

FILE NO. 88134

ARTICLES OF INCORPORATION  
OF  
OLD MILL TOWN HOUSE  
ASSOCIATION

**FILED**  
IN THE OFFICE OF THE CORPORATION  
COMMISSIONER OF THE STATE OF OREGON  
H.C. 5 - 1969  
FRANK J. HEALY  
CORPORATION COMMISSIONER

In compliance with the requirements of Oregon Revised Statutes, Chapter 61, and Oregon Revised Statutes 317.080(1), the undersigned, all of whom are residents of the State of Oregon and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Old Mill Town House Association, hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 6415 S.W. Canyon Court, Building "R", Portland, Oregon 97225.

ARTICLE III

United Homes Corporation, whose address is 6415 S.W. Canyon Court, Portland, Oregon 97225, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are entirely social purposes and are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

Mill Ridge Town Houses, a portion of the original plat of Old Mill, a subdivision in Section 33, T1N, R1W, W.M., Washington County, Oregon.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Recorder, Washington County, Oregon and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional

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residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Oregon by law may now or hereafter have or exercise.

#### ARTICLE V

##### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

#### ARTICLE VI

##### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;

or

ARTICLES OF INCORPORATION

(b) on December 31, 1974.

ARTICLE VII  
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Wayne C. Rembold	6415 S. W. Canyon Court, Bldg. B
J. Darrell Muyskens	" " " " " " "
Arley E. Kangas	" " " " " " "
Susan M. Honts	" " " " " " "
Michael A. Nelson	" " " " " " "
Brian P. McGuire	" " " " " " "
JoAnne Lacey	" " " " " " "
Bette J. Owen	" " " " " " "
Clinton L. Hergert	1220 S. 356th Street Federal Way, Washington 98002

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLE VIII  
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any

ARTICLES OF INCORPORATION

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nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

## ARTICLE IX

## DURATION

The corporation shall exist perpetually.

## ARTICLE X

## AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

## ARTICLE XI

## FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Oregon, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 1st day of December, 1969.

  
Wayne C. Rembold

  
J. Darrell Muyskens

  
Arley E. Kangas

ARTICLES OF INCORPORATION

State of Oregon  
County of Multnomah

I, Bette Jean Owen, a notary public for Oregon, hereby certify that on the 1st day of December 1969, personally appeared before me Wayne C. Rembold, J. Darrell Huyskens, Arley E. Kangas who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as inc orporators, and that the statements therein contained are true.

*Bette Jean Owen*  
\_\_\_\_\_  
Notary Public for Oregon

My Commission expires October 27, 1972

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\$10.00 fee required

**FILED**  
 IN THE OFFICE OF THE SECRETARY  
 OF STATE OF THE STATE OF OREGON  
 JAN 23 1990  
 CORPORATION DIVISION

**ARTICLES OF AMENDMENT  
 OF  
 OLD MILL TOWN HOUSE ASSOCIATION**

WHEREAS, the Articles of Incorporation of Old Mill Town House Association were filed with the office of the Corporation Commissioner of the State of Oregon on December 5, 1969;

WHEREAS, the Articles of Incorporation require the assent of seventy-five percent (75%) of the entire membership to amend the Articles of Incorporation;

NOW, THEREFORE, at a duly called meeting of Old Mill Town House Association for the purpose of amending the Articles of Incorporation, a seventy-five percent (75%) affirmative vote was received for the following amendments:

A. Article I shall be deleted in its entirety and replaced with the following:

**ARTICLE I**

The name of the corporation is Millridge Homeowners Association, hereafter called the "Association."

~~B. Article III shall be deleted in its entirety and replaced with the following:~~

**ARTICLE III**

~~A. Richard Vial, whose address is Suite 1900, One S.W. Columbia Street, Portland, Oregon 97258-2087, is hereby appointed the registered agent of this Association.~~

These amendments were adopted on Nov 7, 1989.

OLD MILL TOWN HOUSE ASSOCIATION

By: Richard D. Richard  
 President

By: Ann Tracy Hill  
 Secretary

*Ref 10-29-89  
 10-27-89  
 10-10*

*HP  
 23  
 P*

STATE OF OREGON )  
 ) ss.  
County of Washington )

Before me this 6<sup>th</sup> day of December, 1989, appeared the above-named KENNEDY N. PRICHARD - ANN TERRY HILL who acknowledged that he/she is the President and the above-named ANN TERRY HILL who acknowledged that he/she is the Secretary of Old Mill Town House Association, and that they executed the within instrument on behalf of the corporation by authority of its Board of Directors.

Before me:

Blaine D. Shaw  
NOTARY PUBLIC FOR OREGON  
My Commission Expires: 6-11-92



08813412

STATE OF OREGON  
CORPORATION DIVISION  
255 Capitol St NE  
Salem, Oregon 97310-1327

**FILED**  
NOV 9 1999  
OREGON  
SECRETARY OF STATE

MILLRIDGE HOMEOWNERS ASSOCIATION  
ATTN: JEAN ARCHER  
12725 SW 66TH AVE STE 107  
PORTLAND OR 97223

OCTOBER 6, 1999

ACTION: REINSTATEMENT  
ENTITY TYPE: DOMESTIC NON-PROFIT (831.115)  
REGISTRY #: 088134-12  
RE: MILLRIDGE HOMEOWNERS ASSOCIATION

Please complete and return this letter and any enclosed documents so that we can file the requested reinstatement.

Please submit \$90.00 to cover the fees for the requested reinstatement.

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 1-28-94.

The reason(s) for administrative dissolution has been eliminated or did not exist.

By: Nancy A. Olson Date: 10-15-99  
(Authorized Signature)

PLEASE RETURN THIS LETTER AND ALL DOCUMENTS WITH YOUR RESPONSE AS SOON AS POSSIBLE. IF WE DO NOT HEAR FROM YOU IN 45 DAYS, YOUR ACTION WILL NOT BE COMPLETED.

Document Review/Data Entry  
Corporation Division

(503) 986-2200

ENC: Duplicate Annual Report

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10269980083

LNP  
NONOTH-814200-06-87

*[Handwritten signature]*



Secretary of State  
Corporation Division  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327

Phone: (503) 986-2200  
Fax: (503) 378-4381  
www.sos.state.or.us/corporation/corphp.htm

Registry Number: 088134-12  
Date of Incorporation: 12/06/1969  
Type: DOMESTIC NONPROFIT  
CORPORATION

08/04/2003

JERRY WEINERT  
1598 NW 143RD  
PORTLAND OR 97229

FILED

AUG 22 2003

OREGON  
SECRETARY OF STATE

RE: MILLRIDGE HOMEOWNERS ASSOCIATION  
APPLICATION FOR REINSTATEMENT AMENDED

Please complete and return this letter and any enclosed documents for filing the requested reinstatement/reactivation.

Submit \$80.00 for the required fees.

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 2-5-01.

Your 2003 annual report will be due on 12-5-03. We will be sending it out to you approximately 45 days in advance.

The reason(s) for administrative dissolution has been eliminated or did not exist.

By: Ron J. [Signature] agent Date: August 14, 2003  
(Authorized Signature)

Any fees submitted with this document are nonrefundable and will be held for 45 days. If the document is returned for filing within 45 days no additional fees will be due unless otherwise stated in this letter.

Business Registry  
Corporation Division  
(503) 986-2200

*[Handwritten signature]*

JOESEA  
NONFILEABLE  
08/04/2003