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FILE NUMBER



DOMESTIC

STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **BRUCE K. CHAPMAN**, Secretary of State of the State of Washington and custodian of its seal,
hereby certify that

ARTICLES OF INCORPORATION

of YAKIMA RANCHES OWNERS ASSOCIATION PHASE II
a domestic corporation of Yakima, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain
on file in this office.

Filed at request of
Halverson, Applegate & McDonald
415 N 3rd St., P.O. Box 526
Yakima, WA 98907
Attn: Thomas B. Grahn
NON PROFIT

Filing and recording fee ... \$

License to June 30, 19 ... \$

... Excess pages @ 25¢ \$

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In witness whereof I have signed and have
affixed the seal of the State of Washington to
this certificate at Olympia, the State Capitol,

June 22, 1978

BRUCE K. CHAPMAN
SECRETARY OF STATE

FILED

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION

of

YAKIMA RANCHES OWNERS ASSOCIATION PHASE II

The undersigned, being of lawful age, a citizen of the United States of America, and a resident of the State of Washington, pursuant to the provisions of the Washington Non-Profit Corporation Act (RCW 24.03), for the purposes herein specified, does hereby make and adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be YAKIMA RANCHES OWNERS ASSOCIATION PHASE II.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purposes and Powers

The purpose for which this corporation is formed is to provide for the maintenance of roads utilized for ingress and egress and to provide for the proper and lawful drainage of surface waters over customary and natural channels on property owned as separate tracts situated on real property located in Yakima County, Washington, described as follows:

That certain real property and the non-exclusive easements for access and utilities as a part thereof, set forth in survey denominated "Yakima Ranches, Phase No. 2," consisting of segregated tracts located in Sections 1, 11, 12, 13 and 14, all in Township 13 North, Range 19 E.W.M., said survey being recorded in Book 22 of Surveys at page 14, records of Yakima County, Washington.

This corporation does not contemplate pecuniary gain or profit to the members thereof.

This corporation through its Board of Directors and officers shall have the power, in the furtherance of the purposes above mentioned to:

A. Fix, levy, collect and enforce payment by any lawful means, all charges and assessments levied by the corporation in furtherance of its purposes as above set forth and to pay all expenses in connection therewith and additionally, all office and other expenses incident to the conduct of the business of the corporation including all licenses, taxes of governmental charges levied or imposed against the corporation; provided, that such charges and assessments shall be levied against each tract within the subject real property equally regardless of the particular size of any such tract (except for tracts of less than 10 acres which shall be subject to only one-half the amount of an assessment against a tract of 10 acres or more) and provided further, that when any original tract is subdivided as provided in Article IV hereof, each such subdivided parcel shall be considered a separate tract for purposes hereof;

B. Acquire by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation;

C. Borrow money and mortgage, pledge or hypothecate by any other means any or all of the corporation property as security for money borrowed or debts incurred;

D. Dedicate, sell or transfer all or any part of the non-exclusive easements for access and utilities as attorney in fact for the individual owners of the fee thereof, to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed upon by a majority of the members of the corporation (provided that no such dedication or transfer shall be effective unless an instrument has been signed by a majority of the members of the corporation agreeing thereto and recorded in the office of the Auditor of Yakima County, Washington);

E. Participate in mergers and consolidations with other non-profit corporation organized for essentially the same purposes, provided that any such merger or consolidation shall have the approval of a majority of the members of this corporation;

F. Have and exercise any and all powers, rights and privileges which a corporation organized under the Washington

Non-Profit Corporation Act by law may now or hereafter have or exercise; and

G. Any and all other powers necessary or convenient to carry out the purposes of this corporation.

ARTICLE IV

Membership

Every person or entity who is a record owner of a fee interest in any tract within the real properties above described shall be a member of this corporation, except for any such tracts which are the subject matter of a conditional contract of sale in which case the purchasers or vendees under such contract shall be a member of this corporation. Each such tract shall carry an appurtenant membership and if any one person or entity owns (or is contract purchaser of) more than one such tract, such person or entity shall have a separate membership for each such tract. In the event that more than one person or entity holds a membership interest, multiple ownership shall be counted as only one vote with regard to any of the affairs of the corporation; provided, however, that when any tract is formally subdivided (as by short or long plat, for example) and such subdivision made a part of the official records of Yakima County, Washington, each parcel of such subdivision shall thereafter be considered a separate tract for all purposes, including without limitation for purposes of determining membership and assessment; provided however, any such segregated parcel having an area of less than ten (10) acres shall only be subject to one-half a normal assessment, and the appurtenant membership shall only be entitled to a one-half vote. The definition of membership as above stated is expressly intended to excluded persons or entities who hold a fee interest in the subject tracts merely as security for the performance of obligations such as, for example, contract vendors, mortgagees, and beneficiaries under deeds of trust. Membership in the corporation shall be appurtenant to and may not be separated or severed from ownership of any tract which is subject to assessment by the corporation.

ARTICLE V

Directors

The affairs of the corporation shall be managed by a Board of three directors who need not, but may be members

of the corporation. The number of directors may be changed by amendment of the By-Laws of the corporation. The names and addresses of the persons who are to act as initial directors of the corporation are as follows: Woodward Bohoskey, 104 Tower Lane, Yakima, Washington, 98901, Harry Davidson, Box 2176, Everett, Washington 98201, Ross Davidson, Box 2176, Everett, Washington 98201.

ARTICLE VI

Dissolution

The corporation shall not be dissolved unless the County of Yakima or some other municipal corporation which may in the future include the real property above described within its boundaries shall elect to accept the responsibilities of maintaining the subject roads and the drainage of surface waters in which event the necessity for this corporation to perform the services for which it is created shall no longer exist and the corporation may be dissolved with the consent of a majority of its members. Upon dissolution, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency or to some other charitable, non-profit tax exempt corporation under the then-existing United States Internal Revenue Code.

ARTICLE VII

Amendments

Amendment to these Articles of Incorporation shall require the consent of a majority of the members of the corporation.

ARTICLE VIII

Registered Office and Registered Agent

The address of the registered office of this corporation shall be 104 Tower Lane, Yakima, Washington 98901, and the name of its initial registered agent at such address is Woodward Bohoskey.

ARTICLE IX

Incorporator

The name and address of the incorporator of this corporation is Woodward Bohoskey, 104 Tower Lane, Yakima, Washington 98901.

DATED this 22 day of June, 1978.

Woodward Bohoskey

STATE OF WASHINGTON]
] ss.
County of Yakima]

WOODWARD BOHOSKEY, being first duly sworn, on oath deposes and says: That he is the person named as incorporator in the foregoing Articles of Incorporation; that he has read the same, knows the contents thereof and believes the same to be true.

Woodward Bohoskey
Subscribed and sworn to before me this 22 day of June, 1978.

James J. Burke
Notary Public in and for the State
of Washington, residing at Yakima