

FILED

JUN 1981
SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION
OF
CHAMBERS BAY DIVISION I HOMEOWNERS ASSOCIATION

The undersigned, acting as incorporator of a corporation under the Washington Nonprofit Corporation Act, adopts the following Articles of Incorporation for the corporation.

Article 1. Name:

The name of this corporation shall be Chambers Bay Division I Homeowners Association.

Article 2. Duration:

The duration of this corporation shall be perpetual.

Article 3. Purposes:

The purpose for which the corporation is organized is to provide an entity pursuant to the Easements, Restrictions, Covenants, and Conditions for Chambers Bay Division I, a subdivision located in Pierce County, Washington, for the operation of the subdivision, and to engage in all such activities as are incidental or conducive to the attainment of the objectives of the corporation and all activities which are permitted to be done by a nonprofit corporation under any laws that may now or hereafter be applicable or available to this corporation. The powers of this corporation shall be subject to and shall be exercised in accordance with the provisions of the Easements, Restrictions, Covenants, and Conditions for Chambers Bay Division I, filed with the Auditor of Pierce County, Washington, as it may from time to time be amended, hereinafter referred to as the "Declaration."

Article 4. Dissolution:

On dissolution or final liquidation of the corporation, the assets of the corporation shall be distributed among the members of the corporation in accordance with the Declaration and the Nonprofit Corporation Act of the State of Washington, Chapter 24.03 of the Revised Code of Washington.

Article 5. Members:

The corporation shall have one class of members, which shall consist of the owners of a fee simple title to any lot in the subdivision known as Chambers Bay Division I, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Article 6. Registered Office and Agent:

The address of the initial registered office of this corporation is 1602 LaFayette Street, Steilacoom, Washington 98388, and the name of its initial registered agent at such address is Paul C. Wulfestieg.

Article 7. Directors:

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of three directors. The names and addresses of the persons who shall serve as directors until the first meeting of the members and until their successors are elected and qualified, unless they resign or are removed, are:

Paul C. Wulfestieg, 9126 De Koven Drive SW, Tacoma, Washington 98499
Thomas J. Westbrook, 1602 LaFayette Street, Steilacoom, Washington 98388
Richard E. Dugaw, 7417 - 95th Avenue SW, Tacoma, Washington 98498

Article 8. Indemnification:

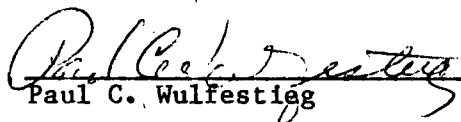
To the full extent permitted by the Washington Nonprofit Corporation Act, each member of the Board of Directors, each member of a corporation committee, each officer of the corporation, the Declarant who filed the Declaration, and the managing agent of the Association shall be indemnified by the corporation against all expenses and liabilities, including attorneys' fees, reasonable incurred by or imposed in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of holding or having held such position, or any settlement thereof, whether or not he holds such position at the time such expenses or liabilities are incurred, except to the extent such expenses and liabilities are covered by insurance and except in such cases wherein such person is adjudged guilty of willful misfeasance in the performance of his duties; provided, that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the corporation.

Article 9. Incorporator.

The name and address of the incorporator is:

Paul C. Wulfestieg
9126 De Koven Drive SW
Tacoma, Washington 98499

EXECUTED in duplicate this 20 day of May, 1981.


Paul C. Wulfestieg

STATE OF WASHINGTON)
) ss
County of Pierce)

PAUL C. WULFESTIEG, being first duly sworn on oath, deposes and says:

That he is the president of Chambers Bay Division I Homeowners Association, the incorporator, and makes this verification on behalf of said association; that he has read the foregoing Article of Incorporation, knows the contents thereof and believes the same to be true.

Paul C. Wulfestieg

SUBSCRIBED AND SWORN to before me this 20 day of May, 1981.

Mary J. Casey
NOTARY PUBLIC in and for the State
of Washington, residing at Tacoma