

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

I.

These articles of amendment are submitted for the purpose of amending the articles of incorporation of the Arbor Village Homeowners Association.

II.

The following amendment to the protective covenants, conditions and restrictions for Arbor Village was adopted by a majority, exceeding two-thirds of the votes in the association:

In order to carry out the terms of this amendment, the existing board is hereby authorized to increase the number of directors of the association and the architectural control committee. Membership shall be in even numbers, equally divided between Phase 1 and Phase 2. This increase may be adopted by the board without further vote of the members of the association.

III.

The board of directors has adopted the following amendments to the articles of incorporation, pursuant to the shareholder vote:

Article 6, Board of Directors. The affairs of this corporation shall be managed by board of six directors. The number, qualification, term of office, manner of election, time and place of meeting and powers and duties of directors shall be set forth in the bylaws. The names and addresses of the directors who shall manage the affairs of the corporation until the selection of their successors are:

Mr. Andy Terris
c/o The Quadrant Corporation
33309 First Way South, Suite 102A
Federal Way, WA 98003

Mr. John Long
c/o The Quadrant Corporation
P.O. Box 130
Bellevue, WA 98009

Mr. Steve Koenig
c/o The Quadrant Corporation
33309 First Way South, Suite 102A
Federal Way, WA 98003

Ms. Dee Jay Phelps
c/o The Quadrant Corporation
P.O. Box 130
Bellevue, WA 98009

Mr. Corbett J. MacDonald*
27538 140th Ave. S.E.
Kent, WA 98042

Mr. Kenton R. Pope, Jr.*
13918 S.E. 275th St.
Kent, WA 98042

*Appointed by developer for temporary service as
a director pursuant to Protective Covenants.

Article 9, Registered Office and Agent. The
registered agent and office of the corporation
shall be:

Mr. Andy Terris
The Quadrant Corporation
33309 First Way South, Suite 102A
Federal Way, WA 98003

IV.

The amendment was adopted by action of the board of directors on
August 28, 1992. Shareholder vote authorizing the board of

directors' adoption of these amendment was held by mail, and the results were confirmed on January 23, 1992.

DATED this 28 day of AUGUST, 1992.

The Arbor Village Homeowners
Association

By Andy Terris
Andy Terris, President