

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, KIM WYMAN, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

BOUNDARY VIEW ESTATES OWNERS ASSOCIATION

a/an WA Miscellaneous and Mutual. Charter documents are effective on the date indicated below.

Date: 2/25/2015

UBI Number: 603-481-300



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

Handwritten signature of Kim Wyman in blue ink.

Kim Wyman, Secretary of State

Date Issued: 2/27/2015

FILED
SECRETARY OF STATE

February 25, 2015

STATE OF WASHINGTON

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ARTICLES OF INCORPORATION
OF

BOUNDARY VIEW ESTATES OWNERS ASSOCIATION

603 481 300

The undersigned hereby executes the following Articles of Incorporation for the purpose of forming a corporation under the Washington Nonprofit Miscellaneous and Mutual Corporation Act (Revised Code of Washington, Chapter 24.06).

ARTICLE I

Name

The name of this Corporation is BOUNDARY VIEW ESTATES OWNERS ASSOCIATION.

ARTICLE II

Period of Duration

This Corporation shall have a period of duration which is perpetual.

ARTICLE III

Purpose and Powers

3.1. General Purpose. This Corporation is organized to manage and self-govern a real property subdivision (the "Community") known as "BOUNDARY VIEW ESTATES", Point Roberts, Washington, pursuant to the terms and conditions of that certain DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR BOUNDARY VIEW ESTATES which has been recorded in the office of the Auditor for Whatcom County, Washington at Auditor's File No. 920929030, and any amendments thereto which have been or will be recorded, (collectively "the Covenants"); and to engage in any other lawful business for which corporations may be formed under the Washington Nonprofit Miscellaneous and Mutual Corporation Act, RCW 24.06, not inconsistent with the Covenants and the Homeowners Association Act.

3.2. Specific Purposes - Successor to Unincorporated Association. This Corporation is further organized to assume and succeed to all rights, responsibilities and legal obligations, without limitation, accruing to and/or owed by the unincorporated association identified in the Plat of Boundary View Estates in the office of the Auditor for Whatcom County, Washington at Auditor's File No. 920929028, known as "Boundary View Estates Owners Association, but previously known, variously, as "Boundary View Estates Community Association", "Boundary View Estates Neighborhood Association", and "Boundary View Estates Homeowners Association", each of which

names has been used to refer to the homeowners association for the Community prior to this incorporation.

3.3. Powers. Except to the extent expressly prohibited by the Covenants, this Corporation shall have all powers granted to homeowners associations pursuant to the Homeowners' Association Act, RCW 64.38, or any successor statute.

ARTICLE IV Membership and Voting

This Corporation shall have Members of a single class. The relative rights and responsibilities of each Member shall be as follows:

4.1. Qualification. Each fee Owner (including Declarant), or real estate contract vendee of a Lot in the Community, shall be a Member of the Association. Ownership of a Lot shall be the sole qualification for membership in the Association, and the membership of the Association at all times shall consist exclusively of all the Lot Owners.

4.2. Transfer of Membership. The Association membership of each Lot Owner (including Declarant) shall be appurtenant to the Lot giving rise to such membership, and shall not be assigned, transferred, pledged, hypothecated, conveyed or alienated in any way except upon the transfer of title to said Lot and then only to the transferee of title to such Lot. Any attempt to make a prohibited transfer shall be void. Any transfer of title to a Lot shall operate automatically to transfer the membership in the Association appurtenant thereto to the new Owner thereof.

4.3. Voting. Each Member shall be entitled to one vote for each Lot owned by such Member on each matter submitted to a vote of the Members. A Member may vote in person or by mail or by proxy executed in writing by the Member or by his duly authorized attorney-in-fact; PROVIDED, that no proxy shall be valid for more than eleven months from the date of its execution unless otherwise specified in the proxy. Whenever a vote of the membership is to be taken for any purpose, such vote may be taken by mail, if the name of each candidate and the text of each proposal to be so voted upon are set forth in a writing accompanying or contained in the notice of the meeting. Persons voting by mail shall be deemed present for all purposes.

