

RESTATED ARTICLES OF INCORPORATION

OF

OAK HILLS HOME OWNERS ASSOCIATION

Pursuant to the provisions of ORS 61.385 of the Oregon Nonprofit Corporation Law, the undersigned nonprofit corporation adopts the following Restated Articles of Incorporation that shall supersede the heretofore existing Articles of Incorporation and amendments thereto.

ARTICLE I

The name of this corporation is Oak Hills Home Owners Association.

ARTICLE II

The period of duration of Oak Hills Home Owners Association shall be perpetual.

ARTICLE III

The purposes for which the corporation is organized are:

1. To enforce by court proceedings or otherwise the Declaration of Restrictions upon the real property that is described in Exhibit "A" attached hereto and made a part hereof by said reference. Said real property is hereinafter referred to as "said property."

2. To enforce by court proceedings or otherwise all other 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.

3. To approve plans and specifications for the material alteration or addition of dwelling houses, garages, fences, walls and all other structures erected or altered upon said real property. To provide for the appointment of one or more persons to constitute a review board to assist the corporation in all things relating to the approval of said plans and specifications, and in such other matters as the 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.

4. To fix the annual charges and assessments to be levied against said property and to receive and collect such annual charges and assessments and to enforce any and all remedies and liens which may be provided or are available to secure the payment of the same.

5. This corporation is hereby given the power to engage in any lawful activity for which corporations may be organized under Chapter 61 of the Oregon Revised Statutes.

ARTICLE IV

Each member of the corporation shall be subject to charges and assessments by the Board of Directors to raise funds to carry out the aims and purposes of the corporation.

ARTICLE V

The address of the registered office of the corporation is 12th Floor, Bank of California Tower, Portland, Oregon 97205, and the name of the Registered Agent at such address at the time of the adoption of these Restated Articles of Incorporation is James E. Petersen.

ARTICLE VI

The affairs of this corporation shall continue to be managed by a board of nine (9) directors. At each annual meeting, the members shall elect three (3) directors for a term of three (3) years or until their successors have been elected and qualified. The term of office of each director shall begin immediately upon election. Directors shall be elected at said annual meeting by a majority vote of the members of this corporation voting in person or by proxy.

ARTICLE VII

The members of the corporation shall be all owners of record, or holders of a recorded contract for the purchase of one or more lots on said property. Such ownership or such holding of a recorded contract of purchase shall be the sole qualification for membership in this corporation. 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 "lot" is used in these Restated Articles of Incorporation, a "lot" shall be taken to be a numbered lot in any of the recorded subdivision plats set forth in Exhibit "A".

(b) Each member of this corporation who is the owner by deed or recorded contract of one such "lot" shall have one vote, and each member who is such owner of more than one such "lot" shall have as many votes as there are such "lots" of which said member is such owner; provided, however, that in case of joint ownership of a "lot" or "lots", the joint owners shall be considered as a single voting unit and entitled to a total of one vote only for each "lot" so jointly owned. Each

member of this corporation shall have such an interest in all the property owned by 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 "lot" or "lots" within said property of which such member is the owner.

ARTICLE VIII

The corporation is organized as a nonprofit corporation without capital stock and no gains, profits or dividends shall be paid or distributed to any of the members of this corporation, and no part of the income, funds or assets of the corporation shall inure to the benefit of any member, private shareholder or individual or any other person, firm or corporation.

ARTICLE IX

Upon dissolution, all assets of the corporation shall be distributed by the Board of Directors to the County of Washington, State of Oregon, or to any municipal government within the County of Washington and State of Oregon, as the Board of Directors, in their sole discretion, shall deem proper.

ARTICLE X

The corporation shall have authority and power to indemnify any director, officer, employee or agent or former director, officer, employee or agent of the Corporation against all liabilities, costs, expenses (including attorneys' fees), judgments, and, where permitted by law, fines and penalties, imposed upon or actually and reasonably incurred by him, including, without limitation, the cost of settlements, all in connection with or arising out of any threatened, pending or completed action, suit or proceeding, whether civil or criminal, in which he may be or is involved or in which he may be or is made a party by reason of being or having been such director, officer, employee or agent, except in relation to matters as to which he is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty to the corporation and with respect to any such criminal action or proceeding wherein indemnification is permitted by statute, he had no reasonable cause to believe his conduct was unlawful; but the foregoing provision for indemnification shall not be deemed exclusive of, or a limitation upon, any other rights of indemnification to which such persons may be entitled under any Bylaw, agreement, vote of members or disinterested directors, any applicable Oregon

statute, or otherwise, and the corporation is hereby expressly authorized to purchase and maintain insurance on behalf of such director or officer, or other persons entitled by law to the benefits thereof, against any such liabilities, whether or not the corporation would have the power to indemnify such persons against such liabilities under law.

STATEMENT REQUIRED BY ORS 61.370

The name of this corporation is Oak Hills Home Owners Association, and that upon notice being given, the within Restated Articles of Incorporation were adopted November 14, 1978, at an annual meeting of members; that a quorum was present at such meeting, and the Restated Articles of Incorporation received at least two-thirds (2/3) of the votes which members present at such meeting or represented by proxy were entitled to cast.

Linda H. Clark
President, Oak Hills Home Owners
Association

Ludith E. Deal
Secretary, Oak Hills Home Owners
Association

VERIFICATION

I, LINDA H. CLARK, President of
Oak Hills Home Owners Association, do hereby state that I
have read the foregoing Restated Articles of Incorporation,
know the contents thereof, and that said Restated Articles
of Incorporation are true as I verily believe.

Linda H. Clark

STATE OF OREGON)
) ss.
County of Washington)

Personally appeared LINDA H. CLARK,
who being duly sworn, did say that she is President of the Oak
Hills Home Owners Association, that the seal affixed to the
foregoing instrument is the corporate seal of said corporation,
and that said instrument was signed and sealed in behalf of
said corporation by authority of its Board of Directors; and
acknowledged said instrument to be its voluntary act and deed,
and declared that the statements therein contained are true.

BEFORE ME: December 3, 1978

James E. Peterson
NOTARY PUBLIC FOR OREGON
My commission expires:

February 15, 1979