

RECORDED BY SNOHOMISH COUNTY: BOB TERWILLIGER, AUDITOR

After recording return to:
Jane Koler, Esq.
Casey & Pruzan
720 - 3rd Ave., #1800
Seattle, WA 98104

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RECORDED

BYLAWS

96 JUN 10 PM 4:15

OF

AUDITOR
SNOHOMISH COUNTY, WASH.
DEPUTY _____

AMBERLEIGH HOMEOWNERS ASSOCIATION

9606100518

ARTICLE I
NAME AND LOCATION

The name of the corporation is Amberleigh Homeowners Association, hereinafter referred to as the "Association". The initial registered office of the Association shall be located at 11555 Northup Way, Bellevue, Washington 98004, but meetings may be held at such places within the State of Washington, Counties of King or Snohomish, as may be designated by the Board.

ARTICLE II
APPLICATION OF BYLAWS

These Bylaws and the rules and regulations established from time to time by the Association for the use and operation of Amberleigh Homeowners Association shall apply to all present or future members of the Association, lot owners, or others having a full or partial legal or equitable interest in a lot, mortgages, lessees, tenants, licensees, and occupants of lots, and their guests and employees, and any other persons using any lot or any of the common property.

ARTICLE III
DEFINITIONS

The terms used in these Bylaws shall have the same meaning as in the Declaration of Covenants, Conditions and Restrictions for Amberleigh Homeowners Association (hereinafter "Declaration") as they may be amended from time to time, unless specifically indicated to the contrary.

ARTICLE IV
PURPOSES

The Association is incorporated as a not-for-profit for the accomplishment of the following objectives and any other objectives which may appear conducive to the interest and benefit of the members of the Association.

ARTICLE V
BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1: Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be Members of the Association.

Section 2: Term of Office. At the first annual meeting after the Development Period, the Members shall elect one (1) director for a term of one (1) year, one (1) director for a term of two (2) years and one (1) director for a term of three (3) years; and at each annual meeting thereafter the Members shall elect one (1) director for a term of three (3) years.

Section 3: Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining Members of the Board and shall serve for the unexpired term of his predecessor.

Section 4: Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5: Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE VI
MEETINGS OF THE BOARD OF DIRECTORS

Section 1: Regular Meetings. Regular meetings of the Board of Directors shall be held quarterly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should such meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2: Special Meetings. Special meeting of the Board of Directors shall be held when called by the president of the Association, or by any two (2) directors after no less than three (3) days notice to each director. Attendance by a director at any special meeting shall constitute a waiver of notice of such meeting except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

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Section 3: Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which quorum is present shall be regarded as the act of the Board.

ARTICLE VII
NOMINATION AND ELECTION OF DIRECTORS

Section 1: Nomination. Nomination for election to the Board of Directors shall be made by a nominating committee. Nominations may also be made from the floor at any annual or special meeting of the Members. The nominating committee shall consist of a chairman, who shall be a Member of the Board of Directors, and two (2) or more Members of the Association. The nominating committee shall be appointed by the Board of Directors prior to each annual meeting of the Members, to serve from the close of such annual meeting until the close of the next annual meeting, and such appointment shall be announced at each annual meeting. The nominating committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among Members or non-Members.

Section 2: Election. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, one (1) vote. The persons receiving the largest number of votes shall be elected. Such election may, in the discretion of the Board of Directors, be conducted by mail.

ARTICLE VIII
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1: Powers. The Board of Directors shall have the power to:

- (a) Maintain Lots. If necessary, maintain any Lot if such maintenance is reasonably necessary in the judgment of the Board to (1) protect Common Areas and Common Maintenance Areas or (2) preserve the appearance and value of the Properties or Lot. The Board may authorize such maintenance activities if the Owner or Owners of the Lot have failed or refused to perform maintenance within a reasonable time after written notice of the necessity of such maintenance has been delivered by the Board to the Owner or Owners of such Lot, provided that the Board shall levy a special assessment against the Owner or Owners of such Lot for the cost of such maintenance.

(b) Maintain Security. Pay all costs deemed appropriate by the Board to ensure adequate security for the Lots and Common Areas constituting the residential community created on the Properties.

(c) Enforce Provisions. Take any and all actions necessary to comply with and enforce the provisions and requirements of the Declaration, the Articles of Incorporation and these Bylaws, and all powers and rights as provided in the Declaration.

(d) Exercise all powers set forth in RCW 24.03.035.

Section 2: Duties. It shall be the duty of the Board of Directors to:

(a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members;

(b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) To fix, levy and collect assessments as provided in the Declaration;

(d) Cause the Common Area to be maintained;

(e) Issue, or to cause an appropriate officer to issue, upon demand by any person or entity, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(f) Cause the utility charges for the Common Area to be paid as appropriate;

(g) Cause all officers or employees having fiscal responsibilities to be bonded as it may deem appropriate;

(h) To obtain insurance as provided in the Declaration;

(i) Cause the landscaping to be maintained as provided in the Declaration.

