

Name and Return Address:
Paradise Service Associates
261 E Shore Drive
Grapeview, WA. 98546

2165758 MASON CO WA

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PARADISE SERVICE ASSOC #163515 Rec Fee: \$211.50 Pages: 9



Document Title(s)

1. Articles of Incorporation

2. _____

Reference Numbers(s) of Documents Assigned or Released

_____ ADDITIONAL REFERENCE #'S ON PAGE _____

Grantor(s)

1. Paradise Service Associates

2. _____ ADDITIONAL GRANTORS ON PAGE _____

Grantee(s)

1. Same *Public*

2. _____ ADDITIONAL GRANTEE(S) ON PAGE _____

Legal Description (abbreviated form: i.e. lot, block, plat or section, township, range, quarter/quarter)

_____ ADDITIONAL LEGAL IS ON PAGE _____

Assessor's Property Tax Parcel/Account Number(s)

_____ ADDITIONAL PARCEL #'S ON PAGE _____

THE AUDITOR/RECORDER WILL RELY ON THE INFORMATION PROVIDED ON THIS FORM. THE STAFF WILL NOT READ THE DOCUMENT TO VERIFY THE ACCURACY OR COMPLETENESS OF THE INDEXING INFORMATION PROVIDED HEREIN.

**NONPROFIT, NONSTOCK CORPORATION
ARTICLES OF INCORPORATION
OF
PARADISE SERVICE ASSOCIATES**

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, each being of lawful age and citizens of the United States and residents of the State of Washington, pursuant to authority granted by the statute of said State, under Title 24, Chapter 24.05 RCW for the purposes herein specified, do hereby make and subscribe to the following Articles of Incorporation.

ARTICLE I

NAME. The name of the corporation shall be PARADISE SERVICE ASSOCIATES.

ARTICLE II

PLACE OF BUSINESS. The principal place of business of the corporation shall be 261 E Shore Drive, Grapeview, WA. 98546, PO Box 1345, Belfair, WA. 98528. The name of the registered agent of this corporation shall be the elected President.

ARTICLE III

DURATION. The duration of this corporation shall be perpetual.

ARTICLE IV

TRUSTEES. The Board of Trustees shall be synonymous with Board of Directors. The following trustees are also the incorporators for these articles of incorporation.

1. The management of the corporation will be vested in a Board of Trustees; the number of trustees shall be nine and this qualifications, terms of office, manner of election, time and place of meeting and powers and duties of the trustees shall be such as are prescribed by the bylaws of the corporation.
2. The names of the trustees who shall manage the affairs of the corporation until the next Board of Trustees shall be elected by the members, as designated in the bylaws of the corporation, are as follows:

Velinda Brown
321 E Olympic Drive
Grapeview, WA. 98546

William James
1660 E Lakeview Dr.
Grapeview, WA. 98546

Tom Moore
171 E Shore Dr.
Grapeview, WA 98546

Janice Moon
30 E Shore Dr.
Grapeview, WA. 98546

Susan Lord
100 E Boundry Road
Grapeview, WA. 98546

Dean Graves
PO Box 741
Grapeview, WA. 98546

Arlen Schwandt
290 E Mason Lake Dr.
Grapeview, WA. 98546

Maureen Allen
190 Olympic Court
Allyn, WA. 98524

Larry Pazaski
PO Box 217
Belfair, WA. 98528

ARTICLE V

PURPOSES. The purposes for which this corporation is formed are as follows:

1. This is a non-profit corporation, no part of the income of which is distributable to its members, trustees or officers. It is formed for any lawful purpose except the carrying on of a business, trade, avocation or profession for profit.
2. This shall be an association of individuals in corporate form for the purpose of securing for themselves needed services at cost. Said individuals shall be owners of real property lots in Paradise Shore Estates located adjacent to Mason Lake, in Mason County, Washington.
3. Foremost of the objectives and purposes shall be to acquire land by appreciation, purchase, condemnation, or otherwise, and thereon construct, own, repair, operate and conduct a water system supplying water for domestic, irrigating, or other beneficial uses to members of this corporation and no one else. To construct, maintain and use springs, wells, conduits, water pipes, water mains, pipes, sanitary conveniences, water supplies, sprinklers, motors, engines and irrigating machinery, stop and water valves, structures, and other water services necessary to prepare water for domestic uses and carry and distribute such water to its members.

