

## **ARTICLES OF INCORPORATION**

### **ARTICLES OF INCORPORATION OF SUNLAND ESTATES HOMEOWNERS ASSOCIATION (Rev. 6/22/00)**

KNOW ALL MEN BY THESE PRESENTS, that we, PATRICK W. CAREY, BRUCE MILNE, ROBERT V. SEIDELHUBER, JAY TEMPLEMAN, and LEO P. WERLECH, residing in the State of Washington and being citizens of the United States, each being over the age of twenty-one (21) years, and being desirous of forming a corporation under Title 24, Revised Code of Washington, relating to nonprofit corporations, do hereby associate ourselves together for the purpose of forming a nonprofit corporation, and do make, subscribe, execute and adopt, in triplicate, the following ARTICLES OF INCORPORATION, and certify as follows:

#### **ARTICLE I**

The name of the corporation shall be: SUNLAND ESTATES MAINTENANCE COMPANY. Amended June 22, 2000, name of corporation shall be: SUNLAND ESTATES HOMEOWNERS ASSOCIATION.

#### **ARTICLE II**

The purposes for which this corporation is formed, are, generally, to provide for the orderly development of lots purchased from SUNLAND ESTATES CO. and:

(1) To purchase or otherwise acquire, construct, improve, develop, repair, maintain, operate, care for and/or dispose of parkways, playgrounds, open spaces and recreational areas, tennis courts, beaches, boat landings, floats, piers, clubhouses, swimming pools, and/or swimming areas, bathhouses, places of amusement, community building, community clubhouses, and in general community facilities appropriate for the use and benefit of its members, and/or for the improvement and development of the property hereinafter referred to.

(2) To build, improve and maintain culverts, bridges and drainage areas, and to provide for the improving, cleaning and sprinkling of streets, and for collection and disposal of the street sweepings, garbage, ashes, rubbish and the like; to prevent and suppress fires, to provide police protection and to make and collect charges to cover the costs and expenses therefor.

(3) To improve, light and/or maintain streets, roads, alleys, courts, walks, gateways, fences and ornamental features, now existing or hereafter to be erected or created, and shelters, comfort stations and/or buildings and improvements ordinarily appurtenant to any of the foregoing; to improve, plant and maintain grass plots and other areas, trees and plantings within the lines of the streets immediately adjoining or within the property hereinafter described or referred to.

(4) To care for any lots and plots in said property, to kill, destroy and/or remove from any of said lots and plots grass, weeds, rodents, predatory animals and any unsightly or obnoxious thing; and to take any action with reference to such lots and plots as may be necessary or desirable in the opinion of the board of trustees of said corporation, to keep the property clean and in good order; to make and collect charges therefor.

(5) So far as it can legally do so, to grant franchises, rights of way and easements for public utilities or other purposes upon, over and /or under any of said property.

(6) To acquire by gift, purchase, lease or otherwise, and to own, hold, enjoy, operate, maintain, and to convey, sell, lease, transfer, mortgage and otherwise encumber, dedicate for public use and/or otherwise dispose of, real and/or personal property within the hereinafter described real property or continuous thereto.

(7) To keep records of building permits and/or other approvals or disapproval's made or issued by said corporation; to keep books and records showing all charges, levies, and assessments made; to furnish certified copies of any record which the board of trustees may authorize to be furnished; to issue certificates of completion and compliance covering respective parcels of property upon which buildings, structures and/or other improvements have been erected or made, all as provided in the restrictions, conditions and covenants affecting said property or portions thereof; and to make and collect charges covering the cost and expense of such acts.

(8) To enforce liens, charges, restrictions, conditions and covenants existing upon and/or created for the benefit of parcels of real property over which said corporation has jurisdiction and to which said parcels may be subject to the extent that said corporation has the legal right to enforce the same, and to pay all expenses incidental thereto.

