

ARTICLES OF INCORPORATION
AND
BY-LAWS
OF THE
WEST TAPPS MAINTENANCE COMPANY
(WTMC)

WTMC ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION AND BY-LAWS OF THE WEST TAPPS MAINTENANCE COMPANY (WTMC)

ORIGIN AND PURPOSE OF THE WEST TAPPS MAINTENANCE CO.

The West Tapps Maintenance Co. is a non-profit, non-stock, Washington Corporation consisting of the owners and purchasers of property in Township Corporation shall be designated from time to time by the Lake Tapps Development Co., Inc.

The Officers of the corporation are unsalaried as are the directors. The decision to form the West Tapps Maintenance Co. was made on the basis of experiences of the developers in subdivisions requiring a continuing maintenance program. After sale of a subdivision has been completed, this type of organization has, in the past, proved very effective in providing purchasers with the means to continue the high standards of the recreational facilities originally provided by the developers.

We believe that the assurance of continuous maintenance and operation of fine community recreational facilities is best provided for by the creation of this corporation.

As provided in the By-Laws of the West Tapps Maintenance Co., the annual assessment for each member shall not exceed \$40.00 a year. We have made a careful study of the cost involved and are of the opinion that this amount will be ample to insure the operation of all planned recreational facilities as well as enabling the Maintenance Co. to set up a fund to cover depreciation of the various facilities. The funds collected from members will be deposited in a trust fund, receipts and expenditures from which will be supervised by an independent Certified Public Accounting firm, and will remain the property of the individual members, pro rata, until expended. As Maintenance Co. expenses are incurred, they will be presented to the accounting firm and funds will be withdrawn from the Trust Account as necessary to pay the obligations.

The development Co. is vitally concerned with the proper organization and operation of the Maintenance Co.

The facilities that are used as recreational area will be deeded to the Maintenance Co., before the final properties owned by the Lake Tapps Development Co. Inc., in this Township are sold.

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KNOW ALL MEN BY THESE PRESENTS, that we, Edward A. Clifford, Benjamin M. Clifford, Richard A. Clifford, Nathan S. Clifford, and J.E. Swanson, Jr., residing in the State of Washington and being citizens of the United States, each being over the age of twenty-one (21) years, and being desirous of forming a corporation under Title 24, Revised Code of Washington, relating to non-profit corporation do hereby associate ourselves together for the purpose of forming a non-profit corporation and do make, subscribe, execute and adopt, in triplicate, the following Articles of Incorporation and certify as follows:

Article I: The name of the corporation shall be:

WEST TAPPS MAINTENANCE COMPANY

Article II: The purposes for which this organization is formed are:

1) To purchase or otherwise acquire, construct, improve, develop, repair, maintain, operate, care for and/or dispose of parkways, playgrounds, open spaces and recreational areas, tennis courts, beaches, boat landing, floats, piers, clubhouses, reservoirs, swimming pools, and/or swimming areas, bathhouses, golf courses, bridle trails, places of amusement, community buildings, community clubhouses, and in general community facilities appropriate for the use and benefit of its members, and/or for the improvement and development of the property hereinafter referred to.

2) To build, improve and maintain roadways, culverts, bridges, reservoirs, and drainage areas, and to provide for the improving, cleaning and sprinkling of streets, and for collection and disposal of street sweepings, garbage, ashes, rubbish and the like; to prevent and suppress fires, to provide police protection, and to make and collect charges to cover the costs and expenses thereof.

3) To improve, light and/or maintain streets, roads, alleys, courts, walks, gateways, fences and ornamental features now existing or hereafter to be erected or created, and shelters, comfort stations and/or buildings and improvements ordinarily appurtenant to any of the foregoing; to improve, plant and maintain grass plots and other areas, trees and plantings within the lines of the streets immediately adjoining or within the property hereinafter described or referred to.

4) To care for any lots and plots in said property, to kill, destroy and/or remove from said lots and plots, grass, weeds, rodents, predatory animals and any unsightly or obnoxious thing; and to take any action with reference to such lots and plots as may be necessary or desirable in the opinion of the *Board of Trustees* of said corporation, to keep the property clean and in good order; to make and collect charges therefor.

5) So far as it can legally do so, to grant franchises, rights of way and assessments for public utilities or other purposes upon, over and/or under any of said property.

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Article II (Cont.)