"Domestic uses" as used herein, shall include all uses for the necessities, cleanliness, health, morals, safety, comfort, convenience, or general welfare of a building or home and its appurtenances located on each lot in Paradise Shore Estates.

To acquire, by appreciation, purchase, condemnation or otherwise, the ownership of water, water rights and water privileges in the County of Mason, State of Washington, and to hold, use, sell or lease the same, or any part thereof, for domestic, irrigating and other beneficial uses; also, to acquire by purchase, condemnation or otherwise, the ownership of rights of way over land in said Mason County, so far as the

same may be necessary, for the construction, maintenance, and uses of dams, reservoirs, canals, ditches, pipes, flumes, conduits and aqueducts necessary to collect, store, convey and distribute water for each and all of the aforesaid purposes, and to purchase, own, hold, construct, maintain and use such structures and waterworks and sell or lease the same, or any part thereof.

To buy and sell water from and to individuals, firms and corporations; to hold, own, rent, lease, sell or assign pipelines, mains, flumes, canals, ditches and conduits for the transportation, delivery and sale of water, and to construct, build, maintain and operate the same or any part thereof; to buy, own, sell, lease or rent all such property, real, personal or mixed, if any be necessary in the conduct of its water system aforesaid, and not contrary to law; to construct, maintain and operate such laterals, under crossings or tap lines, for the purpose of supplying water to property owners in Paradise Shore Estates.

4. To take, lease, purchase or construct waterworks which, in general parlance as used herein, means the grounds, buildings or other structures necessary to prepare and supply water for domestic uses and carry and distribute such water; to take, lease, purchase or construct pumping plants, drill wells, construct a distributing system of pipe lines for conveying water to its membership upon and along specified portions of certain streets or county roads within the community comprising Paradise Shore Estates. To purchase or otherwise acquire sites rights of way, water rights and supply of water and any and all things necessary, proper and convenient to enable it to supply a water service for the benefit and interest only of owners of lots in Paradise Shore Estates as members of this corporation and to no one else.
5. This corporation, likewise, shall have the right to lay, maintain, acquire and operate in and under the streets, alleys, county roads and highways within Parade Shore Estates, such water system with its necessary pipes, conduits, mains and other necessary mechanical equipment, together with all easements incidental or necessary for the distribution, operation, maintenance, repair or replacement of such water system. Such water service shall become an appurtenances or covenant inseparably attached to the land of each lot in Paradise Shore Estates.
6. To purchase, acquire, sell and distribute to and for its members only, as an association of consumers, water, on a strictly cooperative basis without profit to the corporation, but with express inhibition against engaging in any business for hire or serving the general public; there being no intention nor purpose of selling water or to furnish water to others than owners of lots in Paradise Shore Estates.
7. This corporation is hereby authorized and empowered to obtain a franchise from the County Commissioners of Mason County, Washington, to use the rights of way on streets, alleys, county roads and highways within the confines of Paradise Shore Estates

for the construction, maintenance and operation of waterworks, water systems, sewers and other such facilities.

8. It is the corporate purpose of the members of this corporation, as owners of the fee of the abutting properties, to merely exercise their legal rights to use the subsurface of the streets, alleys, county roads and highways for all lawful purposes that are consistent with the full enjoyment of the easement acquired by the public for travel and transportation.
9. The water produced by the corporation shall not be supplied to land other than that entered in the corporation's books and according to the water plan of the corporation; further, that each member's share shall be definitely allotted to one lot or lots owned by an owner as per plans and specifications of the corporation. No transfer of a member's water permit shall be made to alienate the water from the land to which it was originally applied.
10. To acquire, construct, own, operate and maintain needed facilities such as a structure where corporate and community meetings may be held and to provide needed recreational and beach facilities, including adjacent dock facilities where members may launch and moor their pleasure boats in Mason Lake, and the lagoon on Tract "A" all in Paradise Shore Estates, all as a service for the benefit of members of this corporation exclusively and not otherwise and to do so on a nonprofit basis.
11. To construct for street lighting if and as needed. To service sundry other needs generally of the members of this corporation, and no one else, as such needs may be deemed desirable in the wisdom of the Board of Trustees, as a proper community service, which service shall be on a nonprofit basis.
12. Not more than one membership may be held, owned or controlled by any one person, partnership, corporation, or association, and each member is limited to one vote in the affairs of the corporation. The corporation shall supply such water service, or other service to its members only and does not intend in the future to render service to or for the public.
13. This corporation is forbidden to engage in any business, trade, avocation or profession FOR GAIN, on penalty of forfeiting its right to exist and having a judgment of dissolution entered against it in an action brought by the State of Washington and hereinafter set forth.
14. Nothing herein contained shall be constructed to forbid this corporation accumulating a surplus fund through membership fees and dues, and from charges made by its members for services rendered or supplies furnished them by it, and the distribution of such fund among the members in the manner provided by the bylaws.

