

ARTICLES OF INCORPORATION
OF
LAKE SAMISH ASSOCIATION

The undersigned, acting as an incorporator under the Washington Nonprofit Corporation Act (Revised Code of Washington 24.03) hereby adopts and executes the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is: Lake Samish Association.

ARTICLE II

Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III

Purposes

The purposes for which this corporation, a nonprofit charitable organization, is formed are:

1. The purpose of the Lake Samish Association is to promote, encourage, protect and enhance the social, public safety and environmental qualities of life in the greater Lake Samish basin and adjacent interdependent areas; and
2. To engage in any other lawful activity which may hereafter be authorized from time to time by the Board of Directors; provided, however, that the purposes for which the corporation is formed shall at all times be consistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

ARTICLE IV

Powers

This corporation shall have the power to do all lawful acts or things necessary, appropriate, or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act.

ARTICLE V

Influence Legislation

No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

Registered Office

The name and address of the registered agent and office of this corporation is BD Services Corporation, 300 North Commercial St. Bellingham, Washington 98225. The written consent of such person to serve as registered agent is attached hereto.

ARTICLE VII

Board of Directors

The management of this corporation shall be vested in a Board of Directors. The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation; provided, that the initial director(s) of the corporation and their addresses are;

Daniel Bult - President (5/08 - 4/10)
1333 Roy Road
Bellingham, WA 98229

Rita Wefer - Vice President (5/07 - 4/09)
847 E. Lake Samish Drive
Bellingham, WA 98229

Pam Nolan - Secretary (5/08 - 4/10)
1377 Roy Road, Bellingham WA 98229

Jackie Lafata-Rinker - Treasurer (5/07 - 4/09)
855 W. Lake Samish Drive
Bellingham, WA 98229

Kathy Ploeger - Communications Chair (5/07 - 4/09)
631 E. Lake Samish Drive
Bellingham, WA 98229

Barbara Dykes - Issues Chair (5/08 - 4/10)
1350 Roy Road
Bellingham, WA 98229

Lisa Troupe - At Large Board Position 1 (5/07 - 4/09)
535 Summerland Road
Bellingham, WA 98229

Steve Brinn - At Large Board Position 2 (5/08 - 4/10)
891 E. Lake Samish
Bellingham, WA 98229

Joan Ellsworth - Ex-President (5/08 - 5/09)
156 Shallow Shore Road
Bellingham, WA 98229

The initial director(s) shall serve until their successors are appointed and qualified.

ARTICLE VIII

Director Liability

No director shall have personal liability to the corporation for monetary damages for conduct as a director; provided that this provision shall not eliminate the liability of a director for acts or omissions that involve intentional misconduct by a director or a knowing violation of law by a 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.

ARTICLE IX

Bylaws

The Board of Directors is authorized to make, alter, amend, or repeal the Bylaws of this corporation.

ARTICLE X

Limitations

This corporation shall have no capital stock and no part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(3) of the Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax or (b) by a corporation the contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE XI

Distributions upon Dissolution

Upon any dissolution of this corporation under provisions of the laws of the State of Washington for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to the Federal Veterans Administration. In no event shall any of the corporation's assets be distributed to the officers, directors, or members of the corporation.

ARTICLE XII

Amendments

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the directors present at a meeting of the Board of Directors.

ARTICLE XIII

Members

Any individual, family, institution, group or organization that supports the purposes and goals of the Association may become a member of the corporation. The process and conditions for admission to membership, member rights and termination of membership are specified by the By-Laws of the corporation.

ARTICLE XIV

Incorporator

The name and address of the incorporator is:

Name

Address

Dan Bult

1333 Roy Road
Bellingham, WA 98229

DATED this ____ day of _____, 2009.

_____, Incorporator

BD Services Corporation does hereby consent to serve as registered agent, in the State of Washington, for the following corporation: Lake Samish Association. BD Services

Corporation understands that as agent for the corporation, it will be its responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer(s) of the corporation; and to immediately notify the Office of the Secretary of State of its resignation or of any changes in the address of the registered office of the corporation for which it is the agent.

DATED this ____ day of _____, 2009.

BD Services Corporation

Debbie Nelson, Treasurer