

**ARTICLES  
OF  
INCORPORATION  
TIMBER VALLEY RANCHES ASSOCIATION**

\* \* \* \* \*

DALE L. CARLISLE, being over the age of 21 years, for the purpose of forming a nonprofit corporation under Chapter 24.03 of the Revised Code of Washington, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is TIMBER VALLEY RANCHES ASSOCIATION, hereafter called the "Association".

**ARTICLE II**

The address of the initial registered office of the Association is 1220 - 356<sup>th</sup> Street South, Federal Way, Washington 98002, and the name of its initial registered agent at such address is Roland Jankelson.

**ARTICLE III**

The purpose and powers of the Association: This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation, ownership of common areas, and such other controls and responsibilities as may be necessary of the residence and camp-site lots, the common areas, and all private roads, within that certain tract of property known as "Timber Valley" located in Klickitat County, Washington, and described as follows:

"South half of the South half of Section 10; South half of the Northwest quarter, Northwest quarter of the Southeast quarter, North half of the Southwest quarter and Southwest quarter of the Southwest quarter of Section 11; and Northwest quarter of Section 15; ALL in Township 4 North, Range 12 East, W.M.

and, to promote the health, safety, and welfare of the residents and lot owners within the above-described property and any extensions thereof or additions thereto as may hereafter be brought within the jurisdiction of this Association, and for this purpose to:



(a) Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the By-Laws of the Association applicable to the property and to own and maintain all common areas and real property in the name of the Association, including all private roads located within the described tract, and to perform the activities contemplated in the exercise of the powers, privileges, duties and obligations of the Association;

(b) Fix, levy and collect, and enforce payment of, by any lawful means, all charges or assessments pursuant to the terms of the By-Laws of this Association, and to pay all expenses in connection with the functions, duties and operations of the Association and to conduct the business of the Association, including the payment of license, taxes or governmental charges as may be levied and imposed against the property of the Association, and to pay for the maintenance and upkeep of the private roads within the described tract, upon the understanding that the county will not accept a dedication of or maintenance obligation with respect to said roads unless said roads are brought up to county standards;

(c) To acquire, by gift, purchase or otherwise, and to own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of, any real or personal property used in connection with the affairs of the Association;

(d) To borrow money with the assent of two-thirds (2/3) of each class of members, and to mortgage, pledge, encumber by Deed of Trust, or otherwise hypothecate any or all of its real or personal property, as security for money borrowed or debts incurred.

(e) To dedicate, sell or transfer all or any part of the common areas to any public agency, authority, or utility, for such purposes and subject to such conditions as may be agreed to by the members, understanding that the private roads within the project will not be accepted by any county or governmental entity until they reach the standards as required by said entity. No dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members agreeing to such dedication, sale or transfer;

(f) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Washington by law may now or hereafter have or exercise.

#### ARTICLE IV

Membership: Every person or entity who is a record owner of a fee or undivided fee interest or a contract purchaser's interest in any lot which is included within the described tract or any additions or extensions to said tract or premises, shall be a member of the Association. Except as hereinafter provided or as provided in the By-Laws of the Association, each lot ownership shall own only one (1) membership in the Association. The foregoing is not intended to include persons or entities as members who hold an interest merely as security for the performance of an obligation in any lot included within the described tract. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association and which is within the tract described herein, all of said tract and all of the lots therein being subject to assessment by the Association.