15. This corporation does not intend to engage in a utility business nor has it offered, nor does it intend to offer, to engage in such business whatsoever. This corporation merely offers to serve only particular individuals of its own selection. The controlling factor of the corporation is that it will not dedicate or deviate its facilities to public use nor will it ever hold itself out as serving, or ready to serve, the general public or any party of it but rather shall confine its service to eligible members who shall be real property lot owners in Paradise Shore Estates. Its members shall not stand in the relation of members of the public needing the protection of the State Public Service Commission in the matter or rates and service supplied by an independent corporation. Its services shall not be affected with a public interest and therefore it shall not be subject to public regulation. It shall function on a cooperative basis, typifying an arrangement under and through which the users of a particular service, and the consumers of a particular product, operate the facilities which they themselves own. The service which is to be supplied only to members, shall be at cost and its surplus, if any, shall be returned ratably according to the amount of each member's consumption. It shall be a league of individuals associated together in corporate form for the sole purpose of procuring for themselves a needed service at cost.

Thus, it shall not be a State Public Service Corporation. There shall be no dedication of services to a public use so as to entitle the public generally to demand water, light, or other services as a matter of legal right. It is specifically stated hereby that this corporation in no manner submits itself to the jurisdiction of the State Utilities and Transportation Commission of the State of Washington, or to any other public rate making body.

16. This corporation shall be empowered to acquire by grant, gift, purchase, devise or bequest and to hold and dispose of such property as the purposes of the corporation shall require, subject to such limitations as may be prescribed by law for the benefit of the members and not for pecuniary gain.
17. No dividend shall be paid and no part of the income of this corporation shall be distributed to its members, trustees or officers. The corporation may pay compensation in a reasonable amount to its members, trustees or officers for services rendered; may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distributions to its members as permitted by law, and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income.
18. This corporation shall have power to sue and be sued, complain and defend, in its corporate name; to have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.
19. This corporation, for its uses and purposes, may purchase, take by gift, devise or bequest, or otherwise acquire own, hold, improve, use and otherwise deal in and with,

real or personal property, or any interest therein, wherever situated; to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

20. This corporation for its uses and purposes, may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, or obligations of other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

21. This corporation may enter into and make any lawful contracts and incur liabilities and obligations essential to the transaction of its affairs for the purposes for which it is formed. It may borrow money at such rates of interest as the corporation may determine, issue bills, notes, bonds and other obligations or evidences of indebtedness, and secure the same by mortgage or pledge of all or any of its property, franchises and income as its bylaws may provide.

22. This corporation also shall have the following powers:

- a. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested
- b. To conduct its affairs, carry on its operations, and have offices and exercise the powers granted by statute in any State, Territory, District or possession of the United States in any foreign country.
- c. To elect or appoint officers and agents of the corporation, and define their duties and fix their compensation.
- d. To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this State, for the administration and regulation of the affairs of the corporation.
- e. To make donations for the public welfare or for charitable, scientific or educational purposes, and in time of war to make donations in aid of war activities.
- f. To indemnify any Trustee or Officer or former Trustee or Officer of the corporation, or any person who may have served at its request as a Trustee or Officer of another corporation, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such Trustee or

Officer, except in relation to matters through members in a representative suit, against the Officers or Trustees of the corporation for exceeding their authority.

