



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

COVE OVERLOOK PARK ASSOCIATION

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

U.B.I. Number: 601 239 348

Date: March 26, 1990



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

Ralph Munro, Secretary of State

MAR 26 1990

SECRETARY OF STATE
STATE OF WASHINGTONARTICLES OF INCORPORATION
(Non-Profit Corporation)

OF

COVE OVERLOOK PARK ASSOCIATION

We, the undersigned incorporators, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the non-profit laws of the State of Washington.

ARTICLE INAME

The name of this corporation shall be:

COVE OVERLOOK PARK ASSOCIATION

ARTICLE IINATURE OF BUSINESS

The general purpose for which this corporation is organized is to promote and develop and common good and social welfare of residents of COVE ESTATES, a development located on the south shore of Lake Chelan in Chelan County, Washington. The corporation may transact any and all other lawful business necessary or appropriate in connection with such purposes (including the exercise of all powers set forth in RCW 24.03.035 and to engage in all other activities allowed under RCW 24.03.015).

ARTICLE IIITERM OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV

CORPORATE POWERS

The corporation shall have the power:

- a) To take and hold any property;
- b) To establish, administer and enforce covenants, conditions, restrictions, reservations, servitudes, profits, licenses, easements, liens or other charges for the support and benefit of the corporation and the welfare or betterment of the communities or residents;
- c) To construct, install, extend, operate, maintain, repair and replace utilities, systems, services, or other facilities on the property for the welfare or the betterment of the communities or residents;
- d) To manage, regulate, and control and common or community use and enjoyment of the property services or facilities for the welfare or betterment of the communities or the residents;
- e) To sell, convey, dispose of or lease any property.

ARTICLE V

MEMBERSHIP

Every person or entity who is the owner of a fee or of the equitable title in a lot or living unit when purchased under a contract and who is subject to assessment, either present or future, by the corporation pursuant to the provisions of any recorded instrument relating to assessment shall be a member of the corporation. For the purpose of determining membership, ownership will be deemed to have vested upon delivery of a duly executed deed or contract to the grantee or vendee. The legal title retained by vendor selling under a contract that is essentially a security device shall not qualify the vendor for membership. Foreclosure

of a contract or repossession for any reason of a lot or unit sold under contract shall terminate the vendee's membership whereupon all rights of membership shall revert in the vendor.

ARTICLE VI

VOTING RIGHTS

Members shall be all the owners as defined in Article V, including the developer. Members shall be entitled to one vote for each lot or living unit in which they hold the interest required for membership by Article V as shown by the records of the corporation as of the last day of the third month preceding the next membership annual meeting. When more than one person holds such interest or interests in any lot or living unit all such persons shall be members and the vote for that lot or living unit shall be exercised as they may, among themselves, determine but in no event shall more than one vote be cast for any one lot or living unit.

ARTICLE VII

MAJORITY VOTES

Regardless of the number of lots any member may own, such member, including the developer, shall not after the date payments on assessments are to commence be eligible to cast a number of votes in excess of the aggregate, less one, of the number of votes available to the other members of the corporation.

ARTICLE VIII

LIVING UNITS

For the purpose of determining the votes allowed under this Article when living units are counted, the lot or lots upon which the living units are situated shall not be counted.

ARTICLE IX

SUSPENSION OF MEMBERSHIP RIGHTS

The membership rights (including voting rights) of any member may be suspended by action of the Board of Directors if the member has failed to pay when due any assessment or charge lawfully imposed upon him or any property owned by him, or if the member, his family, his tenants, or guests, or any of them, shall have violated any rule or regulation of the Board regarding the use of any property or conduct.

ARTICLE X

BOARD OF DIRECTORS

The corporation shall have not less than five nor more than seven directors who shall constitute the Board of Directors and the governing body of the corporation. The initial Board of Directors shall consist of two Directors who shall hold office until the election of their successors for the term stated. Beginning with the first annual meeting the members at each annual meeting shall elect one Director for a term of two (2) years. The names and addresses of those persons who shall act as Directors until election of their successors are:

JERRY FLEMING
1011 N. WESTERN ST.
WENATCHEE, WA 98801

DAVID MEHELICH
1335 SLEEPY HOLLOW RD.
WENATCHEE, WA 98801

ARTICLE XI

INCORPORATORS - NAMES AND STREET ADDRESSES

The name and street address of the incorporators signing

these Articles of Incorporation are as follows:

<u>Name</u>	<u>Street Address</u>
JERRY FLEMING	1011 N. Western Street Wenatchee, WA 98801
DAVID MEHELICH	1335 Sleepy Hollow Rd. Wenatchee, WA 98801

ARTICLE XII

REGISTERED AGENT

The registered agent of the corporation shall be JERRY FLEMING, 1011 N. Western Street, Wenatchee, WA 98801.

