

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

**NAUTICA SOUNDVIEW CONDOMINIUM OWNERS
ASSOCIATION**

a/an WA Non-Profit Corporation. Charter documents are effective on the date indicated below.

Date: 4/26/2006

UBI Number: 602-607-931

APPID: 552640



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

Sam Reed, Secretary of State

APR 26 2006

STATE OF WASHINGTON

602 607 931

ARTICLES OF INCORPORATION
OF

NAUTICA SOUNDVIEW CONDOMINIUM OWNERS ASSOCIATION

THE UNDERSIGNED, acting as incorporator of a corporation under the Washington Non-profit Corporation Act, RCW 24.03, adopts the following Articles of Incorporation for the corporation.

ARTICLE 1. NAME. The name of this corporation shall be Nautica Soundview Condominium Owners Association.

ARTICLE 2. DURATION. The duration of this corporation shall be perpetual.

ARTICLE 3. PURPOSES. The corporation is organized to provide an entity pursuant to the Washington Condominium Act (RCW 64.34) hereinafter called the "Condominium Act," for the operation of Nautica Soundview Condominiums located in Everett, Washington (hereafter referred to as the "Condominium") and to engage in all such activities as are incidental or conducive to the attainment of the objectives of the corporation and all activities which are permitted to be done by a non-profit corporation under any laws that may now or hereafter be applicable or available to this corporation. The powers of this corporation shall be subject to and shall be exercised in accordance with the provisions of the Condominium Act and the provisions of the Condominium Declaration for Nautica Soundview Condominiums recorded in Snohomish County, Washington, as it may from time to time be amended, hereinafter referred to as the "Declaration." Capitalized terms used herein and not otherwise defined shall have the same meaning given to them in the Declaration.

ARTICLE 4. DISSOLUTION. Upon dissolution or final liquidation of the corporation, the assets of the corporation shall be distributed among the members of the corporation in accordance with the Declaration and the Condominium Act.

ARTICLE 5. MEMBERS. The corporation shall have one class of members, which shall consist of the Owners of the Units in the Condominium. The rights, privileges and obligations of the members are set forth in the Condominium Act, the Declaration and the Bylaws of the corporation.

ARTICLE 6. REGISTERED OFFICE AND AGENT. The name of the initial registered agent of the corporation is Nautica Associates, LLC. The address of the initial registered office of this corporation is: 4809 122nd Street Southwest, Lakewood, WA 98499.

ARTICLE 7. DIRECTORS. The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of two directors. The names and addresses of the persons who shall serve as directors until the first meeting of the members and until their successors are elected and qualify unless they resign or are removed are:

Glenn Dahmer
4809 122nd Street Southwest
Lakewood, WA 98499

Chaun Mackey
12721 Bel Red Road, Suite 1
Bellevue, WA 98005

ARTICLE 8. LIMITATION OF 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 (i) for acts or omissions which involve intentional misconduct by the director or a knowing violation of law by the director, (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, or (iii) for conduct violating Section 23B.08.310 of the Washington Business Corporation Act.

Any repeal or modification of this article by the directors or members of the corporation shall not adversely affect any right or protection of any individual who is or was a director of the corporation which existed at the time of such repeal or modification.

ARTICLE 9. INDEMNIFICATION. The corporation shall indemnify any individual made a party to a proceeding because that individual is or was a director of the corporation and shall advance or reimburse the reasonable expenses incurred by such individual in advance of final disposition of the proceeding, without regard to the limitations in RCW 23B.08.510 through 23B.08.550 of the Washington Business Corporation Act, or any other limitation which may hereafter be enacted to the extent such limitation may be disregarded if authorized by the Articles of Incorporation, to the full extent and under all circumstances permitted by applicable law.

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.

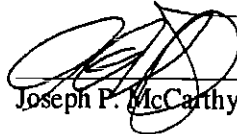
Any repeal or modification of this Article by the directors or members of the corporation shall not adversely affect any right or protection of any individual who is or was a director or officer of the corporation existing at the time of such repeal or modification.

ARTICLE 10. AMENDMENT. Any amendment to these Articles of Incorporation shall require the approval of sixty-seven percent (67%) of the votes of the members of the corporation and such other approvals as may be required in Article 24 of the Declaration.

ARTICLE 11. INCORPORATOR. The name and address of the incorporator is:

Joseph P. McCarthy
Kantor Taylor McCarthy P.C.
1501 4th Avenue, Suite 1610
Seattle, WA 98101-1662

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 25th day of April, 2006.




Joseph P. McCarthy

CONSENT TO SERVE AS REGISTERED AGENT

Nautica Associates, LLC hereby consents to serve as registered agent in the State of Washington for the Nautica Soundview Condominium Owners Association. Nautica Associates, LLC 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 it resigns or changes its address, or the corporation changes the address of its registered office.

Address of Registered Agent:
Nautica Associates, LLC
4809 122nd Street Southwest
Lakewood, WA 98499

Nautica Associates, LLC

By: 
Glenn Dahmer, Manager