

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **Sam Reed**, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

certificate that the attached is a true and correct copy of

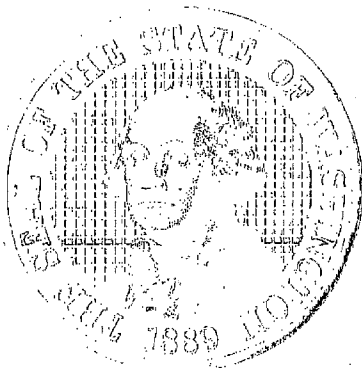
ARTICLES OF INCORPORATION

of

KAHLER GLEN MAINTENANCE ASSOCIATION

as filed in this office on November 20, 1989.

Date: December 6, 2010



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

Sam Reed, Secretary of State



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

KAHLER GLEN MAINTENANCE 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: 601 214 246

Date: November 20, 1989.

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

Ralph Munro, Secretary of State

601 214 246

00111 NOV 27 89

FILED
NOV 20 1989 *[Signature]*

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF INCORPORATION
(Non-Profit Corporation)

OF

KAHLER GLEN MAINTENANCE ASSOCIATION

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

ARTICLE I

NAME

The name of this Corporation shall be:

KAHLER GLEN MAINTENANCE ASSOCIATION

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to enforce protective covenants for the benefit of the Corporation and its members, to maintain certain utilities and amenities, and to 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.

and to engage in all other activities allowed under RCW 24.03.015.

ARTICLE III

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Washington shall be:

317 North Mission
Wenatchee, WA 98801

The name of the initial registered agent of this Corporation at that address shall be:

Jeffers, Danielson, Sonn & Aylward, P.S.

ARTICLE V

BOARD OF DIRECTORS

Except as provided in the Corporation's Bylaws or the "Protective Covenants of Kahler Glen" recorded in Book 919, Page 1950 of the records of the Auditor of Chelan County, Washington (the "Protective Covenants"), the powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction

initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws of the Corporation.

ARTICLE VI

DIRECTORS - NAMES AND ADDRESSES

The name and address of the initial Director who shall hold office until his successor has been duly elected or appointed and has qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Glenn Week	20890 Kahler Drive Leavenworth, WA 98826
Randal Pelton	2718 Sunset Highway East Wenatchee, WA 98801
Del Herring	20890 Kahler Drive Leavenworth, WA 98826

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Street Address</u>
Glenn Week	20890 Kahler Drive Leavenworth, WA 98826

ARTICLE VIII

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, distribute the remaining

Articles of Incorporation 3

assets of the Corporation to the Corporation's members, pro rata according to their voting interest, as tenants in common.

ARTICLE IX

MEMBERS; VOTING RIGHTS;
CUMULATIVE VOTING NOT ALLOWED

The owners of all or any part of the following described real property located in Chelan County, Washington shall be members of the Corporation:

The Southwest quarter of the Northeast quarter of Section 33, Township 27 North, Range 17 E.W.M., Chelan County, Washington.

Natural persons, partnerships, corporations, trusts, or other lawful business entities may own or have ownership interest in such property.

The voting rights of members shall be based upon the number of acres owned, as determined by the Board of Directors. There shall be one vote per acre or a fraction of a vote for each fraction of an acre owned. For condominium owners, the owner of one unit of an eight unit condominium would have voting power equal to one-eighth (1/8) of the acreage of the condominium project.

Each member entitled to vote at any election for directors shall have the right to vote his or her interest, in person or by proxy, for as many persons as there are directors to be elected, but no shareholder shall be entitled to cumulate his votes.

Except as otherwise provided in these Articles, the conditions and regulations of membership and the rights and other privileges of membership shall be determined and fixed by the Corporation's bylaws and the Protective Covenants.

ARTICLE X

COMPENSATION

The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

ARTICLE XI

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 which involve intentional misconduct by the director or a knowing violation of law by the director, (ii) for conduct violating Section 24.03.127 of the Washington Nonprofit 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 Nonprofit 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 Nonprofit Corporation Act, as so amended.

ARTICLE XII

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 expenses 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 incorporator has signed these Articles of Incorporation at Wenatchee, Washington, for the uses and purposes aforesaid, on October 9th, 1989.

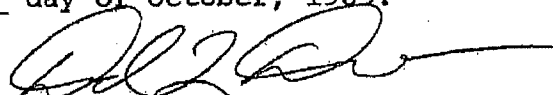


Glenn Weeks, Incorporator

STATE OF WASHINGTON)
) ss.
COUNTY OF CHELAN)

I CERTIFY that I know or have satisfactory evidence that Glenn Weeks signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

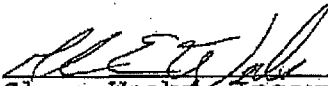
DATED this 9th day of October, 1989.



