



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

FAIRWAY VILLAGE HOMEOWNERS ASSOCIATION

a Washington non-profit corporation. Articles of Incorporation were filed for record in this office on the date indicated below.

Corporation Number: 2-335959-9

Date: August 26, 1983

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

Ralph Munro, Secretary of State

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119-125

FILED
AUG 26 1983

SECRETARY OF STATE
STATE OF WASHINGTON

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ARTICLES OF INCORPORATION
OF
FAIRWAY VILLAGE 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 the Fairway Village 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 for the operation of FAIRWAY VILLAGE, an adult planned development located in Clark County, Washington, 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 Declaration of Conditions and Restrictions and Bylaws for FAIRWAY VILLAGE, as it may from time to time be amended, hereinafter referred to as the "Declaration" and "Bylaws".

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 Declarations and Bylaws.

ARTICLE 5. Members

The corporation shall have proprietary members which shall consist of the owners of Fairway Village and associate members which shall consist of lessee, renter or other occupants.

ARTICLE 6. Registered Office and Agent

The address of the initial registered office of this corporation is 2601 S.E. Balboa Drive, Vancouver, Washington, 98664, and the name of its initial registered agent at such address is ROY BROWN.

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 qualify unless they resign or are removed are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------|---|
| ROY BROWN | 15300 S.W. 116th Avenue Tigard, Oregon 97223 |
| CHRISTOPHER J. W. EADON | 15300 S.W. 116th Avenue Tigard, Oregon 97223 |
| BARBARA L. HARRISON | 15300 S.W. 116th Avenue Tigard, Oregon 97223 |

ARTICLE 8. Indemnification

To the full extent permitted by the Washington Non-profit Corporation Act, each member of the board of directors, each member of a corporation committee, each officer of the corporation, and the Declarant who filed the Declarations, shall be indemnified by the corporation against all expenses and liabilities, including attorneys' fees, reasonably 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 incurred, except to the extent 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. Amendment of Bylaws

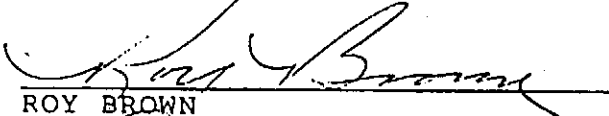
The power to adopt, amend, or repeal the bylaws of this corporation or adopt new bylaws shall be limited as provided in Section 7 of the Bylaws.

ARTICLE 10. Incorporators

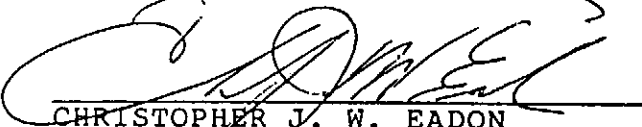
The names and addresses of the incorporators are:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------------------|---|
| ROY BROWN Vice President | 15300 S.W. 116th Avenue Tigard, Oregon 97223 |
| BARBARA L. HARRISON Secretary | 15300 S.W. 116th Avenue Tigard, Oregon 97223 |

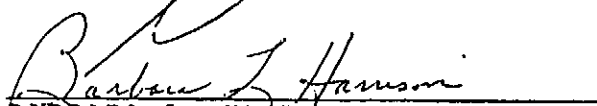
Executed in duplicate on June 15, 1983.



ROY BROWN




CHRISTOPHER J. W. EADON




BARBARA L. HARRISON

STATE OF OREGON)
 : ss.
County of Washington)

ROY BROWN, CHRISTOPHER J. W. EADON and BARBARA L. HARRISON, being first duly sworn, on oath say that they are the incorporators of Fairway Village Civic Association, that they have read the foregoing Articles of Incorporation, know the contents thereof, and believe the same to be true.



ROY BROWN

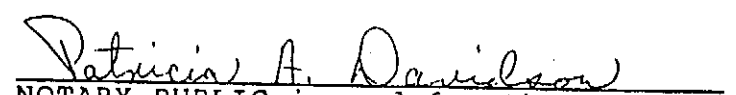


CHRISTOPHER J. W. EADON



BARBARA L. HARRISON

SUBSCRIBED AND SWORN to before me this 15th day of June, 1983.



NOTARY PUBLIC in and for the State
of Oregon, residing at Beaverton

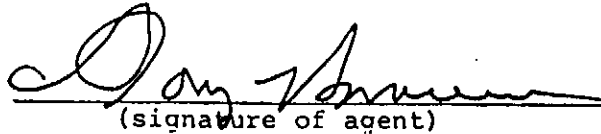
CONSENT TO SERVE AS REGISTERED AGENT

I, ROY BROWN, hereby consent to serve as
Registered Agent, in the state of Washington, for the following corporation,

FAIRWAY VILLAGE CIVIC ASSOCIATION

I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; 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 of the corporation for which I am agent.

8-5-83
(date)


(signature of agent)

2601 S.E. Balboa Drive
Vancouver, WA 98664

(registered office address)

If this form is to be used for a non-profit corporation, a copy of the Resolution of Board of Directors appointing the agent must be attached to this consent form.

MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

FAIRWAY VILLAGE CIVIC ASSOCIATION

A special meeting of the Board of Directors of the corporation was held on August 5, 1983, at the office of the corporation.

The following Directors were present in person:

ROY BROWN
CHRISTOPHER J. W. EADON
BARBARA L. HARRISON

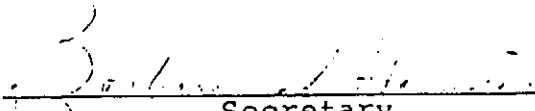
REGISTERED AGENT:

Upon motion duly made, seconded and unani-
mously carried, it was

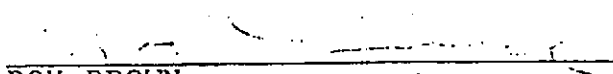
RESOLVED, that the Board of Directors
hereby designates ROY BROWN to act
as registered agent for the corpora-
tion.


BE IT FURTHER RESOLVED, that the
registered office address is 2601
S.E. Blaboa Drive, Vancouver,
Washington, 98664.

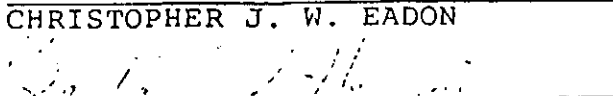
There being no further business to come before the meeting,
the meeting was adjourned.


Secretary

APPROVED:


ROY BROWN


CHRISTOPHER J. W. EADON


BARBARA L. HARRISON