

ARTICLES OF INCORPORATION

JUN 5 1984

OF

SECRETARY OF STATE
STATE OF WASHINGTON

SUMMER RIDGE HOMEOWNERS' ASSOCIATION

The undersigned person, acting as the incorporator of a corporation under the provisions of the Washington Non-profit Corporation Act (Revised Code of Washington 24.03), adopts the following articles of incorporation for such corporation:

Article I.
NAME

The name of the corporation shall be SUMMER RIDGE HOMEOWNERS' ASSOCIATION, hereinafter referred to as the "Corporation."

Article II.
DURATION

The period of duration of the Corporation shall be perpetual.

Article III.
PURPOSE AND POWERS

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the residence lots and Common Areas and Improvements hereinafter referred to as "Common Areas" and to promote the health, safety and welfare of the residents within that certain tract of property described on Exhibit "A" attached to these Articles, and any additional properties as may hereafter be brought within the jurisdiction of this Corporation and for these purposes to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in any of the Declarations of Covenants, Conditions and Restrictions (hereinafter called the "Declarations"), applicable to the properties and as recorded in the office of the King County Recorder and as the same may be amended from time to time as therein provided, said Declarations being incorporated herein as if set forth at length;
- (b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of said Declarations; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;
- (c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell; lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the

Corporation;

- (d) borrow money, and with the assent of two-thirds (2/3) of the voting members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) dedicate, sell or transfer all or any part of the Common Areas (as defined in the Declarations) to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. Except as dedicated or transferred by the Declarant during the development period, no such dedication or transfer shall be effective unless an instrument has been signed by seventy-five percent (75%) of the voting members, agreeing to such dedication, sale or transfer;
- (f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common area, provided that unless otherwise provided in the Declarations any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the voting members;
- (g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Washington by law may now or hereafter have or exercise.

Article IV.
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Corporation, including purchasers under real estate contracts, shall be a member of the Corporation. The above definition of member is not intended to include persons or entities who hold interests in the real property merely as security for the performance of an obligation.

Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Corporation.

Article V.
VOTING RIGHTS

Subject to the suspension of voting rights pursuant to the terms of these Articles, the Bylaws, or the Declarations, members shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as the multiple owners determine, in accordance with the provisions of the Declarations, but in no event shall more than one vote be cast with respect to any lot.

Article VI.
REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation shall

be at 12443 Bellevue/Redmond Road, Suite H, City of Bellevue, County of King, Washington. The name of the initial registered agent of the Corporation at such address shall be Park West Corporation.

Article VII.
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors of not less than three (3) nor more than nine (9) Directors, who need not be members of the Corporation.

The number of directors constituting the initial board of directors of the Corporation shall be three directors. The names and addresses of the persons who are to serve as the initial directors of the Corporation are as follows:

David W. Lozier, Jr.
12443 Bellevue/Redmond Road, Suite H
Bellevue, WA 98005

Richard E. Berkeihiser, Jr.
12443 Bellevue/Redmond Road, Suite H
Bellevue, WA 98005

Michael D. Levy
12443 Bellevue/Redmond Road, Suite H
Bellevue, WA 98005

Any change in the number of directors of the Corporation shall be made only by Amendment to the Bylaws of the Corporation, provided that no decrease in the number of directors shall shorten the term of any incumbent director.

Pursuant to those common provisions to be contained in the Declarations of each property included in the membership of the Corporation as set forth in Article VIII herein, all of the rights, powers, and functions of the Corporation shall be exercised, controlled and/or performed exclusively by the initial board of directors until the end of the Development Period as defined in said Declarations.

Article VIII.
ADDITIONAL PROPERTIES

The Incorporator hereby reserves for itself, its successors or assigns, the right, but not the obligation, to include additional adjacent properties within the auspices of the Corporation and to grant to the lot owners of any such additional adjacent properties all rights and benefits to which Members of the Corporation are entitled.

If the Incorporator adds additional properties to the Corporation, at the time at which any additional properties are added to the Corporation, the common areas included in such property shall be combined with the common areas existing in the Corporation prior to such addition or additions. The common areas shall then be burdened by easements in favor of the lot owners of the originally described property and in favor of the lot owners of any additional properties, and shall be benefitted by an obligation of the lot owners of the originally described property and the lot owners of any ad-

ditional properties to pay a portion of the cost of maintenance of the common areas. Until such additional adjacent properties shall be subjected to the Corporation the property shall not be governed by the Corporation. This right reserved by the Incorporator shall not give the Corporation or any lot owners any right in said adjacent properties until said adjacent properties are subjected to the Corporation.

Additional properties added to the Corporation by the Incorporator or by a vote of the membership as provided in Article III (f) shall be subject to a Declaration with provisions which are the same as the Declaration of the originally described property except for provisions 4.B. Building and Landscaping Requirements and Restrictions and 4.C. Use Restrictions, which may differ to reflect the conditions specifically applicable to the property being added.

Nothing contained in this Article shall be construed to require the Incorporator to include any additional properties.

Article IX. INCORPORATOR

The name and address of the Incorporator of the Corporation is as follows:

Park West Corporation
12443 Bellevue/Redmond Road, Suite H.
Bellevue, WA 98005

Article X. DISSOLUTION

The Corporation may be dissolved with the written approval of not less than two-thirds (2/3) of the voting members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation remaining after application pursuant to RCW 24.03.225 shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

Article XI. INDEMNIFICATION

Each member of the board of directors, each member of a Corporation committee, each officer of the Corporation and the Declarant who filed the Declaration, shall be indemnified by the Corporation against all expenses and liabilities, including attorneys' fees and costs, reasonably incurred by or imposed in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of holding or having held such position, whether or not he or she holds such position at the time such expenses or liabilities are incurred except in such cases wherein such person is adjudged guilty of willful misfeasance in the performance of his or her duties.

Article XII.
AMENDMENTS

Amendment of these Articles of Incorporation shall require the consent of seventy-five percent (75%) of voting members. These Articles of Incorporation shall not be amended, modified or superceded without the express written consent of the Incorporator until management and administration of the Summer Ridge Homeowners' Association is transferred from the initial board to the first Board of directors following the end of the Development Period as defined in the Declarations.

Dated this 22nd day of May, 19 84.

PARK WEST CORPORATION

By David W. Lozier, Jr.
David W. Lozier, Jr., President

Consent to Appointment as Registered Agent:

I, David W. Lozier, Jr., President of Park West Corporation, do hereby consent to serve as registered agent for the corporation Summer Ridge Homeowners' Association.

David W. Lozier, Jr.
Registered Agent

May 22, 1984
Date

Address of Registered Agent:

12443 Bellevue/Redmond Road, Suite H
Bellevue, WA 98005