



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

LAKE SHORE HOMES

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

U.B.I. Number: 601 239 356

Date: March 26, 1990

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

Ralph Munro, Secretary of State

MAR 26 1990
SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION

OF

LAKE SHORE HOMES

A Non-Profit Corporation

THIS IS TO CERTIFY that WALTER H. WILSON, being over the age of 21 years, for the purpose of forming a non-profit corporation under the laws of the State of Washington, does hereby adopt in duplicate the following ARTICLES OF INCORPORATION.

ARTICLE I.

NAME:

The name of this corporation shall be LAKE SHORE HOMES.

ARTICLE II.

DURATION:

The duration of this corporation shall be perpetual.

ARTICLE III.

PURPOSES:

The purposes for which this corporation is formed are as follows:

- (a) To promote sociability and friendship among its members.
- (b) To acquire and manage common grounds at Loon Lake, Washington for the use and benefit of its members and to provide other services for the use of members and their guests.
- (c) To do any and all other things necessary or convenient to carry out its purposes, all as covered by RCW 24.03.035.

ARTICLE IV.

MEMBERSHIP:

- (a) Under and upon the terms and conditions prescribed by its by-laws, this corporation may admit as members only those persons who are bona fide owners of a lot or lots on Loon Lake in or adjacent to Lake Shore Homes.

RICHTER-WIMBERLEY, P.S.
N. 908 Howard, P.O. Box 5640
Spokane, WA 99205-0640
(509) 326-7000

(b) The membership fee shall be \$25.00 per year, or such other amount as may, from time to time, be fixed by the by-laws, payable at such times and place as may be subscribed by the by-laws. Each member whose fees are fully paid and who is in good standing shall be entitled to one vote at any regular or special meeting of the members of this corporation.

(c) The voting power and property rights of this corporation shall be equally vested in all members. Upon admission of new members, as members in full standing, they shall be entitled to vote and to share in the property of the corporation equally with the other members.

(d) The members shall, by their by-laws, provide for the manner of admission, withdrawals or cancellations of membership in this corporation.

(e) There shall be issued to each member a certificate of membership, which shall be non-assignable and non-transferrable, except under and by virtue of the conditions prescribed in the by-laws and with the approval of the board of directors.

ARTICLE V.

The initial registered office of the corporation is

1726 Toni Rae Drive
Spokane, WA 99218

and the name of the registered agent at such address is:

Walter H. Wilson

ARTICLE VI.

The affairs of this corporation shall be managed by a board of directors of seven (7) persons to be elected annually by and from the members of the corporation. The names and addresses of the initial board of directors are the following:

Walter H. Wilson

1726 Toni Rae Drive
Spokane, WA 99218

Ronald F. Miller

East 823 - 40th Avenue
Spokane, WA 99203

Loren Lester	Route #1 Lake Shore Homes Loon Lake, WA 99148
Ronald W. McCaffery	West 1903 Wedgewood Spokane, WA 99208
Gary McKinney	Route #1 Lake Shore Homes Box 204 Loon Lake, WA 99148
James E. Charlton	P. O. Box 5304 Spokane, WA 99205
Miriam Harrison	Route #1, Box 197 Loon Lake, WA 99148

ARTICLE VII

MEETINGS:

The directors shall be elected by the members annually.

(a) The annual meeting of the members shall be held on the first Sunday following July 4th and annually thereafter.

(b) Immediately after the annual meeting of the members, the directors shall meet and elect officers for the ensuing year.

(c) Special meetings of the members may be held from time to time at the call of the president or upon the written demand of ten (10) members of the corporation.

(d) The board of directors shall meet at least twice each year, at such times and place as are prescribed in the by-laws, and may be called together for special meetings upon the written demand of three (3) members of the board of directors.

ARTICLE VIII

In the event of the dissolution of this corporation, the net assets are to be distributed equally to and among the then members of the corporation.

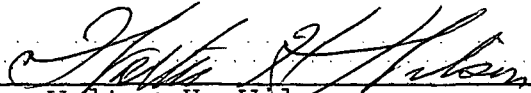
ARTICLE IX.

The name and address of the undersigned incorporator is:

RICHTER-WIMBERLEY, P.S.
N. 908 Howard, P.O. Box 5640
Spokane, WA 99205-0640
(509) 326-7000

Walter H. Wilson
1726 Toni Rae Drive
Spokane, WA 99218

SIGNED at Spokane, Washington, this 13 day of March, 1990.


Walter H. Wilson

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, WALTER H. WILSON, hereby consent to serve as Registered Agent
in the state of Washington, for the following:

LAKE SHORE HOMES
(enter the name of the corporation or limited partnership)

I understand that as agent it will be my responsibility to receive service of
process; to forward all mail; 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.

March 22, 1990
(Date)


(Signature of Agent)