ARTICLE XIII

DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine.

ARTICLE XIV

DIRECTOR LIABILITY

A Director of the corporation shall not be personally liable to the corporation for monetary damages for conduct as a Director, except for liability of the Director (i) for acts or omissions

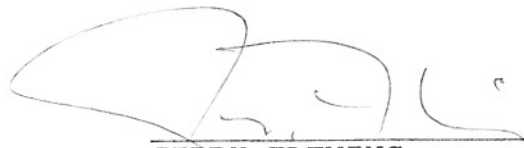
violation of law by the Director, (ii) for conduct violating Section 24.03.127 of the Washington Non-Profit Corporation Act, or (iii) for any transaction from which the Director will personally receive a benefit in money, property or services to which the Director is not legally entitled. If the Washington Non-Profit Corporation Act authorizes or is amended to authorize corporate action further eliminating or limiting the personal liability of Directors, then the liability of a Director of the corporation shall be eliminated or limited to the fullest extent permitted by the Washington Non-Profit Corporation Act, as so amended.

ARTICLE XV

INDEMNIFICATION

The corporation has the power to indemnify and to purchase and maintain insurance for, its Directors, officers, trustees, employees and other persons and agents, and (without limiting the generality of the foregoing) shall indemnify its Directors, against all liability, damage and expense arising from or in connection with service for, employment by, or other affiliation with this corporation or other firms or entities to the maximum extent and under all circumstances permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators has made and subscribed these Articles of Incorporation at Wenatchee, Washington, for the uses and purposes aforesaid, this 23 day of March, 1990.



JERRY FLEMING

DAVID MEHELICH

STATE OF WASHINGTON)

) SS

COUNTY OF CHELAN)

I certify that I know or have satisfactory evidence that JERRY FLEMING and DAVID MEHELICH signed this instrument and acknowledged it to be their free and voluntary act and for the uses and purposes mentioned in the instrument.

DATED this 23 day of March, 1990.

Debra L. Seaman
NOTARY PUBLIC in and for the
State of Washington,
Residing at *Liberty*
Commission Expires: *6/24/*

4/24/93

STATE OF WASHINGTON)
) ss.
COUNTY OF CHELAN)

- 1 -

SUBSCRIBED and SWORN this 28 day of February, 1990.

David M. S. L.
NOTARY PUBLIC in and for the
State of Washington,
Residing at Wenatchee.

Commission Expires: 11/17/92

STATEMENT OF OFFICERS

STATE OF WASHINGTON)) ss.
COUNTY OF CHELAN)

I am the person who has been elected Director and Officer of COVE OVERLOOK PARK ASSOCIATION, as indicated below, to serve until February, 1991 and until my successor has been duly elected and qualified. That I will faithfully perform the duties of Director and Officer of COVE OVERLOOK PARK ASSOCIATION, and will support the Constitution of the United States of America in the State of Washington.

DAVE MEHELICH

JERRY FLEMING

NOTARY PUBLIC in and for the
State of Washington,
Residing at Wenatchee.

Commission Expires: 11/19/92

CONSENT TO 'SERVE AS REGISTERED AGENT

I, JERRY FLEMING, hereby consent to serve as Registered Agent, in the State of Washington, for the following corporation, COVE OVERLOOK PARK 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.

DATED this 28th day of February, 1990.



JERRY FLEMING
1011 N. Western St.
Wenatchee, WA 98801

Consent to Serve as
Registered Agent

2-425 344-5
601 239 348

INITIAL REPORT

TO: Secretary of State of State of Washington

The undersigned hereby executes its Initial Report of said corporation pursuant to the provisions of Revised Code of Washington 23A.08.480, and states as follows:

1. The name of the corporation is COVE OVERLOOK PARK ASSOCIATION, incorporated under the laws of the State of Washington.

2. The address of the registered office of the corporation in this state is 1101 N. Western St., Wenatchee, Chelan County, Washington, 98801. The name of the corporation's registered agent in this state is JERRY FLEMING, 1011 N. Western St., Wenatchee, Washington, 98801.

3. The business conducted by the corporation is to operate a condominium home owners association under the laws of the State of Washington.

4. The address of the principal place of business of the corporation in this state is 1011 N. Western St., Wenatchee, Chelan County, Washington, 98801.

