

United States of America  
State of Washington  
DEPARTMENT OF STATE



I, VICTOR A. MEYERS, Secretary of State of the State of Washington, do hereby certify that

ARTICLES OF INCORPORATION  
OF THE

USELESS BAY BEACH AND COUNTRY CLUB, INC.

a Domestic Corporation, of Langley, Washington, was, on  
the 16th day of May, A. D. 19 63, at 12:20 o'clock P. M.,  
filed for record in this office and now remains on file herein.

Filed at request of

Bogle, Bogle & Gates  
14th Floor Norton Bldg.  
Seattle, Washington

NON PROFIT

Filing and recording fee \$ 25.00

License to June 30, 19 \$

Excess pages @ 25¢ \$

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IN TESTIMONY WHEREOF, I have hereunto set

my hand and affixed hereto the Seal of the  
State of Washington. Done at the Capitol, at  
Olympia, this 16th day of May,  
A. D. 19 63.

Victor A. Meyers  
VICTOR A. MEYERS, Secretary of State

ARTICLES OF INCORPORATION

OF

USELESS BAY BEACH AND COUNTRY CLUB, INC.

APPROVED  
AS TO FORM AND FILED

MAY 16 1963

VICTOR A. MEYERS  
SECRETARY OF STATE

Assistant Supervisor of Corporations

KNOW ALL MEN BY THESE PRESENTS: That we, FLOYD E. HOWARD, BARBARA L. HOWARD, CHRISTIAN H. SIEVERS, SHIRLEY J. SIEVERS and HOWARD F. SIEVERS, residing in the State of Washington, and being citizens of the United States, each being over the age of twenty-one years, and being desirous of forming a corporation under Title 24 Revised Code of Washington, relating to non-profit corporations, do hereby associate ourselves together for the purpose of forming a non-profit corporation and 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

USELESS BAY BEACH AND COUNTRY CLUB, INC.

ARTICLE II.

The purposes for which this corporation is formed are:

1. To purchase or otherwise acquire, construct, improve, develop, repair, maintain, operate, care for and/or

dispose of streets, roadways, easements, parkways, playgrounds, open spaces and recreational areas, tennis courts, beaches, boat landings, mooring basins, floats, piers, clubhouses, swimming pools and/or swimming areas, bath houses, places of amusement, community buildings, community clubhouses and in general community facilities appropriate for the use and benefit of its members and of any and all realty hereafter platted on Whidbey Island, Washington, by H & H Properties, Inc., a Washington corporation.

2. To build, improve and maintain roadways, culverts, bridges and drainage areas and to provide for the improving, cleaning and sprinkling of streets, and for collection and disposal of the street sweepings, garbage, ashes, rubbish and the like; to prevent and suppress fires, to provide police protection, and to make and collect charges to cover the costs and expenses therefor.

3. To improve, light and/or maintain streets, roads, alleys, courts, walks, gateways, fences and ornamental features now existing or hereafter to be erected or created, and shelters, comfort stations and/or buildings and improvements ordinarily appurtenant to any of the foregoing; to improve, plant and maintain grass plots and other areas, trees and plantings within the lines of the street immediately adjoining the properties of its members and of said H & H Properties, Inc.

4. So far as it can legally do so, to grant franchises, rights-of-way and easements for public utilities or other purposes.

5. To acquire by gift, purchase, lease or otherwise, and to own, hold, enjoy, operate, maintain, and to convey, sell, lease, transfer, mortgage and otherwise encumber, dedicate for public use and/or otherwise dispose of real and/or personal property and interests therein wherever situate.

6. To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment, and/or enforcement of covenants, reservations, restrictions, liens and charges imposed upon the realty referred to in Article II, Section 1, hereof, and as may be vested in, delegated to, or assigned to this corporation and such duties with respect thereto as may be assigned to and assumed by this corporation.

7. To appropriate, purchase, divert, acquire and store water from streams, water courses, wells or other source, and to distribute the water so appropriated and acquired to its members for use upon the lands of said members and for domestic purposes; to acquire, own, construct, hold, possess, use and maintain such pumping plants, tanks, pipe lines, reservoirs, ditches, buildings, roads, trails, and appliances, and such

other property, including water rights and shares of stock in other corporations as this corporation may from time to time desire to acquire or purchase for furnishing and supplying water to its members; provided that this corporation shall not use or dispose of such water as a public utility, but solely for the use and benefit of its members and for the irrigation of lands and domestic and other useful and beneficial purposes.

8. To fix, establish, levy and collect such fees, dues, charges and/or assessments as may be necessary, in the judgment of the Board of Trustees, to carry out any or all of the purposes for which this corporation is formed, but not in excess of the maximum from time to time fixed by the By-Laws.

