

ARTICLES OF INCORPORATION
OF
GREENBANK BEACH & BOAT CLUB, INC.

Know all men by these presents: That we, William G. Hulbert, Jr., Parker Williams, Jean Hulbert, Jack Youngberg and Shirley M. Aguero, being residents of the State of Washington and citizens of the United States, each over the age of twenty-one years, and being desirous of forming a corporation under Chapter 24.04 of the Revised Code of Washington, authorizing non-profit corporations, do hereby associate ourselves together for the purpose of forming a non-profit corporation; and do make, subscribe, execute and adopt, in triplicate, the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be GREENBANK BEACH & BOAT CLUB, INC.

ARTICLE II

The purposes for which this corporation is formed and the same shall also be construed as powers of the corporation, are as follows:

1. To maintain, repair, operate and care for “reserve” areas in the Plat of Holmes Harbor Estates, Inc., Division No. 1, Island County, Washington, including appurtenances and improvements consisting of community clubhouse, swimming pool, tennis courts and other recreational facilities.
2. To take title from Holmes Harbor Estates, Inc., to a private water system to serve said plat consisting of well, pumps, reservoir and mains and to repair, maintain and operate and care for same.
3. To pay taxes and assessment which may be levied by any public authority upon any property to which the corporation has title.
4. To fix, establish, levy and collect monthly or annually against purchasers of lots from Holmes Harbor Estates, Inc., in the aforescribed plat such charges and/or assessments as may be necessary in the judgment of the Board of Trustees to repair, maintain, operate and care for corporate property.
5. To expend the moneys collected by said corporation from assessments and charges and other sums received for payment and discharge of costs, expenses and obligations incurred by said corporation in carrying out any and all of the purposes for which this corporation is formed.
6. 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

restrictions, conditions, and/or covenants or laws affecting said property, or any portion 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 owners of said property, or portions thereof, or residents thereon.

7. To borrow money and mortgage, pledge or hypothecate any or all of the real or personal property of said corporation as security for money borrowed or debts incurred; and to do any and all things that a corporation organized under said 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.

8. Generally, to do and perform any and all acts which may either be necessary or proper for or incidental to the exercise of any of the foregoing powers and such powers granted by the provisions of Title 24, Revised Code of Washington, and other laws of the State of Washington relating to non-profit corporations.

9. Nothing contained in these Articles of Incorporation shall be construed as authorizing or permitting said corporation to own, manage or operate any real or personal property for profit. It is the intention and purpose that the business of said corporation shall not be carried on for profit either to itself or for the benefit of its members, and wherever it is authorized to collect charges or assessments it shall have no power or authority to use said charges or assessments except as necessary to cover the actual cost or expense of the act, duty, power, or transaction performed.

10. To have one or more offices at such place or places, either within or without the State of Washington, as the Board of Trustees may from time to time determine or the business of the corporation require.

All of the foregoing purposes and powers are to be exercised and carried into effect for the purpose of doing, serving and applying the things above set forth for the benefit of all property, including, but without in any way limiting the foregoing, any portion or portions of certain real property situated on Whidbey Island, Island County, Washington, which is, or shall become, so subject to the jurisdiction of said corporation and which is situated in the Plat of Holmes Harbor Estates, Inc., on Whidbey Island, Island County, Washington, and within any area immediately adjacent or contiguous thereto as described in the By-Laws allowing subsequent plats by Holmes Harbor Estates, Inc.

ARTICLE III.