6) To acquire by gift, purchase, lease or otherwise, and to own, hold, enjoy, operate, maintain, and to convey, sell, lease, transfer, mortgage, and otherwise encumber, dedicate for public use and/or otherwise dispose of, real and /or personal property wherever situate.

7) To keep records of building permits and/or other approvals or disapprovals made or issued by said corporation; to keep books and records showing all charges, levies, and assessments made, to furnish certified copies of any record which the Board of Trustees may authorize to be furnished; to issue certificates of completion and compliance covering respective parcels of property upon which buildings, structures and/or other improvements have been erected or made, all as provided in the restrictions, conditions and covenants affecting said property or portions thereof; and to make and collect charges covering the cost and expense of such acts.

8) To enforce liens, charges, restrictions, conditions, and covenants existing upon and/or created for the benefit of parcels and real property over which said corporation has jurisdiction and to which said parcels may be subject to the extent that said corporation has the legal right to enforce the same, and to pay all expenses incidental thereto.

9) To pay the taxes and assessments which may be levied by any public authority upon any of the said property now or here after used or set apart for parks, parkways, playgrounds, open areas, tennis courts, beaches, boat landings, community clubhouses, community club buildings, places of amusement and/or recreation areas, or both upon such other recreation spaces wherever situate, as may be maintained for the general benefit and use of the owners of lots in said property; to pay taxes and assessments levied by any public authority upon improvements upon any of said property or areas to used or set apart or maintained, and whether taxed or assessed as a part of said property or area or separately; and to pay taxes and assessments levied by any public authority upon any property which may be held in trust for said corporation.

10) To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation, annulment and/or enforcement of covenants, reservations, restrictions, liens, and charges imposed upon said property, as may be vested in, delegated to, or assigned to said corporation and such duties with respect thereto as may be assigned to and assumed by said corporation.

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Article II (Cont.)

11) To approve and/or disapprove, as provided by restrictions, conditions and covenants affecting said property, plans and specifications for and/or locations of fences, walls, poles, buildings and/or structures to be erected or maintained upon said property of any portions thereof; to approve or disapprove the kind, shape, height, and materials for same and/or the plan indicating the location thereof or their respective building sites and such grading plans as may be required, and to issue permits for the same; to pay any and all expenses and charges in connection with the performance of any said powers or the carrying out of any of said purposes; to supervise construction or any buildings or structures to the extent deemed necessary by the board of trustees, and to establish rules therefor.

12) To regulate and/or prohibit the erection, posting, pasting or displaying upon any of said property billboards and/or signs of all kinds and character, and to remove and/or destroy any such billboards or signs erected or maintained upon said property without the authority of said corporation we provided in such restrictions, conditions and covenants, as may effect said property or any portion thereof.

13) To appropriate, purchase, divert, acquire and store water from streams, water courses, wells or any other source and to distribute the water so appropriated and acquired to its members and for domestic purposes; to acquire, own construct, hold, possess, use and maintain such pumping plants, tanks, pipe lines, reservoirs, ditches, building, roads, trails and appliances and other such property, including water rights and shares of stock in other corporations as said corporation may from time to time desire to acquire or purchase for furnishing and supplying water to its members; provided that this corporation shall not use or dispose of such water as a public utility, but solely for the use and benefit of its members and for the irrigation of lands and domestic and other useful and beneficial purposes.

14) To fix, establish, levy and collect annually such charges and/or assessments as may be necessary, in the judgment of the *Board of Trustees* to carry out any or all of the purposes for which this corporation is formed, but not in excess of the maximum from time to time fixed by the By-Laws and whether or not such charges and/or assessments are pursuant to a contractual obligation with a third person assumed or otherwise undertaken.

15) To expend the moneys collected by said corporation from assessments and charges and other sums received for the payment and discharge of costs, expenses and obligations incurred by said corporation in carrying out any or all the purposes for which said corporation is formed.

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Article II (Cont.)

16) Generally, to do any and all lawful things which may be advisable, proper, authorized and/or permitted to be done by said corporation under or by virtue of any restrictions, conditions, and/ or covenants or laws affecting said property or any portion thereof (including areas now or hereafter dedicated to public use;) and to do and perform any and all acts which may be either necessary for, or incidental to, the exercise of any of the foregoing powers or for the peace, health, comfort, safety and/ or general welfare of owners of said property, or portions thereof, or residents thereon.