(9) To pay the taxes and assessments which may be levied by any public authority upon any of the said property now or hereafter used or set apart for parks, parkways, playgrounds, open areas, tennis courts, beaches, boat landings, community clubhouses, community club buildings, places of amusement and/or recreation areas, or upon such other recreation spaces wherever situate, as may be maintained for the general benefit and use of the owners of lots in said property; to pay taxes and assessments levied by any public authority upon improvements upon any of said property or areas so used or set apart or maintained, and whether taxes or assessed as a part of said property or area or separately; and to pay taxes and assessments levied by any public authority upon any property which may be held in trust for said corporation.

(10) To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment and/or enforcement of covenants, reservations, restrictions, liens and charges imposed upon said property, and as may be vested in, delegated to, or assigned to said corporation and such duties with respect thereto as may be assigned to and assumed by said corporation.

(11) To approve and/or disapprove, as provided by restrictions, conditions and covenants affecting said property, plans and specifications for and/or location of fences, walls, poles, building and/or structures to be erected or maintained upon said property or any portion thereof; to approve or disapprove the kind, shape, height, and materials for same and/or the plan indicating the location thereof or their respective building sites and such grading plans as may be required, and to issue permits for the same; to pay any and all expenses and charges in connection with the performance of any of said powers or the carrying out of any of said purposes; to supervise construction by the board of trustees, and to establish rules therefor.

(12) To regulate and/or prohibit the erection, posting, pasting or displaying upon any of said property billboards and/or signs of all kinds and character, and to remove and/or destroy any such bill boards or signs erected or maintained upon said property without the authority of said corporation as provided in such restrictions, conditions and covenants, as may affect said property or any portion thereof.

(13) To appropriate, purchase, divert, acquire and store water from streams, water course, wells or any other source, and to distribute the water so appropriated and acquired to its members for use upon the lands of said members and for domestic purposes; to acquire, own construct, hold possess, use and maintain such pumping plants, tanks, pipe lines, reservoirs, ditches, buildings, roads, trails and appliances, and such other property, including water rights and shares of stock in other corporations as said corporation may from time to time desire to acquire and purchase for furnishing and supplying water to its members; provide that this corporation shall not use or dispose of such water as a public utility but solely for the use and benefit of its members and for the irrigation of lands and domestic and other useful and beneficial purposes.

(14) To fix, establish, levy, and collect annually such charges and/or assessments as may be necessary, in the judgment of the board of trustees to carry out any or all of the purposes for which this corporation is formed, but not in excess of the maximum from time to time fixed by the By-Laws.

(15) To expend the moneys collected by said corporation from assessments and charges and other sums received for the payment and discharge of costs expenses and obligations incurred by said corporation in carrying out any or all the purposes for which said corporation is formed.

(16) Generally, to do any and all lawful things which may be advisable, proper, authorized and/or permitted to be done by said corporation under or by virtue of any restrictions, conditions, and/or covenants or laws affecting said property or any portion thereof (including areas now or hereafter dedicated to public use); and to do and perform any and all acts which may be either necessary for, or incidental to, the exercise of any of the foregoing powers or for the peace, health, comfort, safety and/or general welfare of owners of said property, or portions thereof, or residents thereon.

(17) To borrow money and mortgage, pledge or hypothecate any or all of the real or personal property of said corporation as security for money borrowed or debts incurred; and to do any and all things that a corporation organized under said laws of the State of Washington may lawfully do when operating for the benefit of its members or the property of its members, and without profit to said corporation.

(18) Generally, to do and perform any and all acts which may be either necessary or proper for or incidental to the exercise of any of the foregoing powers and such powers granted by the provisions of Title 24, Revised Code of Washington and other laws of the State of Washington relating to nonprofit corporations.

(19) Nothing contained in these Articles of Incorporation shall be construed as authorizing or permitting said corporation to own, manage or operate any real or personal property for profit. It is the intention and purpose that the business of said corporation shall not be carried on for profit either to itself or for the benefit of its members, and wherever it is authorized to collect charges or assessments it shall have no power or authority to use said charges or assessments except as necessary to cover the actual cost or expenses of the act, duty, power or transaction performed.