All memberships in this corporation shall be inseparably appurtenant to lots owned by members in the Plat of Holmes Harbor Estates, Inc., Division No. 1, Island County, Washington, and adjacent or contiguous real property platted by Holmes Harbor Estates, Inc., except for the memberships of the original incorporators and the first Board of Trustees. All memberships shall be governed by and issued in accordance with the By-Laws of the corporation. Upon transfer of ownership or contract for the sale of any lot in

the above-described plats, membership and certificate of membership shall ipso facto be deemed to be transferred to the grantee or contract purchaser. No membership or certificate of membership may be transferred, assigned, or conveyed in any manner other than in the manner herein set forth. The memberships of the original incorporators may be transferred to any person (or corporation) approved by a majority of the trustees or such original incorporators may resign at any time. No dues or assessments shall be levied against any of the original incorporators unless they shall acquire a lot or lots within the plat of Holmes Harbor Estates, Inc. In the event of the death of a member, the membership or certificate of membership of such deceased member shall be and become the property of the personal representative of such deceased member upon appointment and qualification as such in a judicial proceeding and such personal representative shall have all of the rights, privileges and liabilities of such member until title shall be transferred or contracted to be transferred. The property in possession of this corporation shall be managed by the Board of Trustees hereinafter mentioned and only alienated and disposed of in accordance with the By-Laws of the corporation.

ARTICLE IV.

The number of trustees of this corporation shall be not less than three (3) nor more than nine (9). The names of the trustees who shall manage the affairs of the corporation for not more than six months until the trustees are elected by the members are:

<u>NAME</u>	<u>RESIDENCE</u>
William G. Hulbert, Jr.	1200 Block Norton, Everett, Washington
Parker Williams	308 First National Bank Bldg., Everett, Washington
Jean Hulbert	1204 Block Norton, Everett, Washington
Jack Youngberg	1182 Hoge Building, Seattle 4, Washington
Shirley M. Aguero	5769 SW Admiral Way, Seattle, Washington

ARTICLE V.

The time of existence of this corporation shall be perpetual.

ARTICLE VI.

The registered office and post office address of this corporation shall be Greenbank, Whidbey Island, Washington.

ARTICLE VII.

The qualifications of the members of said corporation, the property, voting and other rights and privileges and the liabilities to charges and assessments of the members, shall be set forth in the By-Laws of the corporation.

IN WITNESS WHEREOF, we, the undersigned, the incorporators of this corporation, have this 29th day of June, 1962, hereunto set our hands and seals in triplicate.

William G. Hulbert, Jr.

Parker Williams

Jean Hulbert

Jack Youngberg

Shirley M. Aguero

Sate of Washington)
) ss.
County of King)

THIS IS TO CERTIFY that on this 29th day of June, 1962, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared William G Hulbert, Jr., Parker Williams, Jean Hulbert, Jack Youngberg and Shirley M. Aguero, to be known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes t herein mentioned.

WITNESS my hand and official seal the day and y ear in this certificate first above written.

Notary Public in and for the state
of Washington, residing at Everett

AMENDMENT TO ARTICLES OF INCORPORATION
OF
GREENBANK BEACH AND BOAT CLUB, INC.

This is to certify that at a special meeting of the membership of Greenbank Beach and Boat Club, Inc. held at the office of Parker Williams in the First National Bank Building in Everett, Washington, pursuant to proper notice, the amendment to the Articles of Incorporation, hereinafter stated, was adopted unanimously by all the members of the corporation.

Section 1 of Article II of the Articles of Incorporation which now reads:

“1. To maintain, repair, open to and care for “reserve” areas in the Plat of Holmes Harbor Estates, Inc., Division No. 1, Island County, Washington, including appurtenances and improvements consisting of community clubhouse, swimming pool, tennis courts and other recreational facilities.”

Be amended to read as follows:

“1. To maintain, repair, operate and care for the property of this corporation.”

Section 2. of Article II of the Articles of Incorporation which now reads:

“2. To take title from Holmes Harbor Estates, Inc., to a private water system to serve said plat consisting of well, pumps, reservoir and mains and to repair, maintain and operate and care for same.”

Be amended to read as follows:

“2. To take title from Holmes Harbor Estates, Inc., to such property as may be conveyed to this corporation and upon such terms and conditions as the same may be conveyed to this corporation and to maintain and operate and care for the same.”

President

Secretary

Subscribed and sworn to before me this 19th day of September, 1964.

Notary Public in and for the State of
Washington, residing at Everett