5. The names and respective addresses of the directors and officers of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JERRY FLEMING	1011 N. Western St. Wenatchee, WA 98801
DAVE MEHELICH	1335 Sleepy Hollow Rd. Wenatchee, WA 98801

DATED this 28th day of February, 1990.

COVE OVERLOOK PARK ASSOCIATION

By Dave Mehelich
DAVE MEHELICH, President

STATE OF WASHINGTON))
) SS
COUNTY OF CHELAN)

On this 28th day of February, 1990, before me personally appeared DAVE MEHELICH, to me known to be the President of COVE OVERLOOK PARK ASSOCIATION, the corporation that executed the within and foregoing instrument and acknowledged the said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.

NOTARY PUBLIC in and for the
State of Washington,
Residing at Wenatchee.

Commission Expires: 10/19/92

SECRETARY of STATE



1991 NONPROFIT CORPORATION ANNUAL REPORT

Filing Fee -- \$5.00

RETURN TO: CORPORATIONS DIVISION
505 E. UNION
PM-21
OLYMPIA, WA 98504-0419

TRANS LOF	AMOUNT REC'D	DATE REC'D	BY

NAME OF REGISTERED AGENT:

JERRY FLEMING

CORPORATION ACCOUNT #: 2-425344-5

UNIFIED BUSINESS IDENTIFIER #: 601 239 348

CORPORATION NAME AND REGISTERED OFFICE ADDRESS:

COVE OVERLOOK PARK ASSOCIATION
% JERRY FLEMING
1011 N WESTERN STREET
WENATCHEE WA 98801

STATE OF INCORPORATION: WA

ANNUAL REPORT MUST BE COMPLETED AND FILED BY MARCH 1st. FAILURE TO DO SO MAY RESULT IN DISSOLUTION/REVOCAION.
PLEASE COMPLETE ALL SECTIONS. PLEASE TYPE OR PRINT LEGIBLY.

SECTION ONE

If registered agent or address printed above has changed, complete this section. These actions must have been authorized by the Board of Directors.

NEW REGISTERED
OFFICE ADDRESS

(A Post Office box alone cannot be accepted as a registered office address)

NEW REGISTERED
AGENT'S NAME

EFFECTIVE DATE

NEW AGENT'S SIGNATURE (X)

SECTION TWO

ADDRESS OF PRINCIPAL PLACE
BUSINESS IN WASHINGTON

1011 N. Western Wenatchee WA

TELEPHONE NUMBER OF CORPORATION (509) 662-0908

ADDRESS OF FOREIGN CORPORATION'S
PRINCIPAL OFFICE WHEREVER LOCATED

List names and addresses of officers and directors. (If not applicable, write "N/A"). "Same" or "no change" will not be accepted.

PRESIDENT

DAVID MEHELICHA

1335 Sleepy Hollow Rd Wenatchee 98801

V. PRESIDENT

JERRY FLEMING

1011 N. Western Wenatchee 98801

SECRETARY

TREASURER

DAVID MEHELICHA

1335 Sleepy Hollow Rd Wenatchee WA 98801

DIRECTORS

(Attach list, if needed)

SECTION THREE

Briefly describe the affairs the corporation is conducting in the state of Washington Condominium association

Do the affairs listed above differ from those recorded with the Office of the Secretary of State?

YES ☐

NO ☒

If you indicated "Yes", what is the nature of and the reason for the change?

(Corporation may be required to file an amendment to its articles of incorporation if changes are extensive)

SECTION FOUR

Is the corporation a non-stock, nonprofit corporation incorporated under Chapter 24.03 RCW?

YES ☐

NO ☐

UNKNOWN ☐

If you indicated "No", you may skip to Section Five

Has the corporation filed an Internal Revenue Service Form 990 with the IRS?

YES ☐

NO ☐

If you indicated "No", you may skip to Section Five

Date of most recent Form 990 filing, 19

For the year ending / /, 19

Total Revenue as reported on IRS Form 990, Part I, Line 12 (Enter "N/A" if nothing reported to the IRS)

\$

List "Unrelated Business Income" as reported on IRS Form 990-T (Enter "N/A" if nothing reported to the IRS)

\$

SECTION FIVE

If there is no Unified Business Identifier (UBI) number in the space provided in the upper right-hand corner, please list your UBI or Department of Revenue number, if known

(X) *David Mehele*

SIGNATURE OF OFFICER

President

TITLE OF OFFICER

DATE FORM IS SIGNED

Document must be signed by an officer of the corporation. Under state law, an officer is designated as either President, Treasurer, or Secretary. Make checks payable to Secretary of State and return to address listed above.