(20) To have one or more offices at such place or places, either within or without the State of Washington as the board of trustees may from time to time determine or the business of the corporation require.

All of the foregoing purposes and powers are to be exercised and carried into effect for the purpose of doing, serving and applying the things above set forth for the benefit of all property, including but without in any way limiting the foregoing, any portion or portions of certain real property located in Grant County, State of Washington, being:

“That portion of Section 2, Township 18, Range 22 East, W.M., Grant County, lying easterly of Wanapum Reservoir Project Boundary Line and that portion of Section 11, Township 18, Range 22 East, W.M., Grant County, Washington, lying easterly and northerly of said boundary line;” or shall become so subject to the jurisdiction of said corporation.

### **ARTICLE 3**

This corporation shall at all times hereafter be a joint and mutual association of the above names incorporators, and such other persons as may hereafter be admitted to membership in accordance with the By-Laws of the corporation, but shall not include Sunland Estates Co., a Washington Corporation. Membership shall be inseparable appurtenant to lots owned by the members, and upon transfer of ownership or contract purchase. No membership may be transferred, assigned, or conveyed in any manner other than in the manner herein set forth. In the event of the death of a member, the membership of such deceased member shall be and become the property of the personal representative of such deceased member upon appointment and qualification of such in a judicial proceeding and such personal representatives shall have all of the

rights, privileges and liabilities of such member until title to the deceased member's lot shall be transferred or contracted to be transferred. The property in possession of this corporation shall be managed by the board of trustees hereinafter mentioned and only alienated and disposed of in accordance with the by-laws of the corporation.

#### **ARTICLE IV**

Each member's lot, or lots, shall bear its proportionate share of the cost of operating and accomplishing the purposes of the corporation. Said proportionate share shall be in the same proportion that the member's individual lots bears to the total number of lots whose owners have entered into a similar agreement with the corporation, and the said proportionate share shall be a lien upon the lot to which it applies until paid. Although each real property lot shall bear its proportionate share of the expenses of this corporation, Revised Code of Washington 24.04.020 provides that the interest of each incorporator or member shall be equal to that of any other 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.

#### **ARTICLE V**

The number of trustees of this corporation shall not be less than three (3) nor more than nine (9), and such trustees shall be elected at the annual meeting of the corporation to be held on the date as provided by the By-Laws of the corporation. The names of the trustees who shall manage the affairs of the corporation for not less than two (2) months nor more than six (6) months until trustees are elected by the members are:

Name	Residence
Patrick W. Carey	4979 Purdue NE, Seattle Wash.
Bruce Milne	1131 No. 76, Seattle Wash.
Robert V. Seidelhuber	4979 Purdue NE, Seattle Wash.
Jay Templeman	1396 South 272 <sup>nd</sup> . Kent Wash.
Leo P. Werlech	4209 Beach Dr. S.W., Seattle Wash.

#### **ARTICLE VI**

The time of existence of this corporation shall be perpetual.

#### **ARTICLE VII**

The registered office and post office address of this corporation shall be 8620 Roosevelt Way NE, Seattle, King County, Washington.

**ARTICLE VIII**

The qualifications of the members of said corporation, the property, voting and other rights and privileges, and the liabilities to charges and assessments of the members, shall be as set forth in the By-Laws of the corporation.

IN WITNESS WHEREOF, we, the undersigned, the incorporators of this corporation, this 5<sup>th</sup> day of March 1965, have hereunto set our hands and seals, in triplicate originals.

JAY TEMPLEMAN (SEAL)

ROBERT V. SEIDELHUBER (SEAL)

BRUCE MILNE (SEAL)

PATRICK W. CAREY (SEAL)

LEO P. WERLECH (SEAL)

CORPORATE SEAL

(NOTARIAL ACKNOWLEDGEMENTS OMITTED)