17) To borrow money and mortgage, pledge or hypothecate any or all of the real or personal property of said corporation as security for money borrowed or debts incurred; and to do any and all things that a corporation organized under said laws of the State of Washington may lawfully do when operating for the benefit of its members or the property of its members, and without profit to said corporation.

18) Generally, to do and perform any and all acts which may be either necessary or proper for or incidental to the exercise of any of the foregoing powers and such powers granted by the provisions of Title 24, Revised Code of Washington and other laws of the State of Washington relating to non-profit corporations.

19) Nothing contained in these Articles of Incorporation shall be constructed as authorizing or permitting said corporation to own, manage or operate any real or personal property for profit. It is the intention and purpose that the business of said corporation shall not be carried on for profit either to itself or for the benefit of its members, and wherever it is authorized to collect charges or assessments it shall have no power or authority to use said charges or assessments except as necessary to cover the actual cost or expense of the act, duty, power or transaction performed.

20) To have one or more offices at such place or places, either within or without the State of Washington as the *Board of Trustees* may from time to time determine or the business of the corporation require.

All the foregoing purposes and powers are to be exercised and carried into effect for the purpose of doing, serving and applying the things above set forth for the benefit of all property, including, but without in any way limiting the foregoing, any portion or portions of certain real property located in Township 20 North, Range 5 East, W.M., Pierce County Washington, which is, or shall become subject to the jurisdiction of the corporation.

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Article III

This corporation shall at all times hereafter be a joint and mutual association of the above named incorporators, and such other persons as may hereafter be admitted to membership in accordance with the By-Laws of the corporation. Membership and certificates of membership evidencing the same shall be inseparably appurtenant to tracts owned by the members, and upon transferor ownership or contract for sale of any such tract, membership and certificates of membership shall ipso facto be deemed to be transferred to the grantee or contract purchaser. No membership or certificate of membership may be transferred, assigned or conveyed in any manner other than in the manner herein set forth. In the event of the death of a member, the membership or certificate of membership of such deceased member shall be and become the property of the personal representative of such deceased member upon appointment and qualification as such in a judicial proceeding and such personal representatives shall have all of the right, privileges and liabilities of such member until title shall be transferred or contracted to be transferred. The property in possession of this corporation shall be managed by the board of trustees hereinafter mentioned and only alienated and disposed of in accordance with the By-Laws of the corporation. The interest of each incorporator or member shall be equal to that of any other and no incorporator or member can acquire any interest which will entitle him to any greater voice, vote, authority, or interest in the corporation than any other member.

Article IV

The number of trustees of this corporation shall be no less than three (3) nor more than nine (9). The names of the trustees who shall manage the affairs of the corporation for not less than two (2) months nor more than six (6) months until the trustees are elected by members are;

Name:

Edward A. Clifford	227 Lyon Building Seattle, Washington
Benjamin M. Clifford	3330 Lakewood Ave. S. Seattle, Washington
Richard A. Clifford	8028 Crest Drive, Seattle, Washington
Nathan S. Clifford	Route 2 Box 1396, Sumner, Washington
J.E. Swanson, Jr.	6669 Windermere Rd., Seattle, Washington

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Article V

The time of existence of this corporation shall be perpetual.

Article VI

The registered office and post office address of this corporation shall be 204 Lyon Building, Seattle, King County, Washington.

Article VII

The qualifications of the members of said corporation, the property, voting and other rights and privileges, and the liabilities to charges and assessments of the members, shall be as set forth in the By- Laws of the corporation.

In Witness Whereof, we, the undersigned, the incorporators of this corporation, have this 1st day of August, 1963, here unto set our hand and seals, in triplicate.

s/Benjamin M. Clifford
s/Richard A, Clifford
s/ J.E. Swanson, Jr.
s/Nathan S. Clifford
s/ Edward A. Clifford

The state of Washington)
 ss
County of King)

THIS IS TO CERTIFY, that on the 1st of August, 1963, before me, the undersigned, a Notary Public, in and for the State of Washington, duly commissioned and sworn, personally appeared Edward A. Clifford, Benjamin M. Clifford, Richard A. Clifford, Nathan S. Clifford and J.E. Swanson, JR., to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged to me that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

Witness my hand and official seal the day and year in this certificate first above written.

s/ Francia Holland
Notary Public in and for the State
of Washington, residing at Seattle.

