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Courtesy of Joseph Hall Green Meadows <u>rws@serv.net</u>

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FILED SECRETARY OF STATE SAM REED

07/17/2008

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RESTATED ARTICLES OF INCORPORATION OF WOLF CREEK PROPERTY OWNERS ASSOCIATION

Pursuant to Section 24.06.207 of the Nonprofit Miscellaneous and Mutual Corporations Act, the following constitute the Restated Articles of Incorporation of Wolf Creek Property Owners Association (the "Association"). These Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the Articles of Incorporation as theretofore amended, and the Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto.

ARTICLE I Name

The name of the corporation is WOLF CREEK PROPERTY OWNERS ASSOCIATION (the "Association").

ARTICLE II Duration

The period of duration of the Association shall be perpetual.

ARTICLE III Purposes

The purposes for which the Association is organized is to provide for the mutual benefit of the present and future owners of lots within the plats of Green Meadows, Virginia Hills and Cottonwood Meadows, all located within the Wolf Creek area near Winthrop in Okanogan County, Washington; to develop and provide for the distribution of domestic water and irrigation water; to develop and maintain private road systems, community parks and recreational areas within said plats; to develop, provide and maintain utilities and common facilities for the members of the Association; to enforce restrictive covenants; to administer and supervise the operation of such improvements; and, to provide for the assessments of members to defray the costs of installation, maintenance and operation of such improvements, utilities and facilities.

ARTICLE IV Members

Each person, firm, or entity, which shall acquire title, legal or equitable, by deed or contract of purchase, to any lot within the plat of Green Meadows, Virginia Hills or Cottonwood Meadows, or annexations or extensions thereof, shall automatically become a member of this Association. Holders of title for security purposes only shall not be deemed to be ownership authorizing a membership in this Association. There shall be only one class of membership. Each membership shall be appurtenant to and belong to one lot of real estate and may be transferred with the title to said real estate.

ARTICLE V Stock

This Association shall have no capital stock.

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ARTICLE VI Surplus Funds

Surplus funds of the Association, if any, shall not be distributed to the membership but shall be used solely for the purposes for which this Association is organized.

ARTICLE VII Dissolution

In the event of final dissolution of this Association, any funds or assets remaining after payment of all of the debts and obligations of the Association shall be paid to the members pro rata.

ARTICLE VIII Dissenting Members

No return of any dissenting member shall be required to be made by the Association to such dissenting member and memberships shall have no determinable value separate and apart from the ownership of the land to which said membership is appurtenant.

ARTICLE IX Board of Directors

The affairs of this Association shall be managed by a Board of Directors consisting of seven (7) members. Members of the Board of Directors shall be elected annually by the members of the Association. The officers of the Association shall be a President, Vice-President, Secretary, and Treasurer. The manner of election or appointment, terms of office, qualifications, powers, rights, and duties of the Board of Directors and officers shall be set forth in the bylaws of this Association.

ARTICLE X Nonprofit

This Association shall not engage in any business, trade, avocation, or profession for profit.

ARTICLE XI Voting

Each member whose assessments levied by the Association are fully current and paid is entitled to one vote for each lot owned in said subdivision, however, joint ownership shall not entitle members to more votes than if each lot was owned by a single member.

ARTICLE XII Assessments

The Board of Directors shall have the power to levy against every lot in said subdivision an assessed annual charge to cover the Association's actual and estimated costs and expenses of performing its functions and obligations under the Declaration of Covenants, these Articles of Incorporation or the bylaws, including the payment of real estate taxes for common areas and common area improvements. Assessments will be levied against the property and become a lien if not paid. Notwithstanding anything herein to the contrary, expenses incurred by the Association in the maintenance of its properties and in the furthering and promoting of its purposes shall be borne proportionately by all lot owners, as herein provided excluding Developer insofar as it retains title to any unsold lots within the said subdivision.

ARTICLE XIII Amendments

These Articles of Incorporation may be amended upon the affirmative vote of two-thirds $(2/3^{rds})$ of the members of the Association, subject to any mandatory contrary provision of state law.

These Restated Articles of Incorporation were adopted at a meeting of the Board of Directors held on July 10, 2008, receiving a vote of a majority of the directors in office.

DATED the 10th day of July, 2008.

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Wolf Creek Property Owners Association

By: Name: Title: