

ARTICLES OF INCORPORATION
OF
HOMES ASSOCIATION OF CEDAR HILLS

(Incorporating all amendments through July 1, 2003)

KNOW ALL MEN BY THESE PRESENTS, that we, W.A. HAMMOND, C. R. WALSTROM, and HUGH E. ROSSON, desiring to form a non-profit corporation under and by virtue of the provisions of the laws of the State of Oregon relating to the incorporation of non-profit corporations, do hereby associate ourselves together and make, execute and adopt, in triplicate, the following Articles of Incorporation, to-wit:

ARTICLE I

The name assumed by this corporation and by which it shall be known is HOMES ASSOCIATION OF CEDAR HILLS and its duration shall be perpetual.

ARTICLE II

The objects, business and pursuits of this corporation are and shall be:

1. To approve plans and specifications for the construction and material alteration of dwelling houses, garages, fences, walls and other structures erected or altered upon real property subject to Declaration of Restrictions executed in favor of or the powers under which have been assigned to and accepted by this corporation. Said real property is hereinafter referred to as "said property."
2. To provide for the appointment, and to appoint, three persons to constitute a Review Board to assist this corporation in all things relating to the approval of said plans and specifications and in such other matters as this corporation by its Board of Directors may from time to time assign to such Review Board. The members of said Review Board need not be members of this corporation and shall hold office for such time as this corporation by resolution of its Board of Directors may provide, and shall receive such compensation as the Board of Directors of this corporation may from time to time determine.
3. To pay all real and personal property taxes and assessments which may be levied by any municipal or other governmental authority upon the streets and parks now or hereafter opened, laid out or established and other open spaces maintained and acquired for the general use of the owners of lots or building sites within said property, or any improvements thereon.
4. To improve and maintain such streets, parks and other open spaces, including all grass plots, parking strips, and other planted areas within the lines of said streets, situated in said property, as shall be maintained for public use or for the general use of the owners of lots or building sites within said property and their successors in interest, insofar as such costs

are not adequately provided for by any municipal authority, and to plant and maintain shrubs, trees, flowers and grass in such parks, open spaces, grass plots, parking strips and other planted areas.

5. To provide for the sweeping, cleaning, sprinkling and lighting of the streets within or bordering upon said property, collecting and disposing of street sweepings therefrom and rubbish, ashes, garbage, and the like from said property, and providing community police and/or watchman service therefor, in order to maintain the quality of said property as a high-class residential district, as determined by the Association, taking into account services provided by a public entity; maintaining and operating sewers and a sewage disposal plant, and the maintenance and repair of all streets including the sidewalks thereon.
6. To care for vacant, unimproved or unkept lots and plots, removing grass and weeds therefrom and any other things necessary or desirable in the judgment of this corporation to keep said property and the plots contiguous thereto in neat and good order.
7. To erect and maintain adequate signs and signposts for the marking of streets within and adjoining said property.
8. To provide for fire protection for said property and the structures thereon but only until such time as such fire protection may be provided by any municipal authority.
9. To enforce the conditions, restrictions and charges at any time created for the benefit of said property and the owners thereof, or to which said property or any part thereof may at any time be subject, and to pay the expenses incident to the enforcement of the same and the collection of said charges.
10. To pay the expenses incident to the conduct of the business of this corporation and all licenses, franchises or other taxes or assessments levied against this corporation or payable by it.
11. To construct, improve, maintain and operate on said property or on adjacent property parks and parkways, statues, fountains and other ornamental features, tennis courts, schools, churches, playgrounds and a community clubhouse and acquiring land therefor.
12. To fix the annual charges or assessments to which said property may be subject in accordance with any Declaration of Restrictions applicable thereto, and to receive and collect such annual charges or assessments and enforce any lien which may be provided to secure the payment of the same.
13. To expend the moneys so collected, received or derived from said annual charges or assessments in paying and discharging the costs, expenses and obligations incurred by this corporation in carrying out any or all of the purposes of this corporation.