9. To expend the moneys collected by this corporation from assessments, fees, dues and charges and other sums received for the payment and discharge of costs, expenses, and obligations incurred by this corporation in carrying out any or all of the purposes for which this corporation is formed.

10. Generally, to do any and all lawful things which may be advisable, proper, authorized and/or permitted to be done by this corporation under or by virtue of any restrictions, conditions, and/or covenants or laws affecting the realty referred to in Article II, Section 1, hereof, or any portion thereof (including areas now or hereafter dedicated to public use); and to do and perform any and all acts which may be

either necessary for, or incidental to, the exercise of any of the foregoing powers or for the peace, health, comfort, safety, and/or general welfare of the members of this corporation.

11. To borrow money and mortgage, pledge or hypothecate any or all of the real or personal property of this corporation as security for money borrowed or debts incurred; and to do any and all things that a corporation organized under said laws of the State of Washington may lawfully do when operating for the benefit of its members or the property of its members, but without profit to this corporation.

12. Generally, to do and perform any and all acts which may be either necessary or proper for, or incidental to, the exercise of any of the foregoing powers and such powers granted by the provisions of Title 24, Revised Code of Washington, and other laws of the State of Washington relating to non-profit corporations.

13. Nothing contained in these Articles of Incorporation shall be construed as authorizing or permitting this corporation to own, manage or operate any real or personal property for profit. It is the intention and purpose that the business of this corporation shall not be carried on for profit either to itself or for the benefit of its members, and wherever it is authorized to collect fee, dues, charges or assessments it shall

have no power or authority to use said fees, dues, charges or assessments except as necessary.

### ARTICLE III.

This corporation shall at all times hereafter be a joint and mutual association of the above named incorporators and such other persons as may hereafter be admitted to membership in accordance with the By-Laws of the corporation. Membership in this corporation and certificates evidencing the same shall be inseparably appurtenant to the respective lots shown on all plats of realty on Whidbey Island, Washington, hereafter filed by said H & H Properties, Inc., and upon transfer of ownership or contract for sale of any such tract, the membership and certificate of membership shall ipso facto be deemed to be transferred to the grantee or contract purchaser. No membership or certificate of membership may be transferred, assigned, or conveyed in any manner other than in the manner herein set forth. In the event of the death of a member, the membership and certificate of membership of such deceased member shall be and become the property of the personal representative of such deceased member upon appointment and qualification as such in a judicial proceeding and such personal representative shall have all of the rights, privileges and liabilities of such member until title shall be transferred or contracted to be transferred.

STATE OF WASHINGTON    )  
                                  ) ss.  
COUNTY OF SNOHOMISH    )

THIS IS TO CERTIFY that on the 15th day of May, 1963,  
before me, the undersigned, a Notary Public in and for the  
State of Washington, duly commissioned and sworn, personally  
appeared FLOYD E. HOWARD, BARBARA L. HOWARD, CHRISTIAN H.  
SIEVERS, SHIRLEY J. SIEVERS and HOWARD F. SIEVERS, to me known  
to be the individuals described in and who executed the within  
and foregoing instruments and acknowledged to me that they  
signed the same as their free and voluntary act and deed, for  
the uses and purposes therein mentioned.

WITNESS MY HAND AND OFFICIAL SEAL, the day and year  
in this certificate first above written.



\_\_\_\_\_  
Notary Public in and for the State  
of Washington, residing at Everett

(Notarial Seal)



ARTICLE IV.

The number of trustees of this corporation shall not be less than five (5) nor more than eleven (11). The names of the initial trustees, who shall manage the affairs of the corporation for not less than two (2) months and not more than six (6) months and until their successors are elected by the members are:

<u>NAME</u>	<u>ADDRESS</u>
Floyd E. Howard	Langley, Washington
Christian H. Sievers	Langley, Washington
Howard F. Sievers	Langley, Washington
William H. Sievers	Langley, Washington
Robert B. Olson	Langley, Washington

ARTICLE V.

The time of the existence of this corporation shall be perpetual.

ARTICLE VI.

The principal place of business of this corporation shall be Langley, Washington.

ARTICLE VII.

The qualifications of the members of this corporation, and the property, voting and other rights and privileges, and the liabilities to charges and assessments, of the members, shall be set forth in the By-Laws of the corporation.

IN WITNESS WHEREOF, we, the undersigned, the

incorporators of this corporation have on this 15th day of  
May, 1963, hereunto set our hands.

Floyd E. Howard  
(Floyd E. Howard)

Barbara L. Howard  
(Barbara L. Howard)

Christian H. Sievers  
(Christian H. Sievers)

Shirley J. Sievers  
(Shirley J. Sievers)

Howard F. Sievers  
(Howard F. Sievers)