NOTARY PUBLIC for the State of
Washington.
My appointment expires 3/6/92


DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
FOR
KAHLER GLEN MAINTENANCE ASSOCIATION

Pursuant to RCW Section 24.03.050, Kahler Glen Maintenance Association having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 20890 Kahler Drive, Leavenworth, WA 98826, has named Jeffers, Danielson, Sonn & Aylward, P.S., located thereat as its registered agent to accept service of process within this State.

By: 
Glenn Weeks, Incorporator

The undersigned hereby consents to serve as Registered Agent, in the State of Washington, for the corporation herein named. As agent for the corporation, it shall be the responsibility of the undersigned 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 the undersigned's resignation or of any change in the registered office address of the corporation.

JEFFERS, DANIELSON, SONN & AYLWARD, P.S.

By: 
Donald L. Dimmitt, Vice-President

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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **Sam Reed**, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

certificate that the attached is a true and correct copy of

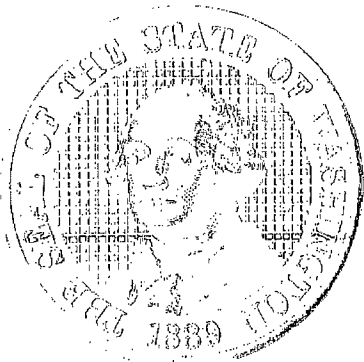
ARTICLES OF AMENDMENT

of

KAHLER GLEN MAINTENANCE ASSOCIATION

as filed in this office on February 13, 1990.

Date: December 6, 2010



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

Sam Reed, Secretary of State



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 AMENDMENT

to

KAHLER GLEN MAINTENANCE ASSOCIATION

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

Adding to the Second Paragaraph of Article IX

Corporation Number: 601 214 246

Date: February 13, 1990

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

Ralph Munro, Secretary of State

FEB 13 1990

SECRETARY OF STATE
STATE OF WASHINGTON

ARTICLES OF AMENDMENT OF
KAHLER GLEN MAINTENANCE ASSOCIATION,
A Non-Profit Corporation

Pursuant to the provisions of RCW 24.03 of the Washington Nonprofit Corporation Act, the following Articles of Amendment to Articles of Incorporation are submitted for filing.

ARTICLE I

The name of the Corporation is KAHLER GLEN MAINTENANCE CORPORATION.

ARTICLE II

The following sentence is hereby added to the second paragraph of Article IX of the Articles of Incorporation:

No voting rights shall be attributable to the ownership of garage condominium units.

ARTICLE III

These Articles of Amendment were adopted pursuant to a Consent in Writing signed on January 26, 1990, by the partners of Kahler Glen, a Washington general partnership. Said Partnership is the sole member of the Corporation.

DATED January 26, 1990.

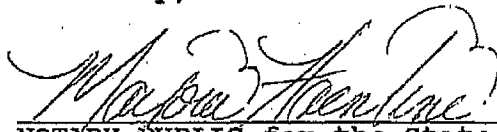
KAHLER GLEN MAINTENANCE ASSOCIATION

By 
Glen Week, President

STATE OF WASHINGTON)
) ss.
COUNTY OF CHELAN)

I CERTIFY that I know or have satisfactory evidence that Glen Week signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the President of Kahler Glen Maintenance Association to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED this 26th day of January, 1990.


NOTARY PUBLIC for the State of
Washington.

My appointment expires 2-7-91

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **Sam Reed**, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

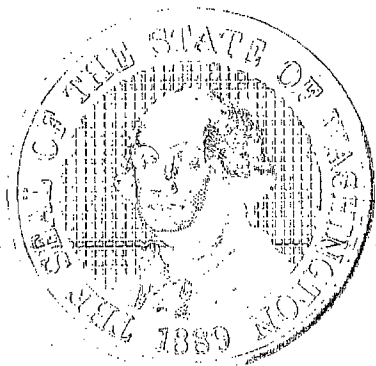
of

KAHLER GLEN MAINTENANCE ASSOCIATION

Changing name to KAHLER GLEN COMMUNITY ASSOCIATION

as filed in this office on June 14, 2000.