(j) Cause the taxes on the Common Area to be paid; and

(k) Perform any and all duties necessary to comply with the provisions and requirements of the Declaration, the Articles of Incorporation and these Bylaws.

**ARTICLE IX
COMMITTEES**

The Board of Directors shall appoint a nominating committee, as provided in these Bylaws, and such other committees as are deemed appropriate in carrying out its purpose.

**ARTICLE X
MEETINGS OF MEMBERS**

Section 1: Annual Meeting. The first annual meeting of the Members shall be held after the development period as provided in the Declaration, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year thereafter, at the hour of 7:00 p.m. unless the time of such meeting shall be changed by resolution of the Board of Directors. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2: Special Meetings. Special meetings of the Members may be called at any time by the president or by the Board of Directors, or upon written request of the Members who are entitled to vote one-third (1/3) of the total votes of the entire membership.

Section 3: Notice of Meetings. Unless otherwise specifically provided in the Declaration, or in the Articles or Bylaws, written notice of each meeting of the Members shall be given by, or at the direction of, the secretary or person authorized to call the meeting by mailing a copy of such notice, postage prepaid, not less than ten (10) days nor more than fifty (50) days before such meeting to each Member entitled to vote, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day, and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

Section 4: Quorum. Unless otherwise specifically provided in the Declaration, the presence at a meeting of Members or proxies entitled to vote or cast seventy-five percent (75%) of the votes of the membership shall constitute a quorum. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirements set forth above and the required quorum at such subsequent meeting

shall be one-half (1/2) of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 5: Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

Section 6: Action Taken Without Meeting. Any action required to be taken at a meeting of the Members or any action which may be taken at a meeting of the Members may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the Members entitled to vote with respect to the subject matter thereof.

ARTICLE XI OFFICERS AND THEIR DUTIES

Section 1: Enumeration of Officers. The officers of this Association shall be a president, a vice president, secretary and a treasurer and such other officers as the Board may from time to time by resolution create.

Section 2: Election by Officers. The officers of this Association shall be elected annually by the Board.

Section 3: Term. Each officer shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise be disqualified to serve.

Section 4: Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5: Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6: Vacancies. A vacancy in any office may be filled in the manner prescribed for special appointments. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7: Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices created pursuant to Section Four of this Article.

Section 8: Duties. The duties of the officers are as follows:

PRESIDENT

(a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

VICE PRESIDENT

(b) The vice president shall act in the place and stead of the president in event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

SECRETARY

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; keep appropriate, current records showing the Members of the Association, together with their addresses, and shall perform such other duties as required by the Board.

TREASURER

(d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association along with the president; keep the proper books of account; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the Members.

**ARTICLE XII
BOOKS AND RECORDS**

The Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Members, Board of Directors, and committees having any of the authority of the Board of Directors. The Association shall keep at its registered office or principal office in this state a record of the names and addresses of its Members entitled to vote. All books and records of the Association may be inspected by any Member, his agent, his attorney or his mortgagee, for any proper purpose at any reasonable time.

**ARTICLE XIII
AMENDMENTS AND CONFLICTS**

Section 1: Meeting and Majority Required. These Bylaws may be amended at a regular or special meeting of the Members, by a vote of seventy-five percent (75%) of the total votes of the entire membership; provided, however, no material amendment to the Bylaws shall be made unless thirty (30) days written notice of said proposed material amendment is given by the Association to institutional holders of first mortgage liens or equivalent liens who have requested notice thereof in writing.

Section 2: Conflicts. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

**ARTICLE XIV
WAIVER OF NOTICE**

Whenever any notice is required to be given to any Member or Director of the Association under the provisions of these Bylaws, a waiver thereof, in writing, signed by the persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

**ARTICLE XV
GENDER**

This Declaration is to be read with all changes of number and gender required by the context.

RECORDED BY SNOHOMISH COUNTY: BOB TERWILLIGER, AUDITOR

ARTICLE XVI
FISCAL YEAR

The Association shall operate on a fiscal year commencing on October 1 and ending on September 31.

IN WITNESS WHEREOF, we, being all of the officers of Amberleigh Homeowners Association, have hereunto set our hands this 30 day of May, 1996.

William E. Buchan
WILLIAM E. BUCHAN

W. Carl Buchan
W. CARL BUCHAN

Karen Buchan
KAREN BUCHAN

STATE OF WASHINGTON)
COUNTY OF King) ss

On this 30 day of May, 1996, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared WILLIAM E. BUCHAN, to me known to be the individual described in and who executed the within foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed on the day and year first above written.

[Signature]
NOTARY PUBLIC in and for
the State of Washington,
residing at Seattle



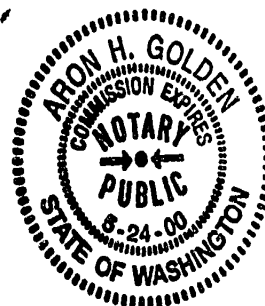
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STATE OF WASHINGTON)
) ss.
COUNTY OF King)

On this 30 day of May, 1996, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared W. CARL BUCHAN, to me known to be the individual described in and who executed the within foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed on the day and year first above written.