#### ARTICLE V

Voting Rights: The Association shall have one (1) class of voting membership to be known as class A members who shall be all owners of lots within the tract and each owner, who shall be a member of the Association, shall be entitled to one (1) vote for each lot owned or shall be entitled to one (1) vote for each lot in which the owner has an interest as described. A lot is owned when it is owned in either fee simple ownership or a contract purchaser's ownership, and a person with an ownership interest for security purposes or as a contract seller is not an owner for membership purposes in this Association. When more than one person holds an interest in any lot, all such persons shall be members of the Association and the vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

#### ARTICLE VI

Board of Directors; The number of directors constituting the initial Board of Directors of the Association is five (5) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the members or until their successors are elected and qualify are:

| <u>Name</u>       | <u>Address</u>                     |
|-------------------|------------------------------------|
| HERMAM SARKOWSKY  | All Directors of:                  |
| ROLAND JANKELSON  | 220 South 356 <sup>th</sup> Street |
| DALE L. CARLISLE  | Federal Way, Washington 98002      |
| FRED NAMACHER     |                                    |
| JOSEPH ARMBRUSTER |                                    |

## ARTICLE VII

Dissolution: The Association may be dissolved with the assent, given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency, provided said agency will accept said assets, to be used for purposes similar to those for which the Association was created. In the event such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes. Upon dissolution of the Association, the members of the Association may be given undivided ownership interest, in common with all other lot owners and members of the Association, in the common areas and roads of the Association, provided that the right of use of the roads shall be conferred upon all lot owners and members of the Association.

## ARTICLE VIII

Duration: The corporation shall exist perpetually.

## ARTICLE IX

Amendments: Amendment of these Articles shall require the assent of seventy-five (75%) per cent of the entire membership.

## ARTICLE X

Incorporator: The name and address of the sole incorporator is DALE L. CARLISLE, 1220 South 356<sup>th</sup> Street, Federal Way, Washington 98002.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Washington, I, the undersigned, constituting the sole incorporator of this Association, have executed these Articles of Incorporation this \_\_\_\_ day of April, 1970.

\_\_\_\_\_  
DALE L. CARLISLE,  
Incorporator

STATE OF WASHINGTON )

) ss:

COUNTY OF PIERCE )

I, \_\_\_\_\_, Notary Public, hereby certify that

on the \_\_\_\_ day of April, 1970, personally appeared before me DALE L. CARLISLE, who, being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein are true.

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

STATE OF WASHINGTON, )

) SS:

COUNTY OF PIERCE )

On this \_\_\_\_\_ 13 th \_\_\_\_\_ day of \_\_\_\_\_ October \_\_\_\_\_ A.D., 19 71 \_\_\_\_\_

before me personally appeared HERMAN SARKOWSKY and DALE L. CARLISLE, to me known to be the President and the Secretary, respectively, of the corporation that executed the within and foregoing instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument.

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.*

\_\_\_\_\_  
Audrey E. Shook

*Notary Public in and for the State of Washington, residing at Tacoma.*

TL-35 1/66 Security Title Insurance Company of Washington - ACKNOWLEDGMENT - CORPORATION

AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
TIMBER VALLEY RANCHES ASSOCIATION

\* \* \* \* \*

DALE L. CARLISLE, Secretary of the Association, hereby certifies that the following amendment to the Articles of the Association was approved by the Directors of the Association on March 29, 1971 at the Director's meeting and was adopted by a majority of the membership of the Association at the membership meeting held October 13, 1971 in the Lincoln Room of the Ramada Inn in Portland, Oregon, 65 members being present in person or by proxy and entitled to vote, 65 voting for and none voting against.

ARTICLE III of the Articles was amended to add thereto, in addition to the legal description contained therein, the following-described real property to be known as "TIMBER VALLEY, DIVISION III":

"The South half of the South half of the Southeast quarter of the Southwest quarter, The South half of the Southwest quarter of the Southeast quarter, The East half of the Southeast quarter, All in Section 9, Township 4 North, Range 12 East, W.M. The West half of the Northeast quarter of Section 15, Township 4 North, Range 12 East, W.M.

All located in Klickitat County, State of Washington.

In all other particulars, the Articles were reaffirmed and approved by the membership at said meeting.

This amendment is dated this 13<sup>th</sup> day of October, 1971.

Attest:

s/s Herman Sarkowsky

HERMAN SARKOWSKY, President

s/s DALE L. CARLISLE, Secretary

*This document has been signed*