Date: December 6, 2010



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

Sam Reed, Secretary of State



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

ARTICLES OF MERGER

to

KAHLER GLEN MAINTENANCE ASSOCIATION

a Washington Non Profit corporation,

were filed for record in this office on the date indicated below.

Merging **KAHLER GLEN BACK NINE MAINTENANCE ASSOCIATION** into **KAHLER GLEN MAINTENANCE ASSOICATION**; and Changing name to **KAHLER GLEN COMMUNITY ASSOCIATION**

UBI Number: 601 214 246

Date: June 14, 2000



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

Ralph Munro, Secretary of State 2005-7

JUN 14 2000

RALPH MUNRO
SECRETARY OF STATE

**ARTICLES OF MERGER OF
KAHLER GLEN BACK NINE MAINTENANCE ASSOCIATION
INTO KAHLER GLEN MAINTENANCE ASSOCIATION**

Pursuant to RCW 24.03.200, Kahler Glen Maintenance Association and Kahler Glen Back Nine Maintenance Association have executed in duplicate, these Articles of Merger.

1. The Plan of Merger as approved by the Board of Directors and the Members of both Kahler Glen Maintenance Association and Kahler Glen Back Nine Maintenance Association, are attached hereto, as Exhibit "A" and incorporated herein by this reference.
2. The Members of Kahler Glen Maintenance Association have voting rights and at a meeting duly called and held on August 28, 1999, a quorum was present at such meeting and the Plan of Merger received at least two-thirds of the votes which Members present at such meeting, or represented by proxy, were entitled to cast.
3. The Members of Kahler Glen Back Nine Maintenance Association have voting rights and at a meeting duly called and held on August 28, 1999, a quorum was present at such meeting and the Plan of Merger received at least two-thirds of the votes which Members present at such meeting, or represented by proxy, were entitled to cast.
4. Duplicate originals of these Articles of Merger shall be delivered to the Secretary of State of the state of Washington and such merger shall be effective when filed by the Secretary of State.

DATED this 6th day of May 2000.

KAHLER GLEN MAINTENANCE
ASSOCIATION

By Mason Britton

KAHLER GLEN BACK NINE
MAINTENANCE ASSOCIATION

By [Signature]

Articles of Merger

Val: 06/14/2000 - 135017
\$60.00 on 06/14/2000
Check - 06/12/2000 - 44554

**PLAN OF MERGER
PURSUANT TO RCW 24.03.186
AND
AMENDMENT OF ARTICLES OF INCORPORATION
PURSUANT TO RCW 24.03.210(6)**

THIS AGREEMENT between KAHLER GLEN MAINTENANCE ASSOCIATION, a Washington non-profit corporation ("Kahler Glen") and KAHLER GLEN BACK NINE MAINTENANCE ASSOCIATION, a Washington non-profit corporation ("Back Nine"), is effective as provided herein.

RECITALS

A. Kahler Glen is composed of Members in a designated area as set out in its Articles of Incorporation and has certain rights in regards to road access, water, sewer, and other amenities.

B. Back Nine is composed of Members in a designated area as set out in its Articles of Incorporation and has certain rights in regards to road access, water, sewer, and other amenities.

C. Kahler Glen and Back Nine believe it is to their mutual best interests to be combined by merger into one corporation.

D. It is the desire of the parties to have Back Nine merged into and become part of Kahler Glen so as to have their rights and obligations unified in one corporation.

THEREFORE, IT IS HEREBY AGREED:

I. TERMS OF MERGER

Back Nine will merge into and become part of Kahler Glen and Kahler Glen shall thereupon and thereafter possess all the rights, privileges, immunities of Back Nine, all as further described in RCW 24.03.210(4). From and after the merger, Kahler Glen shall then be responsible and liable for all of the liabilities and obligations of Back Nine, all as set forth in RCW 24.03.210(5). From and after the effective date of this merger, the Articles of incorporation of Kahler Glen Maintenance Association, as amended hereby, and the Bylaws of Kahler Glen Maintenance Association shall be the Articles and Bylaws, respectively, of Kahler Glen.

II. MEMBERS

The Members of Kahler Glen who are entitled to vote on this Plan of Merger and be Members of Kahler Glen from and after the merger are those owners of all or any part of the following described real property:

Located in Chelan County, Washington, the southwest quarter of the northeast quarter of Section 33, Township 27 North, Range 17, E.W.M.

The Members of Back Nine who are entitled to vote on this Plan of Merger and be Members of Kahler Glen following the merger, are those owners of all or any part of the following described real property:

Located in Chelan County, Washington, described as all of Kahler Glen Phase III, according to the plat thereof, recorded in Volume 24 of Plats, page 39, Chelan County, Washington, and all of Kahler Glen Phase IV, according to the plat thereof, recorded in Volume 25 of Plats, pages 18-23, Chelan County, Washington.