[Signature]
NOTARY PUBLIC in and for
the State of Washington,
residing at Seattle



STATE OF WASHINGTON)
) ss.
COUNTY OF King)

On this 30 day of May, 1996, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared KAREN BUCHAN, to me known to be the individual described in and who executed the within foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed on the day and year first above written.

[Signature]
NOTARY PUBLIC in and for
the State of Washington,
residing at Seattle



RECORDED BY SNOHOMISH COUNTY: BOB TERWILLIGER, AUDITOR

2068284435 WILLIAM BUCHAN INC.

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LEGAL DESCRIPTION

PARCEL A:

LOT 3, MILLERS VILLAGE, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 46 OF PLATS, PAGE 162 THROUGH 164, IN SNOHOMISH COUNTY, WASHINGTON; EXCEPT PORTION LYING WITHIN MILLERS VILLAGE 2 AND 3; BINDING SITE PLAN RECORDED MAY 20, 1987 UNDER RECORDING NUMBER 8705205001.

PARCEL B:

THAT PORTION OF LOT 3 OF THE PLAT OF MILLER'S VILLAGE AS RECORDED IN VOLUME 46 OF PLATS, PAGES 162 THROUGH 164, IN SNOHOMISH COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID LOT 3; THENCE ALONG THE WEST LINE OF SAID LOT THE FOLLOWING COURSES AND DISTANCES; THENCE NORTH 01°15'54" EAST 100.00 FEET; THENCE NORTH 32°57'43" EAST 438.83 FEET; THENCE NORTH 09°29'02" EAST 132.89 FEET TO THE NORTH LINE OF SAID LOT; THENCE ALONG THE NORTH LINE OF SAID LOT THE FOLLOWING COURSES AND DISTANCES; THENCE SOUTH 80°39'58" EAST 112.32 FEET; THENCE SOUTH 10°21'41" WEST 84.13 FEET; THENCE SOUTH 80°17'00" EAST 96.33 FEET TO A POINT OF TANGENCY WITH A 337.50 FOOT RADIUS CIRCULAR CURVE TO THE LEFT; THENCE EASTERLY, ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 08°35'00", AN ARC DISTANCE OF 38.78 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING ALONG SAID CURVE, FROM WHICH THE CENTER BEARS NORTH 03°08'00" EAST, THROUGH A CENTRAL ANGLE OF 03°33'00", AN ARC DISTANCE OF 20.91 FEET; THENCE NORTH 88°35'00" EAST 76.99 FEET TO A POINT OF TANGENCY WITH A 587.50 FOOT RADIUS CIRCULAR CURVE TO THE RIGHT; THENCE EASTERLY, ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 06°20'00", AN ARC DISTANCE OF 64.94 FEET; THENCE SOUTH 84°25'00" EAST 125.29 FEET; THENCE SOUTH 01°02'08" EAST, LEAVING SAID NORTH LINE, 322.76 FEET; THENCE NORTH 88°44'06" WEST, PARALLEL WITH THE SOUTH LINE OF SAID LOT, 288.80 FEET TO A POINT OF TANGENCY WITH A 64.00 FOOT RADIUS CIRCULAR CURVE TO THE RIGHT; THENCE WESTERLY, ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 29°51'27" AN ARC DISTANCE OF 33.35 FEET; THENCE NORTH 58°52'39" WEST 58.05 FEET; THENCE NORTH 22°00'00" EAST 187.96 FEET; THENCE NORTH 03°08'00" EAST 118.00 FEET TO THE TRUE OF BEGINNING;

(ALSO KNOWN AS LOT 3 OF BINDING SITE PLAN RECORDED MAY 20, 1987 UNDER RECORDING NUMBER 8705205001.)

STATE OF WASHINGTON)

COUNTY OF King)

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THIS IS TO CERTIFY THAT ON THIS 22nd DAY OF March 1992, BEFORE ME, THE UNDERSIGNED, A NOTARY PUBLIC IN AND FOR THE STATE OF WASHINGTON, DULY COMMISSIONED AND SWORN, PERSONALLY APPEARED William E. BUCHAN AND

TO ME KNOWN TO BE THE PRESIDENT AND

RESPECTIVELY, OF WILLIAM E. BUCHAN, INC. THE CORPORATION THAT EXECUTED THE WITHIN AND FOREGOING DEDICATION, AND ACKNOWLEDGED THE SAID DEDICATION TO BE THE FREE AND VOLUNTARY ACT AND DEED OF SAID CORPORATION FOR THE USES AND PURPOSES THEREIN MENTIONED, AND ON OATH STATED THAT THEY WERE AUTHORIZED TO EXECUTE SAID INSTRUMENT AND THAT THE SEAL APPLIED (IF ANY) IS THE CORPORATE SEAL OF SAID

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