Article I - Purposes

Section 1. This corporation shall be conducted as a non-profit maintenance corporation for the purposes set forth in the Articles of Incorporation for a portion of the area situated in Pierce County, Washington

Section 2. The corporation shall have the power to levy and collect dues against its members for the purposes in its Articles of Incorporation and By-Laws set forth, and to sell or forfeit their interest in the corporation for default with respect to any lawful provisions of said Articles of Incorporation and By-Laws provided, may transfer the membership of such defaulting members.

Section 3. The purposes for which this corporation was created may be altered, modified, enlarged or diminished by the vote of two-thirds of the members at a meeting duly called for such purpose, notice of which meeting shall be given in the manner provided by the By-Laws of giving of notice for the election of trustees.

ARTICLE II- Membership

Section 1. The membership of the corporation shall consist of and be limited to the owners and purchasers appearing of record in Pierce County, Washington, of lots in the area described in Article II of the Articles of Incorporation. A purchaser under contract of purchase shall be deemed to be an owner for membership purposes. Each membership shall be appurtenant to and not severable from the title to the lot. No membership may be assigned or transferred voluntarily or by the operation of law except in conjunction with the transfer of title to the lot to which it is appurtenant.

Section 2. Each membership shall entitle the persons owning the lot to which the membership is appurtenant to all of the privileges and rights of membership unless suspended as hereinafter provided. In the event that a corporation or partnership shall be the owner of a lot, then it shall have the right to name the person who shall be entitled to the rights and privileges of membership. In the event a lot be split with multiple ownership it shall be the responsibility of said owners to designate which party has the vote and is responsible for all dues and charges. Although membership in the corporation shall be appurtenant to and pass with the ownership of lots as aforementioned, the corporation shall not be liable to ascertain ownership of any lot or the ownership of the membership appurtenant thereto until its secretary has received actual written notice of a change of ownership. There shall be a service charge, as determined by the Trustees, paid for the transfer of membership.

Section 3. Each paid-up membership appurtenant to a lot shall have one vote on all matters before a meeting of membership. Corporate owners shall exercise their vote by the person designated. If any persons or corporations shall be entitled to more than one membership because of ownership of more than one lot, they shall be restricted to one vote regardless of the number of lots owned.

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Section 4. There shall be no initiation fee for memberships. The Trustees may levy upon each membership annual dues, assessments, and other charges (hereinafter "charges") in an amount recommended by the Trustees and approved by a majority of the members voting at any annual or special meeting to meet the current operational expenses of the corporation and for the maintenance, improvement, reconstruction, and repair of the facilities made available to the membership. The amount to be recommended by the Trustees, for annual charges, shall be determined as set forth in Article VI Section 2, of the By-laws. The amount to be recommended by the Trustees shall be submitted for approval at the annual meeting of the members. In the event the membership fails to approve the amount recommended by the Trustees, the amount of the annual charges for the ensuing fiscal year shall automatically be the then current annual budget plus a five (5%) increase. Current operating budget expenditures may only be depleted, altered, transferred to or from by a majority agreement of the board of trustees. In the case of a simple tie vote, the Board President shall cast second and deciding vote.

Section 5. The annual charges are applicable to and shall be paid for each platted lot; however, multiple lots owned by the same owner of record shall be assessed as one lot.

Section 5A. A member who only owns unimproved lots shall pay one (1) assessment regardless of the number of unimproved lots owned.

Section 5B. A member who owns unimproved and improved or improved lots only shall pay one assessment for each family unit situated on a lot or lots.

Section 6. No membership shall be forfeited, nor member be expelled except upon foreclosure for nonpayment of charges, and no membership may withdraw except upon transfer of title to the real property to which his membership is appurtenant; provided however, that the right to vote at membership meetings and the right to use the facilities of the corporation shall extend only to paid-up members in good standing. No compensation shall be paid by the corporation upon any transfer of membership and no member whose membership is transferred shall be entitled to share or participate in any of the property or assets of the corporation.

Section 7. Each member shall comply strictly with the provisions of the Articles of Incorporation and Bylaws of the Corporation, any rules and regulations established by the Trustees for operation of the West Tapps Maintenance Company facilities, and any covenants and restrictions affecting the member's lot.

