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FILED
STATE OF WASHINGTON
JUL 17 1990
RALPH MUNRO
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF UPLAKE NEIGHBORHOOD ASSOCIATION

THE UNDERSIGNED, acting as the incorporator of a non-profit corporation under the provisions of the Washington non-profit corporation act (RCW 24.03) adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of this corporation is Uplake Neighborhood Association.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The object and purposes of the corporation shall be the improvement, beautification and betterment of that area generally known as Uplake and the adjacent waterfront; to protect and implement the protective restrictions pertaining to the plat of Uplake*, as they appear in the record of the auditor for King County, Washington; and without being limited by any of the foregoing, the corporation shall have all powers now or hereafter granted or authorized by law under RCW 24.03.

ARTICLE IV

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the by-laws of the corporation.

ARTICLE V

The address of the initial registered office is 5521 N.E. 182nd Street, Seattle, Washington 98155 and the name of its initial registered agent at such address is David Paul Williams.

* *The reference to protective restrictions pertains solely to the plat of Uplake Terrace.*

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is four and the names and addresses of those persons who are to serve as the initial directors are:

David Paul Williams	5521 N.E. 182nd Street Seattle, WA 98155
Hugh Wiese	18011 58th Avenue N.E. Seattle, WA 98155
Teri Cayou	5831 N.E. 182nd Street Seattle, WA 98155
Curtis Grey	18114 60th Place N.E. Seattle, WA 98155

ARTICLE VII

7.1. Director Liability.

A director of the corporation shall not be personally liable to the corporation or its members for monetary damages for conduct as a director, except for liability of the director (a) for acts or omissions which involve intentional misconduct by the director or a knowing violation of law by the director, or (b) 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 Non-Profit Corporation Act 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 Non-Profit Corporation Act, as so amended.

7.2. Indemnification and Insurance.

7.2.1. The corporation has the power to indemnify, including advance of expenses, and to purchase and maintain insurance for its directors, officers, trustees, employees, and other persons and agents, 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 full extent and under all circumstances permitted by applicable law.

7.2.2. The corporation shall, with or without a determination that indemnification is permissible in the circumstances of the specific case as provided in RCW 23B.08.550, indemnify, including advance of expenses, each of its directors and officers to the full extent and under all circumstances permitted by applicable law.

7.2.3. "Applicable law" shall mean the applicable law in effect at the date indemnification may be sought, or the law in effect at the date of the action, omission or other event giving rise to the situation for which indemnification may be sought, whichever is selected by the indemnitee. As of the date hereof, applicable law shall include RCW 23B.08.500 to 23B.08.600, as amended effective July 1, 1990.

7.2.4. Any indemnification provided under this Article shall, unless limited by the terms of the undertaking to indemnify, continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his or her heirs, executors and administrators.

7.2.5. No indemnification shall be provided under this Article to any person if the corporation is prohibited, by the non-exclusive provisions of the Washington Non-Profit Corporation Act or other applicable law as then in effect, from paying such indemnification.

7.3. Survival of benefits.

Any repeal or modification of this Article by the directors or members of the corporation shall not adversely affect any right or protection of a director or officer of the corporation existing at the time of such repeal or modification.

ARTICLE VIII

In the event of dissolution, the net assets of the corporation shall be distributed only to its members as permitted by RCW 24.03 as amended.

ARTICLE IX

The incorporator is David Paul Williams and his address is: 5521 N.E. 182nd Street, Seattle, Washington 98155.

DATED: July 13, 1990

Signed: David Paul Williams
David Paul Williams