ARTICLE V Notice of Members' Meetings

Except as hereinafter provided, notice of any meeting of the Members of the Association shall be given not less than fourteen (14) nor more than sixty (60) days in advance of the meeting. Notice of regularly scheduled Members' meetings (other than the annual meeting) may be given by providing each Member with the adopted schedule of regular meetings for the ensuing year at any time after the annual meeting. Special meetings of the Members may be called at any time for the

purpose of considering matters which by the terms of the Homeowners' Associations Act or the Covenants require the approval of all or some of the Members, or for any other reasonable purpose. Such meetings shall be called by written notice by the Secretary upon the decision of the President, or after request signed by a majority of the Board, or by written request by the Members having that percentage of the total votes specified in the Bylaws.

ARTICLE VI
No Capital Stock

This Corporation shall not be authorized to issue capital stock of any kind.

ARTICLE VII
Board of Directors

7.1. Initial Directors: The initial Board of Directors of this Corporation consists of three (3) Directors, who shall serve until the election and qualification of their successors. The names and addresses of such Directors are as follows:

Dave Armstrong	2118 Whalen Drive Point Roberts, WA 98281
Victor Riley	2125 Whalen Drive Point Roberts, WA 98281
Gerald Neufeld	2110 Whalen Drive Point Roberts, WA 98281

7.2. Number of Directors. The number of Directors constituting the Board of Directors of this Corporation may be increased or decreased from time to time in the manner specified in the Bylaws of this Corporation.

7.3. Power and Authority; Limitations. Except as may be provided in the Covenants, the Board of Directors shall act in all instances on behalf of the Corporation. The Board of Directors shall not, however, act on behalf of the Corporation to take any action that requires the vote or approval of the Members, or to terminate the association, to elect members of the Board of Directors, or to determine the qualifications, powers, duties, or terms of office of members of the Board of Directors; but the Board of Directors may fill vacancies in its membership for the unexpired portion of any term.

7.4. Removal. Any Director may be removed with or without cause by a majority vote of the voting power present, in person or by proxy, and entitled to vote at any meeting of the Members of the Corporation at which a quorum is present.

ARTICLE VIII
Director Liability - Duty of Care

Provisions addressing the duty of care owed by a Director, and the liability of a Director to the Corporation or its members shall be prescribed in the Bylaws.

ARTICLE IX
Indemnification

The Corporation shall indemnify its Directors against all liability, damage, or expense resulting from the fact that such person is or was a Director. Provisions for indemnification shall be prescribed in the Bylaws.

ARTICLE X
Distributions of Surplus Funds

If and whenever the Board of Directors determines that the Corporation has accumulated more funds than are necessary to accommodate the Corporation's current and anticipated needs, including the funding of reserves to meet contingencies, the Corporation may distribute all or any portion of such excess, as determined by the Board of Directors, equally to all Members or in such other proportions as may be authorized by the Covenants, subject to set-off for any amounts owed by any Member(s) to the Corporation, or credit the surplus, *pro rata*, to the accounts of such members to reduce their future assessment obligations.

ARTICLE XI
Distributions upon Dissolution

Upon dissolution or final winding up of this Corporation under the laws of the State of Washington, all of its assets remaining after payment of creditors will be distributed, or sold and the sales proceeds distributed, to the Members of this Corporation equally, subject to set-off for any amounts owed by any Member(s) to the Corporation. e

ARTICLE XII
Limitation on Dissenter's Rights

If, as permitted under applicable law, any Member of this Corporation dissents from (a) any plan of merger or consolidation to which this Corporation is a party; (b) any sale or exchange of all (or substantially all) of the property and assets of this Corporation not made in the usual and regular course of its business (including a sale in dissolution); (c) any amendment to the Articles of Incorporation which changes voting or property rights of Members other than by changing the number of memberships; or (d) any amendment to these Articles of Incorporation which reorganizes the Corporation under the provisions of RCW 24.06, then such Member's rights shall be governed by that statute, in which case a member may be limited to a return of less than the fair value of the member's shares of membership.

