



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

SILVER CREEK ASSOCIATION

a Washington Non Profit corporation. Articles of Incorporation were filed for record in this office on the date indicated below.

UBI Number: 601 754 729

Date: December 05, 1996



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

RALPH H. MUNRO

Ralph Munro, Secretary of State

2-546156-7

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FILED
STATE OF WASHINGTON

DEC 05 1996

RALPH MUNRO

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Val: 12/05/1996 - 160378
\$50.00 on 12/05/1996
Check - 12/03/1996 - 112

**ARTICLES OF INCORPORATION
OF
SILVER CREEK ASSOCIATION**

ARTICLE I.

The name of the corporation is Silver Creek Association.

ARTICLE II.

The corporation has perpetual existence.

ARTICLE III.

The corporation is a not for profit corporation formed to manage and administer certain covenants, conditions, restrictions and easements for the benefit of the owners of lots in the Silver Creek development located in Pierce County, Washington, in accordance with the provisions of these Articles, the Bylaws of the corporation, the Declaration of Covenants, Conditions, Restrictions and Easements for Silver Creek (the "Declaration") and RCW Chapter 24.03.

ARTICLE IV.

The address of the registered office of the corporation is 1000 Second Avenue, Suite 3900, Seattle, Washington 98104-1045, and the name of the registered agent at such address is Michael S. Courtnage.

ARTICLE V.

The affairs of the corporation shall be managed by a Board of Directors consisting of persons determined in accordance with the Bylaws of the corporation. The initial Board of Directors of the corporation shall consist of the following three (3) persons:

<u>Name</u>	<u>Address</u>
Jim Tosti	7981 168 th Avenue NE Redmond, WA 98052
Richard C. Barber	7981 168 th Avenue NE Redmond, WA 98052
Blake L. Riva	7981 168 th Avenue NE Redmond, WA 98052

The first directors shall serve until the first meeting of members of the corporation and until their successors are elected and qualified.

ARTICLE VI.

The name of the incorporator is Michael S. Courtnage, and the address of the incorporator is 1000 Second Avenue, Suite 3900, Seattle, Washington 98104-1054.

ARTICLE VII.

Upon dissolution of the corporation the assets of the corporation shall be distributed in accordance with the provisions of RCW Section 24.03.225 or its successor provisions.

ARTICLE VIII.

Members shall have voting rights as specified in the Bylaws and Declaration.

ARTICLE IX.

The Board of Directors is authorized to make, alter, amend or repeal the Bylaws of this corporation, and members shall have no power to alter, amend or repeal such Bylaws, except as provided therein.

ARTICLE X.

1. The corporation shall have all the powers enumerated in Chapter 24.03 of the Revised Code of Washington and all the powers specified in the Bylaws of the corporation and the Declaration.

2. No contracts or other transaction between the corporation and any other corporation, and no act of the corporation, shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation.

3. Any director individually, or any firm in which a director is a member, officer or director, may be a party to, or may be pecuniarily or otherwise interested in any contracts or transactions of the corporation, provided that the fact that the director is so interested shall be disclosed to a majority of the Board of Directors.

ARTICLE XI.

No director of the corporation shall have any liability to the corporation or its members for monetary damages resulting from such person's conduct as a director, except to the extent such liability arises from a director's intentional misconduct, a director's knowing violation of law, a director's conduct which violates RCW 23B.08.310 or for any transaction from which a director

will personally receive a benefit in money, property or services to which the director is not legally entitled.

DATED: This 4th day of December, 1996.

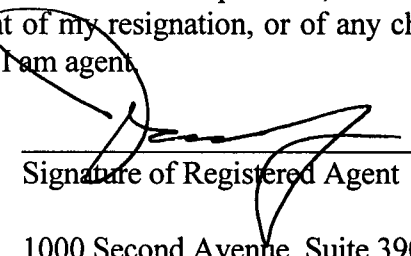


Michael S. Courtage, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT

I, **MICHAEL S. COURTNAGE**, hereby consent to serve as Registered Agent, in the State of Washington, for the following corporation **SILVER CREEK 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.

December 4, 1996



Signature of Registered Agent

1000 Second Avenue, Suite 3900
Seattle, Washington 98104-1045