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JUN 29 1990

SECRETARY OF STATE  
STATE OF WASHINGTON

ARTICLES OF INCORPORATION  
OF  
MERCER PARK CONDOMINIUMS CONDOMINIUM ASSOCIATION

The undersigned, acting as incorporator of a corporation under the Washington Nonprofit Corporation Act, adopts the following Articles of Incorporation for the corporation.

ARTICLE 1.

NAME

The name of this corporation shall be:

Mercer Park Condominiums Condominium Association.

ARTICLE 2.

DURATION

The duration of this corporation shall be perpetual.

ARTICLE 3.

PURPOSES

The purposes for which the corporation is organized are to provide an entity pursuant to the Washington Condominium Act (Ch. 64.34 RCW), Chapter 43, Laws of 1989 (the "Condominium Statute"), for the operation of Mercer Park, a condominium located in Bellevue, King County, Washington, 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 exercised in accordance with the provisions of the Declaration and Covenants, Conditions, Restrictions and Reservations for Mercer Park Condominiums, A Condominium (The "Declaration"), which is filed with the Auditor of King County, Washington, under File No. 9006261288, as it may from time to time be amended.

ARTICLE 4.

DISSOLUTION

On 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 Statute, as such may be amended.

ARTICLE 5.  
MEMBERS

The corporation shall have one class of members, which shall consist of the Owners of the Units of the Condominium.

ARTICLE 6.  
REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation and the name of its initial registered agent at such address is:

Mercer Park Apartments, Inc.  
c/o Rob M. Tillotson  
Treasurer  
33442 First Way South  
Federal Way, WA 98003

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 three (3) 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 qualified unless they resign or are removed are:

Jerry B. Wright	33104 3rd Ct SW Federal Way, WA 98024
Erika Wright	33104 3rd Ct SW Federal Way, WA 98023
Rob M. Tillotson	2301 Mtn View Ave W Tacoma, WA 98466

ARTICLE 8.  
LIMITATION OF DIRECTORS' LIABILITY

No director shall have liability to this corporation or its members for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director, or a knowing violation of law by the director, or 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 Nonprofit Corporation Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of the directors shall be eliminated or limited to the full extent permitted by the Washington Nonprofit Corporation Act, as so amended. Any repeal or modification of this article shall not adversely affect any right of protection of any director of the corporation existing at the time of such repeal or modification for or with respect to any act or omission of such director occurring prior to such repeal or modification.

ARTICLE 9.

INDEMNIFICATION

To the full extent permitted by the Washington Nonprofit Corporation Act and the Condominium Statute, each member of the board of directors, each member of a corporation committee, each officer of the corporation, the Declarant who filed the Declaration and the managing agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed 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 holding or having held such position, or any settlement thereof, whether or not he or she holds such position at the time such expenses or liabilities are incurred, except to the extent such expenses and liabilities are covered by insurance and except in such cases wherein such person is adjudged guilty to willful misfeasance in the performance of his duties; provided that, in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the corporation. Nothing herein shall, however, be deemed to obligate the Association to indemnify any Owner who is or has been a Board member or officer of the Association with respect to any duties or obligations assumed or liabilities incurred by him under and by virtue of the Declaration as an Owner of a Unit covered thereby.

ARTICLE 10.

INCORPORATOR

The name and address of the incorporator are:

Mercer Park Apartments, Inc.  
c/o Rob M. Tillotson  
Treasurer  
33442 First Way South  
Federal Way, WA 98003

Executed in duplicate on June 29, 1990



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Mercer Park Apartments, Inc.  
Rob M. Tillotson, Treasurer

CONSENT OF CORPORATION TO SERVE AS REGISTERED AGENT

Mercer Park Apartments, Inc., a Washington corporation, hereby consents to serve as Registered Agent, in the State of Washington, for the following corporation, Mercer Park Condominiums Condominium Association. Rob M. Tillotson, Treasurer of Mercer Park Apartments, Inc. understands that as Registered Agent for this corporation, it will be responsible to receive service of process in the name of said corporation; to forward all mail to said corporation; and to immediately notify the office of the Secretary of State in the event of its resignation, or of any changes in the registered office address of Mercer Park Condominiums Condominium Association.

Dated this 29th Day of June 1990

Mercer Park Apartments, Inc.



By: Rob M. Tillotson  
Its: Treasurer

33442 First Way South  
Federal Way, WA 98003