ARTICLE XIII
Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in any manner now or hereafter permitted by statute if not inconsistent with provisions of the Homeowners' Association Act, the Covenants, the land use ordinance of or any development plan approved by any governmental entity of appropriate jurisdiction. Any lawful amendment to the Covenants adopted hereafter shall be deemed to have amended these Articles of Incorporation to the extent necessary to effectuate the intent and purpose of such amendment to the Covenants, without the necessity of formally amending these Articles. All rights of Members of the Corporation and all powers of Directors of the Corporation are granted subject to this reservation.

ARTICLE XIV
Incorporator

The name and address of the incorporator of this Corporation is as follows:

Hugh Lewis

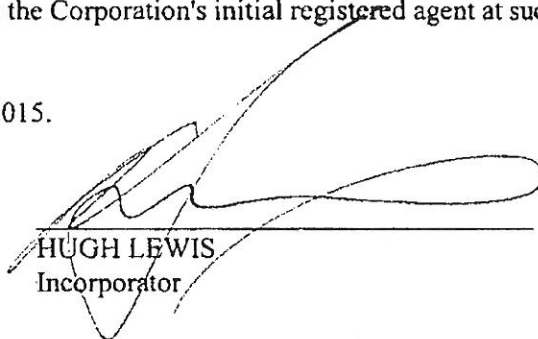
2200 Rimland Drive, # 115
Bellingham, WA 98226-6639

ARTICLE XV
Registered Office and Agent

15.1. Registered Office. The street address of this Corporation's initial registered office is 2200 Rimland Drive, Suite 115, Bellingham, WA 98226-6639.

15.2. Registered Agent. Hugh Lewis is the Corporation's initial registered agent at such office.

DATED this 20th day of February, 2015.

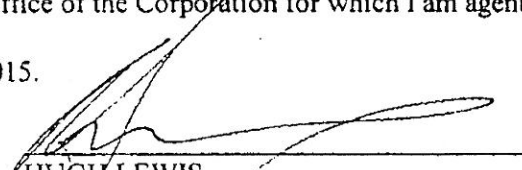


HUGH LEWIS
Incorporator

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, HUGH LEWIS, hereby consent to serve as registered agent, in the State of Washington, for the following Corporation: BOUNDARY VIEW ESTATES OWNERS ASSOCIATION. 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 all mail and license renewals to the appropriate officer(s) of the Corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the Corporation for which I am agent.

DATED this 20th day of February, 2015.



HUGH LEWIS
2200 Rimland Drive, Suite 115
Bellingham, WA 982256-6639



SOS

Office of the Secretary of State
Corporations & Charities Division

James M. Dolliver Building
801 Capitol Way South • PO Box 40234
Olympia, WA 98504-0234
Tel: 360.725.0377
www.sos.wa.gov/corps

Congratulations:

You have completed the initial filing to create a new business entity. **The next step in opening your new business is to complete a Business License Application.** You may have completed this step already. The Business License Application can be completed online or downloaded at: <http://www.bls.dor.wa.gov>.

If you have any questions about the Business License Application, or would like a Business License Application package mailed to you, please call Business License Services at 1-800-451-7985.

HUGH LEWIS
2200 RIMLAND DR #115
BELLINGHAM, WA 98226

IMPORTANT

You have completed the initial filing to create a new entity. To keep your filing status active and avoid administrative dissolution, you must:

1. **File an Annual Report** and pay the annual license fee each year before the anniversary of the filing date for the entity. A notice to file your annual report will be sent to your registered agent. It is the corporation or LLC's responsibility to file the report even if no notice is received.
2. **Maintain a Registered Agent** and registered office in this state. You must notify the Corporations Division if there are any changes in your registered agent, agent's address, or registered office address. Failure to notify the Corporations Division of changes will result in misrouted mail, and possibly administrative dissolution.

If you have questions about report and registered agent requirements, please contact the Corporations Division at 360-725-0377 or visit our website at: <http://www.sos.wa.gov/corps>.