The Members of Kahler Glen, from and after the merger, may be natural persons, partnerships, corporations, trusts, or other lawful business entities who own or have ownership interest in such properties.

III. VOTING RIGHTS

The voting rights of the Members of Kahler Glen and of Back Nine respectively, for purposes of approval of this Agreement, and for all purposes from and after the merger, shall be based upon the number of acres in the real property described in Article II hereof (the "Property"), owned by a Member, as determined by the Board of Directors. There shall be one vote per acre or a fraction of a vote for each fraction of an acre of the Property owned. For condominium owners, the owner of one unit of an eight-unit condominium, shall have voting power equal to one-eighth of the acreage of the condominium project, provided; however, no voting rights shall be attributable to the ownership of garage condominium units.

IV. AUTHORIZATION; BOARD OF DIRECTORS

As evidenced by the signatures affixed hereto, the Board of Directors of Kahler Glen, has approved this Plan of Merger and has agreed to provide all timely notifications to the Kahler Glen Members of a copy of Such resolution approving the proposed Plan and directing it be submitted to a vote at

a meeting of the Members having voting rights, which may be a special meeting, which notice shall contain a printed notice setting forth this proposed Plan, and notifying the Members that this Plan of Merger shall be adopted by Kahler Glen upon receiving at least two-thirds of the vote of the Members present at such meeting, or represented by proxy.

As evidenced by the signatures affixed hereto, the Board of Directors of Back Nine, has approved this Plan of Merger and has agreed to provide all timely notifications to the Back Nine Members of a copy of such resolution approving the proposed Plan and directing it be submitted to a vote at a meeting of the Members having voting rights, which may be a special meeting, which notice shall contain a printed notice setting forth this proposed Plan, and notifying the Members that this Plan of Merger shall be adopted by Back Nine upon receiving at least two-thirds of the vote of the Members present at such meeting, or represented by proxy.

V. EFFECTIVE DATE

As set out in RCW 24.03.195, this Agreement shall become effective following the affirmative vote of at least two-thirds of the votes of the Members of Kahler Glen, the affirmative votes of at least two-thirds of the votes of the Members of Back Nine, and upon the filing of the Articles of Merger with the Secretary of State of the state of Washington.

VI. AMENDMENT TO ARTICLES OF INCORPORATION

Effective upon the affirmative vote of each of the Members of Kahler Glen and Back Nine and the filing of the Plan of Merger and the Articles of Amendment with the Secretary of State, state of Washington, the Articles of Kahler Glen Maintenance Association shall be amended as follows:

Article I Name

The name of this Corporation shall be Kahler Glen
Community Association.

The Corporation's Articles, Article IX, the first paragraph but only the first paragraph of Article IX, is amended to read as follows:

Article IX

Members; Voting Rights; Cumulative Voting Not Allowed

The owners of all or any part of the following described real property located in Chelan County, Washington, shall be Members of the Corporation:

The southwest quarter of the northeast quarter of Section 33, Township 27 North, Range 17 E.W.M.; and

All of Kahler Glen Phase III, according to the Plat thereof, recorded in Volume 24 of Plats, page 39, Chelan County, Washington; and

All of Kahler Glen Phase IV, according to the Plat thereof, recorded in Volume 25 of Plats, page 18-23, Chelan County, Washington.

Natural persons, partnerships, corporations, trusts, or other lawful business entities may own or have ownership interest in such property.

In all other regards, the Articles of Kahler Glen Maintenance Association shall remain in full force and effect.

VII. MISCELLANEOUS

The Recitals are a part of this Agreement. This Agreement shall be construed in accordance with the laws of the state of Washington.

EXECUTED in Chelan County, Washington, on the date set out below.

KAHLER GLEN MAINTENANCE
ASSOCIATION

Marcia Britton

Bob R. Turner

Frank May

Leslie H. H. H.

Delores L. Myers

Francis B. Calf

Olivera Broker

Constituting all of the Board of Directors
of Kahler Glen Maintenance Association

KAHLER GLEN BACK NINE
MAINTENANCE ASSOCIATION

Richard P. Pflanz

Richard Pflanz

John Ost

Lisa Amundson

Lee Stab

David M. Reynolds

David M. Reynolds

Constituting all of the Board of Directors
of Kahler Glen Back Nine Maintenance
Association