
**ARTICLES OF INCORPORATION
FOR
THE ESTATES OF BRADLEY PARK
HOME OWNER'S ASSOCIATION**

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602-205-557

**ARTICLES OF INCORPORATION
OF
THE ESTATES OF BRADLEY PARK
HOME OWNER'S ASSOCIATION**

PMD CONSTRUCTION LLC, a Washington limited liability company, for the purpose of forming a nonprofit corporation under Chapter 24.03 of the Revised Code of Washington, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be THE ESTATES OF BRADLEY PARK HOME OWNER'S ASSOCIATION, hereinafter referred to as the "Association."

ARTICLE II

DURATION

The period of duration of the Association shall be perpetual.

ARTICLE III

PURPOSES

The Association is organized exclusively as a homeowners' association within the meaning of Section 528 of the Internal Revenue Code of 1986 (or the corresponding provision of any future U.S. Internal Revenue law). This Association does not contemplate pecuniary gain or profit to its members.

The specific purposes, for which this Association is formed, are to provide for maintenance, preservation, and architectural control of the buildings, grounds, and Common Areas of certain property in Pierce County, Washington (the "Property"), referred to as The Estates of Bradley Park.

The Property is subject to a Declaration of Covenants, Conditions and Restrictions and Reservation of Easements (the "Declaration") which was recorded on June 6, 2001 under Pierce County Auditor's No. 200106060735 and which authorizes the formation of the Association. The Property is referred to in the Declaration as The Estates of Bradley Park. The Association shall promote

the health, safety, and welfare of the residents within the Property, all in accordance with the provisions of the Declaration.

ARTICLE IV

POWERS

Without limiting the foregoing, the Association shall have the authority to exercise any powers conferred by the Declaration or Bylaws as currently enacted or hereafter amended or superseded; exercise all other powers that may be exercised in this state for the same type of corporation as the Association; and, exercise any other powers necessary and proper for the governance and operation of the Association.

ARTICLE V

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by eighty percent (80%) of the votes in the Association that are allocated. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is not accepted, or in the event that there is not an appropriate public agency, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Association is: 3077 , 20th Street East, Fife, Washington 98424. The name of the registered agent at that address is PMD CONSTRUCTION LLC, Attention: Scott Griffin.

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ARTICLE VII

MANAGEMENT

The affairs of the Association shall be managed by a Board of Directors. The right to make, alter, or repeal the Bylaws of the Association is reserved to the Board of Directors as set forth in the Bylaws.

ARTICLE VIII

DIRECTORS

The number of Directors constituting the initial Board of Directors of the Association is three (3), and the name and address of the persons who are to serve as Directors until the first annual meeting of the members or until their successors are elected and qualified is as follows:

J. Scott Griffin, Jr.
Anthony Glavin
Howard Talbitzer
3077 20th Street East, Suite D
Fife, WA 98424

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the Directors shall be prescribed in the Bylaws.

ARTICLE IX

LIMITATION OF DIRECTOR LIABILITY

A Director of the Association shall not be personally liable to the Association or its members 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; or, (ii) 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 is amended to authorize corporate actions further eliminating or limiting the personal liability of Directors, then the liability of a Director of the Association shall be eliminated or limited to the fullest extent permitted by the Washington Nonprofit Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the Members of the Association shall not adversely affect any right or protection of a Director of the Association existing at the time of such repeal or modification.

ARTICLE X

INDEMNIFICATION OF DIRECTORS & OFFICERS

The Association shall indemnify its Directors and Officers against all liability, damage, and expenses arising from or in connection with service as Directors and Officers with this Association to the maximum extent and under all circumstances permitted by law.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator is PMD CONSTRUCTION LLC, 3077 , 20th Street East, Fife, Washington 98424.

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ARTICLE XII

EARNINGS

No part of the net earnings of the Association shall inure to the benefit of any Member or other individual other than by acquiring, constructing, or providing management, maintenance, and care of Association property, and other than by a rebate of excess membership dues, fees, or assessments.

ARTICLE XIII

MEMBERS

Every Owner of a Lot shall be a member of this Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment. Natural persons, partnerships, corporations, trusts, or other lawful business entities may own or have an ownership interest in a Lot.

ARTICLE XIV

AMENDMENT

These Articles may be amended by the assent of sixty-seven percent (67%) of the entire membership; provided, however, that the Board of Directors shall have the authority to appoint a new registered agent, and the Directors shall be appointed as stated in the Bylaws.

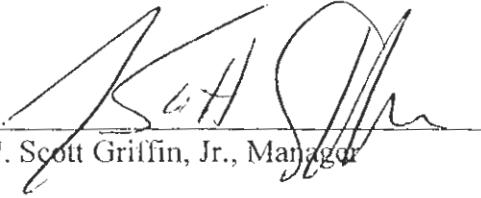
ARTICLE XV

TERMS

The terms used in these Articles of Incorporation shall have the same meaning as in the Declaration.

IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Washington, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 13th day of May, 2002.

PMD CONSTRUCTION LLC, a
Washington limited liability company

By: 
J. Scott Griffin, Jr., Manager

STATE OF WASHINGTON)
) ss.
COUNTY OF PIERCE)

On this 13th day of May, 2002 before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared J. Scott Griffin, Jr., to me known to be the Manager of PMD CONSTRUCTION LLC, a limited liability company, that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said company, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument.

WITNESS my hand and official seal hereto affixed the day and year first above written.



A handwritten signature of "Betty Stringham" in cursive script.

(Type/Print name)

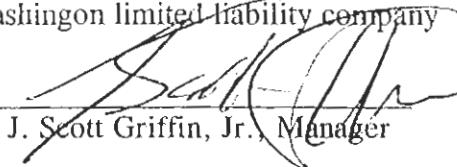
Notary Public in and for the State of Washington,
Residing at Tacoma.
My Appointment Expires: 2-15-08.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

PMD CONSTRUCTION LLC, a Washington limited liability company does hereby consent to serve as Registered Agent for the Estates of Bradley Park Home Owner's Association, a Washington nonprofit corporation. It understands that as agent for the corporation, it will be responsible 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 its resignation or of any changes in the registered office address of the corporation for which it is agent.

DATED this 13th day of May, 2002.

PMC CONSTRUCTION LLC, a
Washington limited liability company

By 
J. Scott Griffin, Jr., Manager

Registered Office Address:
3077 - 20th Street East, Suite D
Fife, WA 98424
Attention: Scott Griffin