

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

I, **SAM REED**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

SUMMERCREST 1ST ADDITION HOMEOWNERS ASSOCIATION

a/an WA Non-Profit Corporation. Charter documents are effective on the date indicated below.

Date: 11/2/2004

UBI Number: 602-442-695

APPID: 175321



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State

Washington
Secretary of State
SAM REED



Corporations Division
James M. Dooliver Building
801 Capitol Way South
PO Box 40234
Olympia, WA 98504-0234
Tel 360.753.7115
Fax 360.664.8781
TDD 360.753.1485
www.secstate.wa.gov/corps

IMPORTANT

Congratulations:

You have completed the initial filing to create a new business entity. **The next step in opening your new business is to complete a Master Business Application.** You may have completed this step already. The Master Business Application can be completed online or downloaded at: <http://www.dol.wa.gov/businesses.htm>

If you have any questions about the master application, or would like a master application package mailed to you, please call the Department of Licensing at 360-664-1400.

ELEVEN FOURTEEN, INC.
1100 US BANK BLDG
SPOKANE, WA 99201

You have completed the initial filing to create a new entity. To keep your filing status active and avoid administrative dissolution, you must:

1. **File an Annual Report** and pay the annual license fee each year before the anniversary of the filing date for the entity. A notice to file your annual report will be sent to your registered agent. It is the corporation or LLC's responsibility to file the report even if no notice is received.
2. **Maintain a Registered Agent** and registered office in this state. You must notify the Corporations Division if there are any changes in your registered agent, agent's address, or registered office address. Failure to notify the Corporations Division of changes will result in misrouted mail, and possibly administrative dissolution.

If you have questions about report and registered agent requirements, please contact the Corporations Division at 360-753-7115 or visit our website at: <http://www.secstate.wa.gov/corps>

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11/02/2004 506178
\$150.00 Check #104738
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FILED
SECRETARY OF STATE
SAM REED
NOVEMBER 2, 2004
STATE OF WASHINGTON

ARTICLES OF INCORPORATION
OF

SUMMERCREST 1st ADDITION HOMEOWNERS ASSOCIATION

The undersigned, acting as an incorporator under the Washington Nonprofit Miscellaneous and Mutual Corporation Act (Revised Code of Washington 24.06), adopts and executes the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is Summercrest 1st Addition Homeowners Association (hereinafter "Association").

ARTICLE II

Duration

The period of duration of this Association shall be perpetual.

ARTICLE III

Purposes

The purposes for which this Association, a nonprofit organization, is formed are:

1. To provide for the repair, care, maintenance, management and operation of certain real property described in that certain Declaration of Protective Covenants, Conditions, Restrictions for Summercrest 1st Addition ("Declaration") recorded in the records of Spokane County Auditor, under Spokane County Auditor's File Number 4895752, as amended from time to time.
2. To engage in any other lawful activity which may hereafter be authorized from time to time by the Board of Directors; and
3. To perform the purposes of the Association set forth in the Declaration, as amended from time to time.

ARTICLE IV

Powers

This Association shall have the power to do all lawful acts or things necessary, appropriate, or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act. This Association shall also have all rights and powers now given to nonprofit corporations generally under the laws of

the State of Washington, the Declaration, and all further and broader rights and powers which may, in the future, be given to nonprofit corporations generally under the laws of the State of Washington. No subsequent repeal or amendment of any such law shall diminish or restrict this corporation rights and powers.

ARTICLE V

Registered Office and Agent

The address of the initial registered office of this Association is 1100 U.S. Bank Building, Spokane, Washington 99201, and the name of the registered agent at such address is Eleven Fourteen, Inc. The written consent of such person to serve as registered agent is attached to these articles.

ARTICLE VI

Board of Directors

The management of this Association shall be vested in a Board of Directors. The number of directors and the method of selecting or removing directors shall be fixed by the Bylaws of this Association; provided, that the initial directors shall be three (3) in number and their names and addresses are:

<u>Name</u>	<u>Address</u>
George Paras	3124 S. Regal Spokane, WA 99223
Kurt Paras	3124 S. Regal Spokane, WA 99223
Steve Smart	7015 N. Argonne Spokane, WA 99212

The initial directors shall serve until the first organizational meeting of the Board of Directors and until their successors are appointed and qualified.

ARTICLE VII

Bylaws

The Board of Directors is authorized to make, alter, amend, or repeal the Bylaws of this Association and members shall have the power to alter, amend, or repeal such Bylaws only as provided therein.

ARTICLE VIII

Limitations

This Association shall have no capital stock. In the event there be surplus funds of this Association, the same may, as fixed by the Bylaws or by resolution of the Board of Directors, inure in whole or in part to the benefit of, or be distributable to the members of the Association in proportion to their voting rights.

ARTICLE IX

Transactions Involving Directors

1. No contracts or other transactions between this Association and any other corporation, and no act of this Association shall in any way be affected or invalidated by the fact that any director of this Association is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other corporation.

2. Any director, individually, or any firm of which any trustee may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the Association; provided, that the fact that such director or such firm is so interested shall be disclosed to or shall have been known by the Board of Directors or a majority thereof.

ARTICLE X

Distributions Upon Dissolution

Upon any dissolution of this Association under provisions of the laws of the state of Washington for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to the members of the Association in proportion to their voting rights.

ARTICLE XI

Amendments

This Association reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in any manner now or hereafter prescribed or permitted by statute.

ARTICLE XII

Members

The Association shall have members as described in Article 3 of the Declaration. Members shall consist of all persons described in Article 3 of the Declaration. Votes shall be cast in accordance with the voting rights described in the Declaration. Memberships shall be

transferable solely in accordance with Article 3 of the Declaration. All rights and responsibilities expressed herein and in the Bylaws shall be binding on the members.

ARTICLE XIII

Dissenting Members

Dissenting members shall have no special right of return of share of assets.

ARTICLE XIV

Indemnity

To the maximum extent permitted by law including, without limitation, RCW 24.06.035,.043, as amended, none of the directors of this corporation shall be personally liable to the corporation or its members for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by a director, or a knowing violation of law by a director, or for any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled.

ARTICLE XVI

Incorporator

The name and address of the incorporator is:

Name
Stacy A. Bjordahl

Address
West 422 Riverside Avenue
1100 U.S. Bank Building
Spokane, Washington 99201-0300

DATED: November 1, 2004


STACY A. BJORDAHL, Incorporator

CONSENT TO APPOINTMENT
AS REGISTERED AGENT

Eleven Fourteen, Inc., consents to serve as registered agent in the state of Washington for Ivy Glen Homeowners Association. Eleven Fourteen, Inc., understands that as agent for the Association, it will be it responsibility to accept service of process in the name of the Association; to forward all mail and license renewals to the appropriate officer(s) of the Association; and to immediately notify the Office of the Secretary of State of its resignation or of any changes in the address of the registered office of the Association for which it is agent.

Dated: November 1, 2004.

ELEVEN FOURTEEN, INC. a Washington corporation

By: *[Signature]*
Its: *[Signature]*
Address: 422 West Riverside
1100 us Bank Building
Spokane, WA 99201-0300