

ARTICLES OF INCORPORATION
OF
PIONEER VILLAGE HOMEOWNERS' ASSOCIATION, INC.

In compliance with the requirements of Chapter 61, Oregon Revised Statutes, the undersigned, all of whom are residents of the State of Oregon and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is PIONEER VILLAGE HOMEOWNERS' ASSOCIATION, INC., hereafter called the "Association", and its duration shall be perpetual.

ARTICLE II

The principal office of the Association is located at 123 N. W. Seventh St., Corvallis, Oregon 97330.

ARTICLE III

Peter L. Barnhisel, whose address is 123 N. W. 7th Street, Corvallis, Oregon, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within those certain tracts of property described as:

~~PIONEER VILLAGE I and PIONEER VILLAGE II, Benton County, Oregon.~~

and to promote the health, safety and welfare of the residents within the ~~area~~

11/15
OC: 995-1-5
Harold Sullivan
Reg. Rev.

above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Benton County Clerk and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of members entitled to vote or their

proxies;

(f) have and to exercise any and all lawful powers, rights and privileges which a corporation organized under Chapter 61, Oregon Revised Statutes, by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP AND VOTING RIGHTS

Section 1. Every owner of a lot which is subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

Section 2. The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the original owners and developers of the property and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the original owners and developers of the property and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of

three (3) Directors, who must be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Robert T. Behrens	327 N. W. 29th Street Corvallis, Oregon 97330
H. ElRoy Lee	4194 Duane Dr. Salem, Oregon
Robert M. Shaw	3420 N. W. Wishram Dr. Albany, Oregon 97321

The terms of at least one-third of the directors shall expire annually.

ARTICLE VII

DISSOLUTION

The Association may be dissolved with the assent in writing of all members.

ARTICLE VIII

AMENDMENTS

Amendment of these Articles shall require the assent of three-fourths (3/4) of members entitled to vote or their proxies.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Oregon, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 5th day of May , 1972.

/s/ Robert T. Behrens

Robert T. Behrens
327 N. W. 29th St., Corvallis, Oregon

/s/ H. ElRoy Lee

H. ElRoy Lee
4194 Duane Dr., Salem, Oregon

/s/ Peter L. Barnhisel

Peter L. Barnhisel
123 N. W. 7th St., Corvallis, Oregon

STATE OF OREGON)
) ss.
COUNTY OF BENTON)

I, Peter L. Barnhisel, a Notary Public in and for the State of Oregon, hereby certify that on the 5th day of May, 1972, before me personally appeared ROBERT T. BEHRENS, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing document as incorporator, and that the statements therein contained are true.

/s/ Peter L. Barnhisel
Notary Public for Oregon
My commission expires: 1/25/76

STATE OF OREGON)
) ss.
COUNTY OF)

I, Peter L. Barnhisel, a Notary Public in and for the State of Oregon, hereby certify that on the 4th day of May, 1972, before me personally appeared H. ELROY LEE, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing document as incorporator, and that the statements therein contained are true.

/s/ Peter L. Barnhisel
Notary Public for Oregon
My commission expires: 1/25/76

STATE OF OREGON)
) ss.
COUNTY OF BENTON)

I, Betty R. Bates, a Notary Public in and for the State of Oregon, hereby certify that on the 5th day of May, 1972, before me personally appeared PETER L. BARNHISEL, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing document as incorporator, and that the statements therein contained are true.

/s/ Betty R. Bates
Notary Public for Oregon
My commission expires: 8/17/73