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FILED
STATE OF WASHINGTON
AUG 08 1991
RALPH MUNRO
SECRETARY OF STATE

ARTICLE OF INCORPORATION

OF

CLEARIDGE HOMEOWNER'S ASSOCIATION

The undersigned, for the purpose of forming a corporation under the nonprofit laws of the State of Washington, RCW 24.03, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be CLEARIDGE HOMEOWNER'S ASSOCIATION.

ARTICLE II

The term of existence shall be perpetual.

ARTICLE III

The purpose for which the corporation is organized are as follows:

To administer the Declarations of Covenants, Conditions and Restriction for Clearidge Homeowner's Association as recorded under Skagit County Auditor's Receiving No. 7911280008, and any and all other matters pertaining to that real property situated in Skagit County commonly known as Lots 1 through 129 and tract 999, Plat of Clearidge Division No. 1 as per plat recorded in Volume 12 of Plats, pages 76 to 79, inclusive, records of Skagit County, Washington. Also Lots 130 through 199, Plat of Clearidge Division No. 2 as per plat recorded in Volume 13 of Plats, pages 57 to 59, inclusive, records of Skagit County, Washington. The corporation shall have all of those powers enumerated in Title 24.03 of the Revised Code of Washington: Corporations and Associations (Non-profit) and any amendments thereto.

ARTICLE IV

The name of the Registered Agent of the corporation is JAMES A. KINSHELLA.

ARTICLE V

The street address of the Registered Office, which is also the address of the Registered Agents, is as follows:

P.O. Box 319
500 Pacific Avenue
Bremerton, Washington 98310

ARTICLE V

There shall be three directors serving as the initial Board of Directors. Their names and addressed are as follows:

1. CAROLYN BROWER 9436 Misery Point Road NW
Seabeck, Washington 98380
2. JAMES A. KINSHELLA 8210 Autumn Hills Place NE
Bremerton, Washington 98310
3. BRUCE G. MARTIN 3650 NE Sulphur Springs Lane
Bremerton, Washington 98310

ARTICLE VI

In the event of dissolution of the corporation, the net assets are to be disbursed as follows:

Equally to the members of the Clearidge Homeowner's Association based upon the number of lots owned by the member and dues paid by the member. One lot with paid dues shall be considered one equal portion.

ARTICLE VII

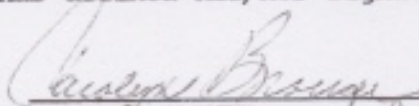
The names and addresses of each incorporators is as follows:

CAROLYN BROWER
9436 Misery Point Road NW
Seabeck, Washington 98380

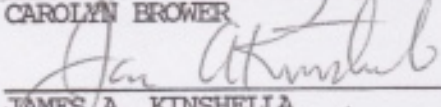
JAMES A. KINSHELLA
8210 Autumn Hills Place NE
Bremerton, Washington 98310

BRUCE G. MARTIN
3650 NE Sulphur Springs Lane
Bremerton, Washington 98310

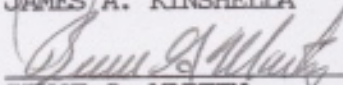
IN WITNESS WHEREOF each incorporator has affixed his/her signature on this 6th day of August, 1991.



CAROLYN BROWER



JAMES A. KINSHELLA

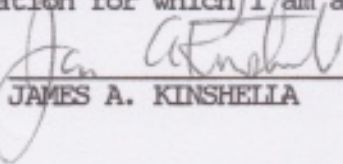


BRUCE G. MARTIN

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, JAMES A. KINSHELLA, hereby consent to serve as Registered Agent, in the State of Washington, for the corporation herein named. I understand that as agent for the corporation, it will be my responsibility to accept Service of Process in the name of the corporation; to forward corporate license renewal mailings to the corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation or of any change in the Registered Office address of the corporation for which I am agent.

8/6/91
Date



JAMES A. KINSHELLA