

RESTATED
ARTICLES OF INCORPORATION
OF
ELIZA ISLAND BEACH CLUB, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, GORDON B. GASTON, STUART C. FRENCH, EDWARD D. LARSON, A. LESTER ERICKSON, ROLLIN G. WYRENS, MELVIN L. THISTLE, HOWARD L. COOPER, EVERETT J. DICKERMAN, ETHEL F. RUTAN and WARREN W. BESTWICK, residing in the state of Washington and being citizens of the United States, each being over the age of twenty-one years and being desirous of forming a corporation under Title 24, Revised code of Washington, relating to non-profit corporations, do hereby associate ourselves together for the purpose of forming a non-profit corporation and make and subscribe, execute and adopt in triplicate, the following Articles of Incorporation and certify as follows:

ARTICLE I

The name of the corporation shall be:

ELIZA ISLAND BEACH CLUB

The purposes for which this corporation is formed are:

1. To purchase or otherwise acquire, construct, improve, develop, repair, maintain, operate, care for and/or dispose of parkways, playgrounds, open spaces and recreational areas, tennis courts, beaches, boat landings, floats, piers, clubhouses, swimming pools and/or swimming areas, bathhouses, places of amusement, community buildings, community clubhouses, community air strip, community beaches, and community recreational areas, and in general community facilities appropriate for the use of benefit of its members and/or for the improvement and development of the property hereinafter referred to.
2. To build, improve and maintain roadways, culverts, bridges and drainage areas and to provide for improving, cleaning and sprinkling of streets, and for collection and disposal of the street sweepings, garbage, ashes, rubbish and the like; to prevent and suppress fires, to provide police protection and to make and collect charges to cover the costs and expenses thereof.
3. To improve, light and/or maintain streets, roads, alleys, courts, walks, gateways, fences and ornamental features now existing or hereafter to be erected or created, and shelters, comfort stations and/or buildings and improvements ordinarily appurtenant to any of the foregoing; plantings within the lines of the street immediately adjoining or within the property hereinafter described or referred to.
4. To build, improve and maintain a community air strip and to make and collect charges to cover the costs and expenses thereof.
5. To build, improve and maintain a community water system carrying the property hereinafter described or referred to and to collect charges to cover the costs and expenses thereof.
6. To care for any lots and plots in said property, to kill, destroy and/or remove from any said lots and plots grass, weeds, rodents, predatory animals, and any unsightly or obnoxious thing; and to take any action with reference to such lots and plots as may be necessary or desirable in the opinion of the Board of Trustees of said corporation, to keep the property clean and in good order; to make and collect charges therefor.
7. So far as it can legally do so, to grant franchises, rights of way and easements for public utilities or other purposes upon, over and/or under any of said property.

8. To acquire by gift, purchase, lease or otherwise, and to own, hold, enjoy, operate, maintain, and to convey, sell, lease, transfer, mortgage and otherwise encumber, dedicate for public use and/or otherwise dispose of, real and/or personal property wherever situate.

9. To keep records of building permits and/or other approvals or disapprovals made or issued by said corporation, to keep books and records showing all charges, levies, and assessments made; to furnish certified copies of any records which the Board of Trustees may authorize to be furnished; to issue certificates of completion and compliance covering respective parcels of property upon which buildings, structures, and/or other improvements have been erected or made, as provided in the restrictions, conditions and covenants affecting said property or portions thereof and to make and collect charges covering the cost and expense of such acts.

10. To enforce liens, charges, restrictions, conditions and covenants existing upon and/or created for the benefit of parcels of real property and to which said parcels may be subject to the extent that said corporation has the legal right to enforce the same, and to pay all expenses incidental thereto.

11. To pay the taxes and assessments which may be levied by any public authority upon any of the said property now or hereafter used or set apart for parks, parkways, playgrounds, open areas, tennis courts, beaches, boat landings, community clubhouses, community club buildings, places of amusement and/or recreation areas, or upon such other recreation spaces wherever situate as may be maintained for the general benefit and use of the owners of lots in said property; to pay taxes and assessments levied by any public authority upon improvements upon any of said property or areas so used or set apart or maintained, and whether taxed or assessed as a part of said property or area or separately; and to pay taxes and assessments levied by any public authority upon any property which may be held in trust for said corporation.

12. To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment, and/or enforcement of covenants, reservations, restrictions, 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.

13. To approve and/or disapprove, as provided by restrictions, conditions and covenants affecting said property, plans and specifications for and/or locations of fences, walls, poles, buildings and/or structures to be erected or maintained upon said property or any portion thereof; to approve or disapprove the kind, shape, height, and material for the same and/or the plan indicating the locations thereof or their respective building sites and such grading plans as may be required, and to issue permits for the same; to pay any and all expenses and charges in connection with the performance of any of said powers or the carrying out of any said purposes; to supervise construction of any buildings or structures to the extent deemed necessary by the Board of Trustees, and establish rules therefor.

14. To regulate and/or prohibit the erection, posting, pasting, or displaying upon any of said property billboards and/or signs erected or maintained upon said property without the authority of said corporation as provided in such restrictions, conditions and covenants, as may affect said property or any portion therefor.