Section 7A. The trustees may enforce the provisions of the Articles of Incorporation, the Bylaws and the rules and regulations of the corporation for the benefit of the corporation and members and any recorded covenants and restrictions. The failure of any member to comply with the provisions of the Articles of Incorporation, the Bylaws or the rules and regulations of the corporation, or recorded covenants and restrictions will give rise to a cause of action by the corporation (acting through the Trustees) and any aggrieved member for recovery of damages, or injunctive relief, or both. The failure of the Trustees to insist upon the strict compliance with the Articles of Incorporation, the Bylaws, the rules and regulations of the Corporation, or any recorded covenants and restrictions, or to exercise any right contained in such documents or to serve any notice or to institute any action, shall not be construed as a waiver or a relinquishment of any

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right, term, covenant, condition, or restriction contained therein. The receipt by the Trustees of payment of any assessment from a member, with knowledge of any breach by the member, shall not be a waiver of the breach. No waiver by the Trustees of any requirement shall be effective unless expressed in writing and signed by an authorized agent of the Board of Trustees.

Section 8. Members who own property with rental units, either multifamily or single, shall be responsible for payment of charges against the real property to which their membership is appurtenant, as well as an associate membership fee for each family unit. This associate membership allows the residents of the members' property to use the facilities of the corporation only, with no voting rights.

Article III - Dissolution:

In the event of the dissolution of the corporation each person who is then a member shall receive his pro-rata proportion of title property and assets after all of its debts have been paid.

ARTICLE IV - Trustees and Officers

Section 1. Corporate powers of the corporation shall be vested in the Board of Trustees. The number of trustees who shall manage the affairs of the corporation shall be not less than three nor more than nine. At any meeting or special meeting called therefore, a majority of the members present at that meeting may increase or decrease the number of trustees to any number provided that it is an odd number and further provided that it is not more than nine nor less than three.

Section 2. The trustees shall be elected to serve for two years or until their successors are elected. In even years chair 2, chair 3 and chair 6 shall be elected and in odd years chair 1, chair 4, chair 5 and chair 7 shall be elected.

Section 3. A trustee must be a member who shall not have lost his right to vote by reason of having disposed of land to which his membership is appurtenant and must be a member in good standing.

Section 4. In the event a trustee ceases to be the owner of the land to which his membership is appurtenant, or of a contract for purchase thereof, he shall immediately cease to be a trustee and his office shall become vacant without further notice other than to cite such fact in the minutes of the board of Trustees.

Section 5. The following procedure shall be used for the nomination and election of trustees: At least forty-five days before the annual meeting of the members, the trustees shall appoint a nominating committee composed of three persons of which at least one shall be a current member of the board of trustees. Such nominating committee shall nominate at least one candidate for each trustee position to be elected at the forthcoming annual meeting. A written notice of the nominees shall then be sent to each member, together with the notice of the annual meeting. In addition to the candidates elected by the nominating committee and any incumbent

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trustee desiring to run for reelection, a member may have his name printed on the ballot as a candidate by submitting to the board, more than twenty days prior to the date of the annual meeting, a written nomination signed by a least five (5%) of the members in good standing who shall sign such nomination petition in a form prescribed by the board. The written ballot shall then be presented to all members attending in person or by proxy at the annual meeting and each member, in person or by proxy, shall have the right to cast one vote for each trustee position which is subject to the election and those candidates receiving the largest number of votes by members voting in person or by proxy shall then be elected, (e.g. If there are three trustees to be elected, those three trustees candidates receiving the largest number of votes shall be elected.)

Section 6. At the first meeting of the board of trustees after each annual meeting of the members, the board of trustees shall elect a president, vice-president, secretary, and treasurer. The board may also at any time appoint an executive secretary and/or assistant secretary and/or assistant treasurer. Officers of the corporation so elected shall hold office for a term of one year and until their successors are elected. Any officer may be suspended or removed by a majority vote of all of the trustees. Any Trustee who fails to attend three (3) unexcused consecutive meetings may be removed by a consensus of the majority of the Trustees.

Section 7. No trustee or officer, except the executive secretary and/or assistant secretary and/or assistant treasurer, shall receive any salary or compensation from the corporation.

Section 8. Any vacancy occurring in the board of trustees shall be filled by appointment by a majority of the trustees. The person appointed shall hold office until the next regular meeting of the members of the corporation, at which annual meeting the vacancies for the remainder of the original terms, if any, shall be filled by election by the members in accordance with the procedure set forth above.

Article V Meetings:

Section 1. Annual meetings of the members of the corporation shall be held at the principal place of business of the corporation or at such other place as the Board of Trustees may elect. The annual meeting shall be held in the month of November each year. The Secretary thereof shall give notice by a mailing to each member not less than ten days prior to the date of the meeting.