14. To exercise such powers of control, interpretation, construction, consent, decision, determination, modification, amendment, cancellation and annulment with reference to the conditions, restrictions and charges now or hereafter imposed upon said property as may be vested in, delegated or assigned to this corporation and such duties with respect thereto as may be assigned to and assumed by this corporation.
15. To purchase, acquire, own, hold, use, enjoy, mortgage, sell, convey and deal in such real and personal property as may be necessary or convenient to carry out the objects of this corporation.
16. To receive gifts, donations, bequests and devises of real and personal property.
17. To incur indebtedness and as evidence thereof to issue notes, bonds, debentures or other evidences of indebtedness and to secure the payment of the same by the mortgaging, pledging or hypothecation of any real or personal property of the corporation.
18. To do and perform any and all other acts which may be necessary for or proper or incidental to the fulfillment of any of the foregoing purposes.
19. To enjoy all the rights, powers and privileges now conferred upon or hereafter granted to non-profit corporations organized under the laws of the State of Oregon, it being expressly provided that the foregoing enumeration of powers shall not limit in any manner the rights, powers and privileges of this corporation otherwise conferred, permitted or granted by law.

ARTICLE III

The estimated value of the property and money possessed by this corporation at the time of making these Articles of Incorporation is \$100.00 and the sources of its revenue and income are the annual charges or assessments against said property, hereinabove referred to, voluntary gifts, and contributions.

ARTICLE IV

The number of Directors of this corporation shall be seven (7); such number may be fixed and changed from time to time by amendment of the By-Laws of this corporation.

The directors shall be elected by a majority vote of the members of this corporation present and voting at said annual meeting and shall serve for two years and until their successors have been elected and qualified; provided, however, that the terms of four directions, to be selected by the Board of Directors, shall expire on May 12, 1953.

Directors shall be nominated only by petition. Each nominating petition shall be signed by ten members of the Association and filed with the Secretary of the Association twenty or more days prior to the annual meeting.

The members of the corporation shall be Cedar Hills Co., an Oregon Corporation, the incorporators hereinabove named, and all others who are the owners of record of one or more building sites on said property or who, while holding a contract for the purchase of any building site in said property from Cedar Hills Co., shall reside upon the building site described in such contract. Such ownership or such holding of a contract of purchase and residence shall be the sole qualification for membership in this corporation and certificates of membership shall be issued to the members of this corporation accordingly. When such qualifications shall cease as to any member, membership of such member shall lapse and the certificate therefor be void. The voting power and the property rights and interest of each member of this corporation shall be unequal and the general rules applicable to all members by which the voting power and the property rights and interests respectively of each member may and shall be determined and fixed are as follows:

- (a) For such purpose, and wherever the term "building site" is used in these Articles of Incorporation, a "building site" shall be taken to be either a numbered lot forming a part of said property or a parcel consisting of a portion of any lot (other than a corner lot) or contiguous portions of any two or more contiguous lots (other than corner lots) permitted by the restrictions applicable thereto and thereby allowed to be used as a site for a dwelling house or such other structure as is permitted by the restrictions applicable thereto.
- (b) Upon all matters that come before the members of the Association, each member of this corporation who is the owner (by deed or contract) of one such building site shall have one vote and each member who is such owner of more than one such building site shall have as many votes as there are such building sites of which said member is such owner; provided, however, that in case of joint ownership of a building site or building sites, the joint owners shall be considered as a single voting unit and entitled to one vote only for each building site so jointly owned. Each member of this corporation shall have such an interest in all the property of this corporation as is represented by the ratio of the number of votes to which such member is entitled to the total number of numbered lots included within said property; provided, however, that such interest is and shall be appurtenant to the building sites within said property of which such member is the owner.

This corporation is not organized for and does not contemplate pecuniary gain or profit to the members thereof.

ARTICLE V

The address of the principal office of this corporation is 1521 SW Marlow, Suite A, Portland, Oregon 97225.