15. To appropriate, purchase, divert, acquire and store water from streams, water courses, wells or any other source, and to distribute the water so appropriated and acquired to its members for use upon the lands of said members and for domestic purposes; to acquire, own, construct, hold, possess, use and maintain such pumping plants, tanks, pipe lines, reservoirs, ditches, buildings, roads, trails and appliances, and such other property, including 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 to its members; provided that this corporation shall not use or dispose of such water as a public utility, but

solely for the use and benefit of its members and for the irrigation of lands and domestic and other useful and beneficial purposes.

16. To fix, establish, levy and collect annually such charges and/or assessments as may be necessary, in the judgment of the Board of Trustees to carry out any or all of the purposes for which this corporation is formed, but not in excess of the maximum from time to time fixed by the By-Laws.

17. To expend the moneys collected by said corporation from assessments and charges and other sums received for the payment and discharge of costs, expenses, and obligations incurred by said corporation in carrying out any or all of the purposes for which said corporation is formed.

18. Generally, to do any and all lawful things which may be advisable, proper, authorized and/or permitted to be done by said corporation under or 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 forgoing powers or for the peace, health, comfort, safety, and/or general welfare of owners of said property, or portions thereof, or residents thereon.

19. 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 for the property of its members, and without profit to said corporation. The corporation shall, however, be prohibited from borrowing or pledging or hypothecating property of the corporation in excess of 150% of the prior years' income of the corporation, provided that additional amounts may be authorized by the assent of two-thirds of the membership.

20. 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 Title 24, Revised Code of Washington and other laws of the State of Washington relating to non-profit corporations.

21. 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 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.

22. 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 may require.

All of the forgoing 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 or any portion or portions of certain real estate situated in Whatcom County, Washington, which is or shall become so subject to the jurisdiction of said corporation and which is situated in and on real estate known as the Eliza Island, situated in the County of Whatcom, State of Washington.

ARTICLE II

This corporation shall at all times hereafter be a joint and mutual association of the above named incorporators, and such other persons as may hereafter be admitted to membership in accordance with the bylaws of the corporation. Each lot owner of a lot or lots on Eliza Island must be a member of the

corporation and must pay all charges and assessments levied on the members of the corporation. Membership and certificates evidencing the same shall be inseparably appurtenant to tracts owned by the members, and upon transfer of ownership or contract for sale of any such tract, 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. 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. The interest of each incorporator or member shall be equal to that of any other and no incorporator or member can acquire any interest which will entitle him to any greater voice, vote authority or interest in the corporation than any other member.

ARTICLE III

The number of Trustees of this corporation shall not be 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 (6) months until the Trustees are elected by the members are:

1. GORDON GASTON
2610 Colby Avenue
Everett, Washington
2. STUART C. FRENCH
4205 Ridgemount Drive
Everett, Washington
3. MELVIN L. THISTLE
6223 Beverly Lane
Everett, Washington
4. EVERETT J. DICKERMAN
614 Dexter Avenue
Everett, Washington
5. ETHEL F. RUTAN
Route 2, Box 843H
Lake Stevens, Washington

ARTICLE IV

The time of existence of this corporation shall be perpetual.

ARTICLE V

The registered office and post office address of this corporation shall be Eliza Island, P. O. Box 612, Bellingham, Washington.

ARTICLE VI

The qualifications of 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 By-Laws of the corporation

ARTICLE VII

Registered Agent. The registered agent of this corporation shall be P. H. Jewell, Eliza Island, P. O. Box 612, Bellingham, Washington, 98225.

ARTICLE VIII

Upon dissolution of the corporation, the assets, both real and personal, of the corporation, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the association.

IN WITNESS WHEREOF, We, the undersigned, the incorporators of this corporation have this 1st day of November, 1961, hereunto set our hands and seals, in triplicate.

Gordon Gaston

2610 Colby Avenue, Everett, Washington

Stuart C. French

4205 Ridgemount Dr., Everett, Washington

Edward D. Larson

1410 Madrona, Everett, Washington

A. Lester Erickson

Rt. 5, Box 909, Everett, Washington

Rollin G. Wyrens

3223 Colby Ave., Everett, Washington

Melvin L. Thistle

6233 Beverly Lane, Everett, Washington

Howard L. Cooper

East Stanwood, Washington

Everett J. Dickerman

614 Dexter Avenue, Everett, Washington

Ethel F. Rutan

Rt. 2, Box 843H, Lake Stevens, Washington

Warren W. Bestwick

3538 N.E. 98th, Seattle 15, Washington

STATE OF WASHINGTON)
) SS
County of Snohomish)

THIS IS TO CERTIFY that on the 1st day of November, 1961, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared GORDON GASTON, STUART C. FRENCH, EDWARD D. LARSON, A. LESTER ERICKSON, ROLLIN G. WYRENS, MELVIN L. THISTLE, HOWARD L. COOPER, EVERETT J. DICKERMAN, ETHEL F. RUTAN and WARREN W. BESTWICK, to be known to be the individuals described in and who executed and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

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

Charles E. Hunter
Notary Public in and for the State
of Washington, residing at Everett.

A meeting of the members of said corporation having voting rights at which said amendments were adopted was held on 16 January 1975; a quorum was present at said meeting and the amendments received two-thirds of the votes which members present at said meeting, or represented by proxy, were entitled to cast.

THE ELIZA ISLAND BEACH CLUB

By: Carl Corbin
President

By: William Vincent
Secretary