

APPROVED
AS TO FORM AND FILED

ARTICLES OF INCORPORATION

OF

BIRCH BAY COMMUNITY CLUB, INC.

AUG 5 -

A. LUDLOW KRAMER

SECRETARY OF STATE

BY

SUPERVISOR OF CORPORATIONS

The undersigned do hereby associate themselves together for the purpose of forming a non-profit corporation under Title 24, Chapter 24.04, of the Revised Code of Washington and do hereby make, execute and adopt the following ARTICLES OF INCORPORATION, to-wit:

ARTICLE I.

The name of this corporation shall be BIRCH BAY COMMUNITY CLUB, INC.

ARTICLE II.

The objects and purposes for which this corporation is formed are and shall be to further and promote the community welfare of the owners (hereinafter referred to as and included in the word "members") of the real property situated in Whatcom County, State of Washington, a portion of which is platted and more is expected to be platted by Birch Bay Investors, a limited partnership, which is commonly known as Birch Bay Village and divisions thereof, and to own and maintain the roads, ways, walkways, easements and common areas therein and to make said property a better place in which to live and enjoy life, and to operate and maintain non-profit social, recreational and athletic facilities and a club therefor which will benefit the members and their families, and toward this end to do any act or thing in any way connected with or related to the conduct of the affairs of this corporation that may be deemed necessary, conducive, incidental or advisable to accomplish or promote said objects or purposes, except

carrying on a business, trade, avocation, or profession for profit, including but not limited to, any or all of the following:

1. To acquire, receive, hold, use, enjoy, operate, purchase, lease, exchange, grant, construct, improve, contract for, develop and otherwise acquire, deal in, secure, receive and utilize such property, real and personal, tangible and intangible, as may be necessary or convenient for carrying on said objects and purposes, and owning, operating, managing, controlling, maintaining, renting, leasing, improving, caring for, dealing in and with, using and holding, and selling, distributing, dedicating, and otherwise disposing of the same;

2. To loan, borrow, pledge, mortgage, hypothecate, raise money or otherwise contract indebtedness and give any form of obligation and security therefor, including, but not by way of limitation, the issuance of bonds, bills of exchange, promissory notes or other evidence of obligation, and securing same by any property or assets of the corporation;

3. To guarantee, purchase, acquire, hold, own, use, mortgage, pledge, sell or dispose of bills, notes, debentures, shares, bonds, securities, or other evidences of indebtedness of any and all kinds, including the shares of stock of other corporations; and

4. To provide utilities, park, playground, recreational, ingress and egress, transportation and hauling, regulatory, protective and any and all other types of services, facilities and improvements deemed useful, beneficial or helpful to the members, as well as,

without limitation by this mention, to accept, acquire, use, maintain and repair roads, ways, walkways, easement ways and common areas, to drain the same and any part of said real property; and

5. To enforce restrictions, conditions, liens, charges and covenants pertaining to said property and to exercise any rights, privileges or controls and perform any duties provided or delegated therein;

6. To fix, establish, levy, make and collect dues, charges and assessments upon lots in said Birch Bay Village for the common benefit of such lots, tracts or parcels as to utilities, roadways, property protection, drainage, landscaping, insurance, improvements and payment of taxes upon common property and for other purposes of furthering said objects and purposes of this corporation, and which dues, charges and assessments shall become liens upon said lots, tracts or parcels of said property, provided that the aforesaid shall not be in excess of the maximum amount which from time to time may be fixed by the By-Laws of this corporation; that included in the aforesaid (but not limited by this mention) shall be the right to collect assessments for road maintenance but such funds shall be kept in an account separate from and not transferable to other funds; and

7. To expend money collected by this corporation from assessments and charges, and other sums received, and to pay and discharge costs, expenses and obligations incurred by said corporation in carrying out any or all of the objects or purposes for which this corporation is formed; and

8. To do any and all things that a corporation may lawfully do for the benefit of its members or the property of its members pursuant to said Title 24, R.C.W. 24.0

ARTICLE III.

The location and post office address of the principal place of business of the corporation shall be 333 Taylor Avenue North, Seattle, Washington 98109.

ARTICLE IV.

The duration of this corporation shall be perpetual from the date of the filing of these Articles.

ARTICLE V.

The incorporators are and shall be members of this corporation. Otherwise membership in this corporation shall be as determined by the By-Laws. The corporation shall have no capital stock and shares therein shall not be issued. The interest of each member, which shall be equal to that of every other member, shall be evidenced by a certificate of membership issued by the corporation under terms and qualifications to be fixed by its By-Laws. Failure to issue such certificate shall in no event affect the rights, privileges and liabilities of membership.

ARTICLE VI.

This corporation shall be managed by a board of not less than three (3) nor more than nine (9) trustees, the number and election of which shall be fixed by the By-Laws. The Trustees to manage the affairs of this corporation at least two months and until December 31, 1966, are:

Howard G. Riddell
HOWARD G. RIDDELL

V. Keith Colman
V. KEITH COLMAN

F. R. Armbruster
F. R. ARMBRUSTER

IN WITNESS WHEREOF, the undersigned have caused these Articles to be executed at Seattle, Washington, on the 4th day of August, 1966.

George Leedy
J. O. Johnson
V. Keith Colman
F. R. Armbruster
Howard G. Riddell

STATE OF WASHINGTON }
COUNTY OF KING } ss.

On this 4th day of August, 1966, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared HOWARD G. RIDDELL, V. KEITH COLMAN, F. R. ARMBRUSTER, J. O. JOHNSON and GEORGE LEEDY, to me known to be the individuals described in and who executed the foregoing instrument, and acknowledged to me that they signed and sealed the said instrument as their free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.



Judy Cochran
NOTARY PUBLIC in and for the State of Washington, residing at Seattle

182994
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

AMENDED
ARTICLES OF INCORPORATION

of BIRCH BAY COMMUNITY CLUB, INC.
a domestic corporation of Seattle, Washington,
(Changing name to BIRCH BAY VILLAGE COMMUNITY CLUB, INC.)

were filed for record in this office at 8:00 o'clock A. m., 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 6, 1967

A. LUDLOW KRAMER
SECRETARY OF STATE

APPROVED
AS TO FORM AND FILED

JAN 11 - 1967

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
BIRCH BAY COMMUNITY CLUB, INC.

A. LULLOW KRAMER
SECRETARY OF STATE
BY _____
SUPERVISOR OF CORPORATIONS

Pursuant to amendment adopted by the affirmative vote of a majority of the members of BIRCH BAY COMMUNITY CLUB, INC. at a meeting duly held, Article I of the Articles of Incorporation of BIRCH BAY COMMUNITY CLUB, INC. was amended to read henceforth as follows:

"ARTICLE I.

The name of this corporation shall be "BIRCH BAY VILLAGE COMMUNITY CLUB, INC."

IN WITNESS WHEREOF the undersigned have set their hands under oath this 5th day of January, 1967.

Harold G. Resick

President

Walter Kramer

Secretary

SUBSCRIBED and SWORN to before me this 5th day of January, 1967.

Judy Carlson

NOTARY PUBLIC in and for the State of Washington, residing at Seattle