Section 2. Special meetings of the members may be called at any time by the president or a majority of the Board of Trustees or by members representing 25% of the tracts within the jurisdiction of the corporation. Notice of a special meeting stating the object thereof, shall be given by the secretary by mailing such notice to each member not less than five days prior to the date on which such meeting is to be held.

Section 3. At all meetings of the members, ten percent (10%) of the members of the corporation entitled to vote shall constitute a quorum for the transaction of business.

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Section 4. Special meetings of the Board of Trustees shall be called at any time by the secretary on order of the president or of a majority of the Board of Trustees. The secretary shall give each trustee notice personally, verbally, by mail or by telephone of all regular and special meetings at least one day previous thereto.

Section 5. A member may exercise his right to vote by proxy.

ARTICLE VI-Powers and Duties of Trustees

Section 1. Subject to limitations on the Articles of Incorporation and the By-Laws and the Laws of the State of Washington all powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by the Board of Trustees. Without prejudice to such general powers, and subject to the same limitations, it is hereby expressly declared that the trustees shall have the following powers: To maintain Lake Tapps for the benefit of all property owners who are or shall become members of the West Tapps Maintenance Co., to promulgate and establish rules and regulates for the use of said lake, including the matter of boating and fishing therein; to make provisions for the periodic stocking of fish in said lake; to impose restrictions upon the building and location of docks for the moorage of boats and the type construction of said docks, insofar as such action is consistent with deed restrictions and county, state and city regulations.

Section 2. Prior to each succeeding budget year, the finance committee, appointed by the Board and comprised of not less than three members, only one of whom shall be a board member and the designated chairperson, will submit to the board of trustees, an operating and capital improvement budget. Each item will be presented as a total estimated completion amount, years to fund and annual assessment for the current year. Each item will in turn bear a pro-rata amount for its annual assessment to the dues collected. The annual assessments will be transferred and deposited in separate capital improvement accounts. Any residual amounts collected as dues, fees or other income may be deposited into the capital improvement accounts via the above annually determined pro- rata % by a majority vote by the Board of Trustees. Disbursement, changes, and discretionary access to capital improvement accounts may be made only by a unanimous vote of the Board of Trustees.

Section 3. To select and remove all the other officers, agents, and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with law, with the Articles of Incorporation or the By-Laws, fix their compensation and require from them security for faithful service.

Section 4. To conduct, manage and control the affairs and business of the corporation and to make such rules and regulations therefor not inconsistent with law, with the Articles of Incorporation or the By-Laws, as they may deem best.

Section 5. To issue certificates of membership only to the owners or purchasers of tracts herein before described, subject to such conditions or terms as provided in the Articles of Incorporation and the By-Laws.

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Section 6. To charge and/or assess the several parcels of land and the owners thereof as herein before more particularly set forth.

Section 7. To cause to be kept a complete record of all minutes and acts and to present a full statement to the regular annual meeting of members showing in detail the condition of the affairs of the corporation.

Article VII- Duties of Officers

Section 1. **President.** The President shall preside at all meetings of the trustees and members; he shall sign as President all certificates of membership and all contracts or other instruments in writing authorized by the Board of Trustees; he shall call special meetings of the trustees or of the members whenever he deems it necessary; he shall have and exercise under the direction of the Board of Trustees the general supervision of the affairs of the corporation. The President shall be responsible for enforcing the Articles of Incorporation and By-Laws and any rules and regulations established by the Board of Trustees and levying such penalties as he deems necessary as provided for in Section 4, Article 2, of the By-Laws of the West Tapps Maintenance Co.

Section 2. **Vice-President.** The Vice-President shall preside at all meetings in the absence of the President, and in case of the absence or disability of the President shall perform all other duties of the President which are incidental to his office.

Section 3. **Secretary.** The Secretary shall issue all notices and shall attend and keep minutes of all meetings; he shall have charge of all corporate books, records, and papers; he shall be custodian of the cooperate seal, shall attest his signature and impress with the cooperate seal all written contracts of the corporation and shall perform all such other duties as are incidental to his office.

Section 4. **Treasurer.** The Treasurer shall keep safely all moneys and securities of the corporation and disburse the same under the direction of the Board of Trustees. He shall cause to be deposited all funds of the corporation in a bank selected by the trustees. At each annual meeting of the members, and at any time directed by the trustees, he shall issue and present a full statement showing in detail the condition of the affairs of the corporation.

