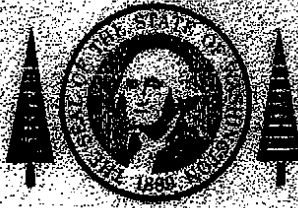


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FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **A. LUDLOW KRAMER**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF INCORPORATION

of PINEBROOK HOMEOWNER'S ASSOCIATION
a domestic corporation of Vancouver, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.



In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

January 25, 1974

A. LUDLOW KRAMER
SECRETARY OF STATE



STATE OF WASHINGTON | DEPARTMENT OF STATE

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Filed at request of
Boetcher, La Londe, Klewens
Lodge, Ladley & Wittman
P.O. Box 938
415 West 11th St.
Vancouver, Wa 98660
Attn: Tom Lodge NON-PROFIT
Filing and recording fee \$20.00
License to June 30, 19 \$

In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

January 25, 1974

Excess pages @ 25¢ \$

Microfilmed, Roll No. 1285

Page 467-473

A. LUDLOW KRAMER
SECRETARY OF STATE

FILED

JAN 25 1974

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A. LUDLOW KRAMER
SECRETARY

ARTICLES OF INCORPORATION

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OF

PINEBROOK HOMEOWNER'S ASSOCIATION

In compliance with the requirements of RCW Chapter 24, the undersigned, all of whom are residents of Washington or Oregon, and all of whom are of full age, have this day voluntarily associated themselves together for the purposes of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Pinebrook Homeowner's Association, hereinafter called the "Association."

ARTICLE II

The principal office of the Association is located at 404 East 15th street, Vancouver, Washington 98660.

ARTICLE III

Richard W. Davies, whose address is 404 E. 15 St. Vancouver, Washington, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE 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 residence Lots and Common Area within that certain tract of property described as:

That parcel of real property situated in the County of Clark, State of Washington, more particularly described in Plat of Pinebrook and by this reference incorporated herein and made a part hereof. Assessor's Number G-615.

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ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION (Cont'd)

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 this Association for this purpose to:

- (A) 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 Clark County Auditor and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as is set forth at length;
- (B) 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) 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) borrow money, and with the assent of two-thirds (2/3) of each class of 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 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 without written consent by two-thirds (2/3) of each class of members; agreeing to such dedication, sale or transfer;

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ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION (Cont'd)

- (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 any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of 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 or hereafter have or exercise.

ARTICLE V
MEMBERSHIP

Every person or entity holding the beneficial ownership of a lot, 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. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI
VOTING RIGHTS

The Association shall have two classes of voting membership:

CLASS A Class A members shall be all owners with the exception of the Declarant and shall be entitled to one vote for each Lot owned. When more than one person holds a beneficial 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.

CLASS B The Class B member(s) shall be the Declarant (as defined in the Declaration) and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

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ARTICLE VI
VOTING RIGHTS (Con't)

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or;
- (b) on June 30, 1976.

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ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of Directors 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 directors until the selection of their successors are:

- Richard W. Davies 708 Monterey Way, Vancouver, Wash.
- William W. Davies 10712 S.E. Brengreck Blvd, Vancouver, Wa.
- Don Harpe 4312 N.W. 14th St. Vancouver, Wa.
- Gar, Douglass 12201 S.E. 11th St. Vancouver, Wa.
- Richard Rasmussen 2708 "I" St. Vancouver, Wa.
- Dan W. Meadows 513 E. 25th St. Vancouver, Wa.
- James Christensen 12204 N.E. 5th St. Vancouver, Wa.
- Lewis J. Davies 3604 Middle Way, Vancouver, Wa.
- Bill J. Cline 5300 S.E. King Pl. Milwaukie, Oregon

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ARTICLE VII.
BOARD OF DIRECTORS (Cont'd)

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

ARTICLE VIII
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association 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 IX
DURATION

The Corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

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

ARTICLE XI
FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require prior approval of the Federal Housing Administration, the Veteran's Administration or Clark County: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

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IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Washington, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 18th day of January, 1974.

Sam E. Whalburg

John M. [unclear]

Don Harpe

Gay R. Douglas

William A. Davis

[unclear]

[unclear]

[unclear]

[unclear]

FILED FOR RECORD
CLERK OF DIST. CLERK
CLERK OF DIST. CLERK

CHICAGO TITLE AGENCY

MAY 30 4 28 PM '74

AGENT
RON D. ZAUER

STATE OF WASHINGTON)
COUNTY OF CLARK) ss.

On this day personally appeared before me the above named individuals, to me known to be incorporators of the Pinebrook Homeowners Association, the individuals that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said individuals, for the purposes and uses therein mentioned, and on oath stated that they are authorized to execute the said instrument and that the seal affixed is the Corporate Seal of the afore-mentioned Corporation.

WITNESS my hand and official seal hereto affixed this 18th day of January, 1974.



Patricia A. Anderson
NOTARY PUBLIC in and for the State of Washington
My commission expires 7-31-74

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