



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

SUNWOOD LAKES HOMEOWNERS ASSOCIATION

a Washington **non-profit** corporation. Articles of Incorporation were filed for record in this office on the date indicated below.

Corporation Number: **2-337072-9**

Date: **September 29, 1983**

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

**1701
106-115**

0017290T 14 53

FILED

SEP 29 1983

ARTICLES OF INCORPORATION
OF
SUNWOOD LAKES HOMEOWNERS ASSOCIATION
a nonprofit corporation

SECRETARY OF STATE
STATE OF WASHINGTON

In compliance with the requirements of Title 24, Revised Code of Washington, relating to nonprofit corporations, the undersigned, all of whom are residents of the State of Washington, and all of whom are of full age, having this day voluntarily associated themselves together for the purpose of forming a corporation, not for profit, do hereby make, subscribe, execute and adopt, in duplicate, the following Articles of Incorporation and do hereby certify:

ARTICLE I

The name of the corporation is SUNWOOD LAKES HOMEOWNERS ASSOCIATION, a nonprofit corporation, hereafter called "The Association".

ARTICLE II

The registered office of the Association is located at: The Security Building, Suite 318, 213 East 4th Avenue, Olympia, Washington.

ARTICLE III

Larry R. Schreiter, whose address is The Security Building, Suite 318, 213 East 4th Avenue, Olympia, Washington, is hereby appointed registered agent of this Association. The registered agent's mailing address is P.O. Box 694, Olympia, Washington 98507.

ARTICLE IV

Purposes and Powers of the Association

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of

the residential lots and common areas within that certain tract of property described as:

Sunwood Lakes

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Association by annexation, as provided in Article IX herein, and for this purpose:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the office of Pierce County Auditor, Tacoma, Washington, and as the same may be amended from time to time as herein provided, said Declaration being incorporated herein as if set forth at length.

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

(c) To 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 Association.

(d) To borrow money, to 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) To have and to exercise any and all powers,

Articles - 2

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 V

Membership

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership.

ARTICLE VI

Voting Rights

The interest of each incorporator or member shall be equal to that of any other member and no incorporator or member can acquire any interest which will entitle him to any greater voice, vote, authority, or interest in the corporation than any other member. When more than one person shall hold such interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII

Board of Trustees

The affairs of this Association shall be managed by a Board of nine (9) Trustees, who need not be members of

Articles - 3

the Association. The number of Trustees may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Trustees until the next annual meeting and the selection of their successors are:

Mr. Bob Iyall	8009 Wood Ibis Dr. SE Olympia, WA 98503
Mr. Scott R. Denis	7603 Redstart Dr. SE Olympia, WA 98503
Mr. Neal S. Nunamaker	8000 Tanwax Dr. SE Olympia, WA 98503
Mr. Stephen T. Meyer	8032 Tanwax Dr. SE Olympia, WA 98503
Ms. Tina Austin	7836 Tanwax Dr. SE Olympia, WA 98503
Mr. Donald W. Bradley	8073 Tanwax Dr. SE Olympia, WA 98503
Mr. John Hoffman	600 Black Lake Blvd. No. 106 Olympia, WA 98502
Mr. Paul Strand	7637 Ostritch Dr. SE Olympia, WA 98503
Mr. Louis Carloch	7926 Incline Ct. SE Olympia, WA 98503

At the first annual meeting, the members shall elect three Trustees for a term of one year, three Trustees for a term of two years, and three Trustees for a term of three years; and at each annual meeting thereafter the members shall elect three Trustees for a term of three years.

ARTICLE VIII

Liabilities

The highest amount of indebtedness or liability,

Articles - 4

direct or contingent, to which this Association may be subject at one time shall not exceed One Hundred Fifty percent (150%) of its income for the previous fiscal year, Provided that, additional amounts may be authorized by the assent of two-thirds (2/3) of the membership.

ARTICLE IX

Annexation of Additional Properties

Section 1. The Association may, at any time, annex additional residential properties and Common Areas to the properties described in Article IV, and so add to its membership under the provision of Article V Provided that, any such annexation shall have the assent of two-thirds (2/3) of the entire membership.

Section 2. If within ten (10) years of the date of incorporation of this Association, the Declarant should develop additional lands within the preliminary plat of Sunwood Lakes or adjacent to Sunwood Lakes, such additional lands may be annexed to said properties without the assent of the members, Provided, however, the development of the additional lands described in this section shall be in accordance with a general plan submitted to the Thurston County Planning Commission and the Federal Housing Administration with the processing papers for the first section. Detailed plans for the development of additional lands must be submitted to the Thurston County Planning Commission and the Federal Housing Administration prior to such development. If the Federal Housing Administration determines that such plans are not in accordance with the general plan on file and such agency or agencies so advises the Association and the Declarant, the development of the additional lands must have the assent of two-thirds (2/3) of the members who are voting in person at a meeting duly called for this

purpose, written notice of which shall be sent to all members not less than Thirty (30) days nor more than Sixty (60) days in advance of the meeting setting forth the purpose of the meeting.

At this meeting, the presence of members entitled to cast sixty percent (60%) of all of the votes of the entire membership shall constitute a quorum. If the required quorum is not forthcoming at any meeting another meeting may be called, subject to the notice requirement set forth above, and the required quorum at any such subsequent meeting shall be one-half (1/2) of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than Sixty (60) days following the preceding meeting.

ARTICLE X

Mergers and Consolidations

To the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, Provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the entire membership.

ARTICLE XI

Authority to Dedicate

The Association shall have power to dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the entire membership, agreeing to such dedication, sale or transfer.

ARTICLE XII

Dissolution

The Association may be dissolved with the assent

Articles - 6

given in writing to the Trustees and signed by not less than two-thirds (2/3) of the entire membership, and in accordance with Title 24 of RCW. Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XIII

Duration

The corporation shall exist perpetually.

ARTICLE XIV

Meetings for Actions Governed by Articles VIII Through XII

In order to take actions under Articles VIII through XII, there must be a duly held meeting. Written notice, setting forth the purpose of the meeting shall be given to all members not less than thirty (30) days nor more than sixty (60) days in advance of the meeting. The presence of members entitled to cast sixty percent (60%) of the votes of the membership shall constitute a quorum, except for Article IX, Section 2, where the quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirement set forth above, and the required quorum at such subsequent meeting shall be one-half (1/2) of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting. In


the event that two-thirds (2/3) of the entire membership are not present, members not present may give their written assent to the action taken thereat.

ARTICLE XV

Amendments

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Washington, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 24th day of September, 1983.


STEPHEN T. MEYER
Incorporator

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, LARRY R. SCHREITER, hereby consent to serve as registered agent in the State of Washington for Sunwood Lakes Homeowners Association, a nonprofit corporation. I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and immediately to notify the office of the Secretary of State in the event of my resignation or of any change in the registered office address of the corporation for which I am agent.

My street address is Security Building, Suite 318, 213 East 4th Avenue, Olympia, Washington 98501.

My mailing address is P.O. Box 694, Olympia, Washington 98507.

DATED this 27th day of Sept., 1983.


LARRY R. SCHREITER