Section 5. The executive secretary and/or the assistant secretary and/or the assistant treasurer, if appointed by the Board of Trustees shall perform such duties as may be designated by it.

Section 6. Any officer, other than the President, may occupy two offices concurrently if the Board of Trustees so directs.

Article VIII Certificates of Membership and Transfer

Section 1. A certificate of membership in the corporation shall be issued to each member. All such certificates shall be signed by the President or Secretary.

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Section 2. All memberships and certificates evidencing same shall be inseparably appurtenant to the tract, tracts or fractional tracts owned by the holders thereof and upon sale or contract to sell, such membership and such certificates shall become the property of the grantee or purchaser as herein before provided. No transfer of membership shall entitle the transferee to vote the same until it has been established to the satisfaction of the Secretary that such transfer is bona fide and has been made in the manner provided.

Section 3. Unless specifically requested by the owner and holder thereof, it shall not be necessary that certificates of membership be actually issued by any owner or purchaser of a tract or tracts within the said district.

May exercise all of the rights and privileges and shall be subject to all of the liabilities of membership without the actual issuance and possession of such certificate of membership.

ARTICLE IX-Collection Of Dues, Assessments And Charges

Section 1. If any payment of dues, assessments, or charges (hereinafter "charges") levied against a lot remain unpaid for thirty (30) days or more, the Trustees may, upon fifteen (15) days written notice to the owner, demand immediate payment of all (or such portion as the Trustees determine) of any charges due and owing with respect to said lot. All unpaid sums assessed by the corporation chargeable to any lot and any sums specifically assessed to any lot under the authority of these By-Laws shall constitute a lien on the lot and all its appurtenances and improvements from the date the assessment becomes due until fully paid. The amount of the lien shall include all interest and late charges in connection with said unpaid charges and all costs and expenses, including attorney's fees, incurred by the corporation in the collection of said unpaid charges. The lien for such unpaid assessments shall be subordinate to tax liens on the lot in favor of any assessing unit and/or special districts, and to all sums unpaid on all First Mortgages of records which were made in good faith and for value, but to the extent permitted by applicable law, shall have priority over all other liens against the lot. Notwithstanding any of the foregoing, however, the defaulting owner or real estate contract purchaser shall continue to be personally liable for past due charges as provided in Section 3. For purposes of this section, "Mortgages: does not include a real estate contract and "Mortgagee" does not include the vendor or the assignee or designee of a vendor of a real estate contract.

Section 2. The lien for delinquent charges may be foreclosed by suit by the Trustees acting on behalf of the corporation, in the like manner as the foreclosure of a mortgage of real property. The Trustees, acting on behalf of the corporation, shall have the power to bid on the lot at the foreclosure sale, and to acquire and hold, lease, mortgage and convey the same.

Section 3. In addition to constituting a lien on the lot, all sums assessed by the corporation chargeable to any lot, together with interest, late charges, costs, and attorney's fees in the event delinquency, shall be the joint and several personal obligations of the owners and any contract purchaser of the lot when the charge is made. In connection with the voluntary transfer of a lot, the grantee shall be jointly and severally liable with the grantor for all unpaid charges up to the closing of the transfer. Suit to recover personal judgment for any delinquent charges shall be maintainable without foreclosing or waiving the liens securing them.

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Section 4. The remedies provided herein are cumulative, and the Trustees may pursue any or all of them, and any other remedies which may be available under law although not expressed herein, either concurrently or in any order

Article X Amendment of By-Laws

These By-Laws may be amended at any time by a vote of a majority of the members entitled to vote in person or by proxy at a meeting called for that purpose.

Article XI Corporate Seal

The seal of the corporation shall be in circular form and shall contain the words "West Tapps Maintenance Co." and the words "Corporate Seal Washington 1963" in the form and style as affixed in these By-Laws by the impression of the said corporate seal.

Article XII - Date of Adoption

These By-Laws are duly adopted by the Corporation and the corporate seal thereof affixed on the 1st day of July 1963.

ARTICLE XIII - Attorneys Fees

In the event that the corporation employs an attorney to enforce any provision of the Articles of Incorporation or By-Laws of the Corporation, or any rules or regulations established by the Trustees, or any covenants and restrictions affecting the lots, the corporation shall be entitled to recover from the defaulting party its reasonable costs and attorney fees so incurred, whether or not suit or action is commenced.