and responsibilities as agent for the foregoing corporation until such time as I resign or I am replaced by another registered agent.

\_\_\_\_\_  
LORI B. MILLER

\_\_\_\_\_  
DATE