

ARTICLES OF INCORPORATION
OF
SKY MEADOWS RANCH COUNTRY CLUB

KNOW ALL MEN BY THESE PRESENTS: That Sky Meadows and Associates, a Washington Investment Group, the undersigned., being desirous of forming a non-profit corporation pursuant to Title 24 of the Revised Code of Washington and other laws relating thereto, does hereby make, execute and adopt the following Articles of Incorporation, to-wit:

ARTICLE I

The name of this corporation shall be Sky Meadows Ranch Country Club.

ARTICLE II

The objects and purposes for which this corporation is formed are and shall be to further and promote the community welfare of the owners of the following described real property, commonly known as Sky Meadows, situated in Kittitas County, State of Washington, to-wit:

The West 1/2 of the Northwest 1/4, the Southeast 1/4 of the Northwest 1/4 and the Northeast 1/4 of Section 17, EXCEPT: A tract of land 25 feet square., together with the spring located thereon, in the Southeast 1/4 of the Northwest 1/4 of said Section 17, as conveyed by deed from Mike Casassa and Clara Casassa, husband and wife, to Joseph Bednar, Sr., and recorded in Book 37 of Deeds, page 137.

The Northeast 1/4 of Section 18, EXCEPT: A tract of land conveyed to School District No. 40, by deed dated September 6, 1913, recorded in Book 24 of Deeds, page 359, which is described as follows:

A tract of land bounded by a line beginning at the northeast corner of said quarter section and running thence west along the north boundary line thereof, 1984 feet; thence south 13 degrees 30 minutes east 670 feet; thence south 20 degrees 00 minutes west 795 feet; thence south 280 feet to the true point of beginning; thence west 50 feet; thence south 100 feet; thence east 100 feet; thence north 100 feet; and thence west 50 feet to the Feint of beginning. ALL in Township 19 North, Range 16 East, N.M., in the County of Kittitas, State of Washington.

SUBJECT TO: Easements, restrictions and reservations of record

EXCEPT the following described parcel, consisting of approximately one acre:

That portion of the Northwest 1/4 of the Northwest 1/4 of Section 17, Township 19 North, Range 16 East, N.M., County of Kittitas, State of Washington, which is bounded by a line described as follows:

Commencing at the Southeast corner of said quarter of quarter section and running thence north along the east boundary thereof 327.3 feet to the true point of beginning; thence continuing north along said boundary 166.0 feet; thence west 257 feet; thence south 2 degrees 45 minutes west 166.2 feet; thence east 269 feet to the point of beginning.

SUBJECT to any easements or rights of way either apparent or of record.

AND any and all portions of the foregoing described real property as may be platted as of this time.

AND together with any and all real property as may be acquired by Sky Meadows and Associates or their successors in interest for inclusion in the overall plan of development of the area.

To make said property a better place in which to live and enjoy life, and toward this end to do any act or thing in any way connected with or related to the conduct of the affairs of this corporation that may be deemed necessary, conducive, incidental or advisable to accomplish or promote said objects or purposes, except carry on a business, trade avocation, or profession for profit, including, but not limited to:

1. To purchase, lease, construct, contract for, develop and otherwise acquire, secure and receive such property, real and personal, tangible and intangible, as may be necessary or convenient, to carry on said objects and purposes, and own, operate, manage, control, maintain, rent, lease, improve, care for, deal in and with, use and hold, and sell, distribute, dedicate, or otherwise dispose of the same.
2. To provide utilities, roadways, recreational facilities, community services, and any and all other types of services, facilities and improvements deemed useful, beneficial, necessary, or helpful to said owners. And in addition, to provide for the care, maintenance, upkeep, management, and protection of any and all of said services or improvements thereon.
3. To appropriate, purchase, divert, acquire and store water from streams, springs, water sources, wells or any other sources, and to distribute the water so appropriated and acquired to its members and others, and to levy and charge for such use. To acquire, own, construct, hold, possess, use, and maintain such pumping plants, tanks, pipelines, reservoirs, ditches, buildings, and other facilities as may be necessary, and acquire and hold water rights and shares of stock in other corporations as said corporation may from time to time desire to acquire or purchase for furnishing and supplying water.
4. To use and expend for any and all purposes all and any monies collected and/or received from any source whatsoever.
5. To grant franchises, rights-of-way, and easements for public utilities, roadways, and other purposes upon, over, and/or under any of said property and to enter into, execute, and provide such protective covenants, restrictions, and conditions as say be deemed necessary. In addition, the corporation shall have the power to dedicate for public use any or all portions of any or all of the real and/or personal property wherever or whatsoever situated.
6. To fix, establish, levy, make, and collect such charges and/or assessments as may be necessary which shall or may constitute liens upon said property or portions thereof.
7. To enforce liens, charges protective restrictions, covenants and conditions existing upon or as may be created for the benefit of the real property as afore-described and to which real property may be subject, to the extent that said corporation has the legal right to enforce the same and to pay all expenses incidental thereto.
8. To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment, and/or enforcement of covenants, protective restrictions, reservations, easements, liens and charges imposed upon said property, and as may be vested in, delegated to, or assigned to said corporation, and such duties with respect thereto as may be assigned to and assumed by said corporation.

9. Generally, to do and perform any and all acts which may be either necessary or proper for or incidental to the exercise of any of the foregoing powers and such powers granted by the provisions of the Washington Nonprofit Corporation Act, and any amendments thereto, and other laws of the State of Washington relating to nonprofit corporations; and generally to do any and all lawful things which may be advisable, proper, authorized, and/or permitted to be done by said corporation under and by virtue of any protective restrictions, covenants, and/or conditions or laws affecting said property or any portions thereof (including areas now or hereafter dedicated to public use); and to do and perform any and all acts which may be either necessary for, or incidental to, the exercise of any of the foregoing powers or for the peace, health, comfort, safety, and/or general welfare of the owners of said property, or portions thereof, or residents thereon; and to do any and all things that a corporation organized under the laws of the State of Washington may lawfully do when operating for the benefit of its members or the property of its members and without profit to said corporation.

ARTICLE III

The duration of this corporation shall be perpetual from the date of filing of these articles.

ARTICLE IV

Membership in this corporation shall be as determined by the By-Laws. The corporation shall have no capital stock and shares therein shall not be issued. The interest of each member shall be evidenced by a certificate of membership by the corporation under terms to be fixed by its By-Laws. Failure to issue such certificate shall in no event affect the rights, privileges and liabilities of membership.

ARTICLE V

The address of the initial registered office and the name of the initial registered agent at such address shall be:

Joseph D. Workman 13815 N. E. 42nd Street,
Bellevue, Washington 95005

ARTICLE VI

This corporation shall be managed by a Board of Trustees of not less than three members. The number and election of said members shall be determined by the By-Laws. The initial trustees who shall serve until their successors are nominated and elected are:

Joseph D. Workman 13815 N. C. 42nd Street,
Bellevue, Washington 95009

John H. Hayes 2420 Westlake Avenue North
Seattle, Washington 95109

Thomas G. McBride 2815 162nd S. E.
Bellevue, Washington 95004