- g. In a proceeding by the Attorney General, as provided by statute, to dissolve the corporation, or in a proceeding by the Attorney General to enjoin the corporation from performing unauthorized acts, or in any other proceeding by the Attorney General, to take such action as may be deemed by its officers as necessary in the premises.

23. If and when State legislative enactments are made, in the future, requiring corporate provisions upon such questions as merger or consolidation with another corporation; dissolution, whether voluntary or involuntary – of this corporation; liquidation by the courts; foreign non-profit corporation activities in this State; annual reports of the corporation to the Secretary of State, or any other applicable enactments; such corporate requirements shall apply prospectively as if enumerated and included herein.

ARTICLE VI

MEMBERSHIPS, NO CAPITAL STOCK, MEMBERS LIABILITY.

1. This corporation is organized for nonprofit purposes and shall have no capital stock, and shares therein shall not be issued. The corporation does not contemplate pecuniary gain and no part of net earnings, if any, shall inure to the benefit of any member or other individual. The interest of each incorporator or member shall be equal to that of any other and no incorporator or member can acquire any interest which shall entitle him to any greater vote or interest than any other member.
2. Memberships, and all rights and incidents thereof, shall be created and governed by such provisions, rules and regulations as may be prescribed by the bylaws of the corporation, including, if any, the issuance of membership certificates. A membership in this corporation may only be terminated by sale of the owner's lot in Paradise Shore Estates and such termination of membership shall be governed by the bylaws of the corporation.
3. The private property of the members of this corporation shall not be liable for the debts of the corporation. Members of this corporation shall have only such financial liability herein as is imposed by their membership in this corporation. However, each member shall be responsible for each lot's share of costs of operation and maintenance of the corporation as interpreted by the Board of Trustees and if said sums remain unpaid they shall run with the lots owned by the member in Paradise Shore Estates as a lien or an encumbrance thereon until paid.
4. This corporation is hereby empowered to levy assessments against its members for the cost of improvements it deems necessary and proper for maintenance of the properties and services of the corporation, and to specify terms of payment therefore. Unpaid charges so made shall be a lien or encumbrance against the lot or lots in Paradise Shore Estates owned by a member; which

lien or encumbrance shall be superior to any and all liens created or permitted against said lot or lots by said owner, his heirs, personal representatives or assigns.

ARTICLE VII

BYLAWS. The authority to make bylaws for the corporation is hereby vested in membership.

ARTICLE VIII

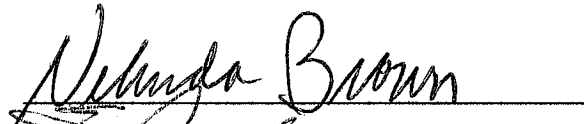
DISSOLUTION. Upon dissolution of the corporation, the net assets shall be distributed to its members in accordance with Section 501(c)(3) of the Internal Revenue Code. This corporation shall not conduct any activities not permitted to be conducted by an organization exempt under the above code.

ARTICLE IX

AMENDMENTS. The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation, in the manner now, or hereafter, prescribed by statute and all rights conferred upon the members of the corporation herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands this 9th day of August, 2021.

Velinda Brown



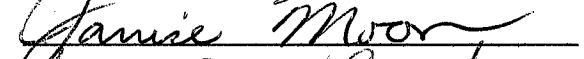
Tom Moore



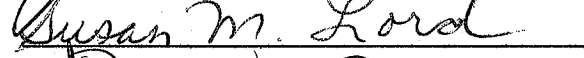
William James



Janice Moon



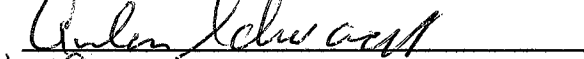
Susan Lord



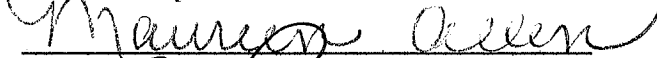
Dean Graves



Arlen Schwandt



Maureen Allen



Larry Pazaski



The above parties have executed these Articles as incorporators and as the Board of Trustees.

Articles of Incorporation
Paradise Service Associates