

FEB 21 2003

STATE OF WASHINGTON

**ARTICLES OF INCORPORATION
OF
BIFROST GATE HOMEOWNERS' ASSOCIATION**

The undersigned, for the purpose of forming a corporation under the nonprofit laws of the State of Washington, RCW 24.03, and a homeowners association under RCW 64.38 and Section 528 of the Internal Revenue Code, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation shall be "Bifrost Gate Homeowners' Association."

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of promoting the welfare and interests of the owners of property defined by the Declaration of Covenants, Conditions and Restrictions of Bifrost Gate, to be recorded with the King County Auditor (the "Declaration"), by administering and enforcing the protective covenants governing the use of such property, engaging in civic improvement and development activities, acquiring, owning, constructing, improving, managing, maintaining, and caring for the real and personal property of the association of homeowners of the Plat of Bifrost Gate, and to do such other things as may be necessary and convenient to accomplish all such purposes.

ARTICLE III - TERM

The term of existence of the Corporation shall be perpetual.

ARTICLE IV – REGISTERED AGENT

The registered agent of this Corporation and the street address of the registered office of this Corporation are as follows:

Registered Agent

SC&B Services, Inc.

Registered Office Street
and Mailing Address

999 Third Avenue, Suite 3000
Seattle, WA 98104-4088

ARTICLE V - MEMBERS

5.1 The owner of each lot of the Plat of Bifrost Gate (the "Property") as described in the plat thereof to be recorded in the records of King County, Washington, shall be a member of the Corporation.

5.2 The owner of each lot shall be entitled to one vote, as prescribed in the Declaration and bylaws. A party that owns more than one lot shall have one vote for each lot it owns.

ARTICLE VI - DIRECTORS

The number of directors of this Corporation and the manner in which such directors are to be elected shall be as set forth in the bylaws. The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Jeffrey E. Hamilton	7947 – 159 th Pl. NE, Suite 100 Redmond, WA 98052
Kevin O'Brien	7947 – 159 th Pl. NE, Suite 100 Redmond, WA 98052
Suzanne Barnes	7947 – 159 th Pl. NE, Suite 100 Redmond, WA 98052

The initial directors shall serve initial terms as prescribed in the Declaration and as set forth in the bylaws.

ARTICLE VII - DISSOLUTION

In the event of dissolution of the Corporation, the net assets are to be distributed to the then current members.


ARTICLE VIII - INDEMNIFICATION

Every director and officer shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of his or her being or having been a director or officer of the Corporation, or any settlement thereof, whether or not he or she is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful misconduct or gross negligence or a knowing violation of law in the performance of his or her duties, and except in such cases where such person has participated in a transaction from which said person will personally receive a benefit in money, property or services to which said person is not legally entitled; provided that in the event of a settlement, the indemnification provided herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Corporation. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is John D. Sullivan, Short Cressman & Burgess PLLC, 999 Third Avenue, Suite 3000, Seattle, WA 98104-4088.

IN WITNESS WHEREOF, the incorporator hereinabove named has executed these Articles of Incorporation this 20th day of February, 2003.



John D. Sullivan, Incorporator

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 OF INCORPORATION

to

BIFROST GATE HOMEOWNERS' ASSOCIATION

A Washington Non-Profit Corporation. Articles of Incorporation were filed for record in this office on the date indicated below

UBI Number: 602 273 548

Date: February 21, 2003



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

Sam Reed
Secretary of State