

FILED

JAN 20 1987

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION
FOR
THE LAKES AT KENT COMMUNITY ORGANIZATION,
A Washington Nonprofit Corporation

The undersigned incorporator in order to incorporate The Lakes At Kent Community Organization as a nonprofit corporation in accordance with Chapter 24.03 of the Revised Code of Washington hereby signs in duplicate these Articles of Incorporation:

I. NAME

The name of this corporation is THE LAKES AT KENT COMMUNITY ORGANIZATION.

II. DURATION

The period of duration of this corporation shall be perpetual.

III. PURPOSES

The purposes for which this corporation is organized are to promote the welfare and interests of the holders of memberships in this corporation. Such holders are owners of property which is within the Entire Proposed Development as defined by the Declaration of Covenants for The Lakes at Kent, as recorded in King County, Washington, and which is made subject to the provisions of those Covenants in accordance with the terms of those Covenants, and which is described as follows:

Those portions of Sections 14 and 15, Township 22 North, Range 4 East, W.M., and of the David A. Neely Donation Land Claim No. 37, all in King County, Washington, described as follows:

BEGINNING at the south quarter corner of said Section 14; thence S 88°59'16" E, along the south line thereof, 1,317.07 feet to the southeast corner of the southwest quarter of the southeast quarter thereof; thence N 00°52'51" E, along the east line

of said subdivision, 1,322.30 feet to the northeast corner thereof; thence N 89°01'49" W, along the north line of said subdivision, 881.05 feet to an intersection with a line parallel with and 436.2 feet easterly, as measured at right angles, from the north-south centerline of said Section 14; thence N 00°52'22" E, along said parallel line, 903.78 feet; thence S 89°01'31" E 881.18 feet to the east line of the northwest quarter of the southeast quarter of said Section 14; thence N 00°52'51" E, along said east line, 418.60 feet to the east-west centerline of said Section 14; thence N 89°04'22" W, along said centerline, 1,317.44 feet to the center of said Section; thence N 00°52'22" E, along the north-south centerline thereof, 587.81 feet, more or less, to the southerly right-of-way margin of S. 228th Street; thence generally westerly, along said margin and the southerly right-of-way margin of Russell Road to the south line of the north 287.83 feet, as measured at right angles, of the south one-half of said David A. Neely Donation Land Claim No. 37, said 287.83 feet being equal to 310 feet as measured along the east side of road as described in deed recorded under King County Auditor's File No. 4017151; thence leaving said southerly right-of-way margin and running N 89°13'00" W, along said south line, 152.63 feet to the easterly bank of the Green River; thence generally southerly and southeasterly, along said easterly bank to a point on the south line of said Section 14; thence leaving said easterly bank and running S 89°05'32" E, along said south line, 968.18 feet to the POINT OF BEGINNING.

EXCEPT the south 30 feet thereof as conveyed to the City of Kent for street purposes by deeds recorded April 12, 1968, under King County Auditor's File Nos. 6332263 and 6332264.

Incident thereto it shall be the purpose of this corporation to acquire, own, improve, manage, repair, maintain and operate real and personal property for the benefit of all or some of the holders of its memberships to provide services to or for the benefit of the holders of its memberships and to do such other things as may be necessary and convenient to accomplish all of the foregoing purposes.

IV. MEMBERSHIPS

There shall be no more than 2,915 memberships in this corporation. Memberships in this corporation shall be allocated in accordance with the provisions of the Declaration of Covenants for The Lakes at Kent described above, and the number of memberships in this corporation at any time shall be that number of memberships so allocated. Memberships in this corporation shall be appurtenant to interests in Lots as defined in the Declaration of Covenants for The Lakes at Kent as herein provided. The holders of (a) the fee title of each Lot or portions thereof, which is not subject to a recorded contract for purchase and sale of the Lot or portions thereof and (b) the vendee's interest under a recorded contract for purchase and sale of the Lot or portions thereof shall, as a group, hold the memberships in the corporation allocated to that Lot unless the Lot or any portion of the Lot has been subjected to the provisions of RCW 64.32 of the Horizontal Property Regimes Act, as amended, or to similar subsequent legislation creating condominium ownership. If any Lot or any portion of a Lot has been subjected to the provisions of RCW 64.32, then the memberships which would otherwise be held by the fee title holders or vendedes of the apartments, shall be held as common property of the condominium and the rights and privileges of membership shall be exercised by the officers of the association of apartment owners for such association. Memberships shall be appurtenant to and not severable from such fee ownership, vendee's interest or common property of a condominium and the memberships appurtenant to fee title or vendee's interests or to common condominium property shall transfer with such interests without further action on the part of the corporation or the holders of the memberships. Memberships shall stand in the name or names of the persons or parties who have such interests from time to time as they may appear in the public record.

V. DUES, CHARGES AND ASSESSMENTS

Each membership shall pay to the corporation such dues, charges and assessments as shall be determined by the directors from time to time to meet the corporation's obligations of maintenance and improvements of properties owned by it, to provide the other services performed for its memberships and to provide for the proper operation of the corporation. Dues, charges and assessments against all the memberships need not be equal provided that the amount of dues, charges and assessments made against memberships, the holders of which shall have the right to use the same facilities and enjoy the same services of the corporation, shall be equal.

VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 3025 - 112th Avenue N.E., C-90001, Bellevue, Washington, 98009, and the name of the initial registered agent of this corporation at such address is Centron Properties Corporation, a Washington corporation.

VII. DIRECTORS

The initial board of directors shall be constituted of two directors. The names and addresses of the persons who are to serve as the initial directors are:

Darrell F. Fischer 3025 - 112th Avenue N.E., C-90001
Bellevue, Washington 98009

Michael H. Brien 3025 - 112th Avenue N.E., C-90001
Bellevue, Washington 98009

The members of the initial board of directors shall serve for an initial term ending on the last day of the month during which residential dwelling structures have been completed on Lots, as defined in Article IV, to which Lots 75% of the memberships in this corporation are appurtenant or until December 31, 1990, whichever date first occurs. Any vacancy

) occurring in the initial board of directors, regardless of the cause therefor, shall be filled by the action of the remaining directors on the board. Upon the expiration of the initial term of the initial board of directors, the number of directors shall be increased to six, each of whom shall then be elected. Two of the directors shall be elected for a term of one year, two of the directors shall be elected for a term of two years and two of the directors shall be elected for a term of three years. The term of such directors shall be extended to the day of the month on which the next annual meeting of the membership is held after the expiration of the stated term. Thereafter, at the expiration of the term of each of such directors, two directors shall be elected for a term of three years to fill the vacancy. In any event, each director shall serve until a successor is elected at an annual meeting of the membership and qualified.

VIII. QUALIFICATION OF DIRECTORS

) After the initial term of directors ends, no person shall be qualified to be elected as director of this corporation or to continue to hold office as director of this corporation unless such person holds a membership in this corporation, except that the employee of a corporation which holds a membership or is a partner of a partnership which holds a membership, the employee of a partnership which holds a membership, and the owner of an apartment in a condominium the common property of which includes a membership, shall be qualified to serve as director of this corporation. This Article shall not be amended without the unanimous consent of all memberships entitled to vote.

IX. INCORPORATION

) The name and address of the incorporator is Centron Properties Corporation, 3025 - 112th Avenue N.E., C-90001, Bellevue, Washington, 98009.