



APP



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

FRAGARIA LANDING HOMEOWNERS ASSOCIATION

a Washington Non Profit corporation. Articles of Incorporation were
filed for record in this office on the date indicated below.

Corporation Number: 601 028 881

Date: June 4, 1987

Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

ARTICLES OF INCORPORATION

JUN 04 1987

OF

SECRETARY OF STATE
STATE OF WASHINGTON

FRAGARIA LANDING HOMEOWNERS ASSOCIATION

In compliance with the requirement of Title 24, Revised Code of Washington, the undersigned, all of which are residents of the State of Washington and citizens of the United States and all of whom are over the age of eighteen years, have this day voluntarily associated themselves together for the purpose of forming a non-profit corporation and do hereby 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 FRAGARIA LANDING HOMEOWNERS ASSOCIATION, and its existence shall be perpetual.

ARTICLE II.

The principal office of the corporation shall be located at 8289 Banner Rd. SE, Port Orchard, WA 98366.

The registered agent located at such address is Rush T. Caley.

ARTICLE III.

PURPOSE AND POWERS OF THE CORPORATION

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are:

1. To provide for maintenance, preservation, management, and the development of the common areas, easements and tideland recreation area within the properties described on the Survey Map.
2. To provide for the health, safety, welfare and recreational requirements of the residents within the property.
3. To fix, levy, collect and enforce payment, by any lawful means, all charges of assessments pursuant to these Articles; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Association, including the common areas and easements for the benefit of the members.
4. To acquire by gift, purchase or otherwise and to hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property and easements in connection with the affairs of the Association.

5. To borrow money, to mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; except as provided in Article VIII.

6. To 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 now or hereafter have or exercise, subject to the recorded declaration.

ARTICLE IV.

Every person or entity who is the owner or contract purchaser of any tract, or legally divided tract which is a residential home site, within the property of Fragaria Landing, shall be a member of the Association, Provided, However, that if any tract is held jointly by two or more persons, the several owners of such interests shall designate one of their number as the "member". 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 or the contract purchaser's interest in any tract which is subject to assessment by the Association. Upon transfer of the fee interest to, or upon the execution and delivery of a contract for the sale of, or an assignment of a contract purchaser's interest in any tract, the membership and certificate of membership in the Association shall ipso facto be deemed to be transferred to the grantee, contract purchaser or new owner, as the case may be. Ownership of, or a contract purchaser's interest in any such tract shall be the sole qualification for membership. If a tract is legally subdivided the owner thereof shall have additional votes for each legally divided parcel so long as the member has paid its pro-rata share of the costs and assessments.

ARTICLE V.

VOTING RIGHTS

Every owner of a tract, and the owner of any such tract that has been legally divided into a residential home site in accordance with the provisions of the Declaration, shall be a member of the Association. Ownership of a tract or a tract which has been legally divided shall be the sole qualification for membership and voting. There shall be one vote for each ownership as legally subdivided.

ARTICLE VI.

BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of three 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 and Officers until the first annual meeting are:

1987, 1988, 1989, 1990, 1991, 1992, 1993

- | | |
|--|-----------------------|
| 1. David K. Dorland
3711 E. Madison
Seattle, WA 98112 | President
Director |
| 2. Rush T. Caley
8289 Banner Rd. SE
Port Orhcard, WA 98366 | Treasurer
Director |
| 3. Edwin Butler
12205 - 148th NW
Gig Harbor, WA 98335 | Director |

ARTICLE VII.

LIABILITIES

Each member shall pay a prorata cost of the maintenance fees. Membership shall be determined by the onership of record. Costs shall be divided pro-rata by the values of legally divided tracts.

ARTICLE VIII.

AUTHORITY TO MORTGAGE AND IMPROVEMENTS

Any mortgage by the Association of the common property shall have the assent of two thirds of the members entitled to vote. In no event may the Association encumber or otherwise encumber or dispose of directly or indirectly any common area without the personal guarantee of the membership.

The Association may develop and/or improve the common areas by assessment with the approval of 50% of the membership.

ARTICLE IX.

AUTHORITY TO DEDICATE

The Association shall have the power to dedicate and transfer all or any part of the Common Properties or easements owned by it to any governmental unit or public agency provided however, that the transfer of the road from Tract 18 to the beach easement shall not be transferred without the written unanimous consent of the owners of lots 22 - 25 inclusive.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two thirds of the voting membership of the Association. Upon dissolution of the Association, the assets of the Association shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable as those to which they were required to be devoted by the Association as provided in the Declaration. In the event that such dedication is refused, such assets shall be transferred to any non-profit corporation, association, trust or other organization to be devoted by the Association.

Until such event, all tract owners shall share the responsibilities and expense pro-rata as a personal and property obligation, which shall be binding on the heirs, successors and assigns of the owners of record, and furthermore, it will become an encumbrance on the land of the owners as a continuing lien and may be enforced pursuant to RCW Title 60.

ARTICLE XI.

The Directors shall adopt the By-Laws at the initial meeting which may be amended by a majority of voting members not in default of any assessment or maintenance fee.

ARTICLE XII.

AMENDMENT

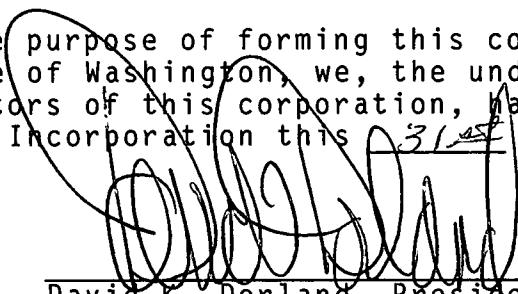
Amndment of these Articles shall be by affirmative vote of a majority of its members except as otherwise provided in the Declaration or as may be specifically set forth in these Articles or By-Laws.

ARTICLE XIII.

MAINTENANCE OF ROAD, EASEMENTS, DRAINAGE SYSTEM

The Association, at its first meeting, shall adopt a By-Law providing for the perpetual maintenance of the private road easements, common areas and tidelands. A maintenance plan or contract with a responsible person, firm or corporation shall be considered and approved to carry out the intent and purpose of these Articles and the recorded Declaration.

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 corporation, have executed these Articles of Incorporation this 31st day of May, 1987.



David K. Dorland, President

David K. Dorland
3711 E. Madison, Seattle, WA 98112
Incorporator

SECRETARY of STATE



Corporations Division
2nd Floor, Republic Bldg.
505 E. Union
Olympia, WA 98504
Information (206) 753-7115
Receptionist (206) 753-7120

CONSENT TO SERVE AS REGISTERED AGENT

I, Rush T. Caley, hereby consent to serve as
Registered Agent in the state of Washington, for the following
corporation: FRAGARIA LANDING HOMEOWNERS ASSOCIATION

I understand that as agent for the corporation, it will be my
responsibility to receive service of process in the name of the
corporation; to forward all mail to the corporation; and to
immediately notify the Office of the Secretary of State in the
event of my resignation, or of any changes in the Registered
Office address of the corporation for which I am agent.

5/30/87

(date)

Rush T. Caley

Rush T. Caley

(Signature of Agent)

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