



**WASHINGTON**  
**Secretary of State**  
 Corporations & Charities Division

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FILED

Secretary of State  
 State of Washington  
 Date Filed: 10/18/2022  
 Effective Date: 10/18/2022  
 UBI No: 601 111 048

This Box For Office Use Only

Filing Fee \$20

To Expedite Filing, Add \$50

**ARTICLES OF AMENDMENT**  
**Washington Nonprofit Corporation**  
RCW 24.03A

All fields **REQUIRED** unless otherwise specified

(1) UBI No.: 601111048

(2) **NAME OF NONPROFIT CORPORATION:** (as currently recorded with the Office of the Secretary of State)  
Spinnaker Ridge Community Association

(3) **BUSINESS TYPE:**

Are you changing your business type? (Check one)  Yes  No If Yes, select the change being made:

WA NONPROFIT PROFESSIONAL SERVICE CORPORATION If selected, see instructions for additional requirements

(4) **BUSINESS NAME CHANGE:** Are you changing your business name? (Check one)  Yes  No

New Name: \_\_\_\_\_

Does the business have a name reserved? (Check one)  Yes  No If Yes, provide the Name Reservation Number

Reservation Number: \_\_\_\_\_

(5) **CHARITABLE NONPROFIT CORPORATION:**

Is the Nonprofit Corporation a Charitable Nonprofit as defined by RCW 24.03A.010(5)? (Check one)  YES  NO

(6) **MEMBERS:** RCW 24.03A.010(45)

Does the Nonprofit Corporation have members? (Check one)  YES  NO

(7) **MEMBER NAME(S):** (optional) attach additional pages if necessary. If names are provided section (6) will be considered as "yes"

Name: \_\_\_\_\_ Name: \_\_\_\_\_

Name: \_\_\_\_\_ Name: \_\_\_\_\_

(8) **PURPOSE OF NONPROFIT CORPORATION:** Required only if changed attach additional pages if necessary

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

(9) **Has your registered agent changed?** (Check one)  YES  NO If Yes, complete page 2

**NEW REGISTERED AGENT:**

**COMMERCIAL REGISTERED AGENT: RCW 23.95.420**

A Commercial Registered Agent is a business or individual that is registered with the Office of the Secretary of State to receive legal documents on behalf of a business. The Commercial Registered Agent’s address has been registered with our office.

Is the Registered Agent a Commercial Registered Agent? (Check one)  Yes  No

If Yes, provide the name of the Commercial Registered Agent: \_\_\_\_\_

**The Commercial Registered Agent must sign the consent to serve below.**

If No, continue below

**NON-COMMERCIAL REGISTERED AGENT**

A Non-Commercial Registered Agent is an individual, business, or an office or position that is not registered as a Commercial Registered Agent.

- If an **individual** is serving as the Registered Agent, only provide the individual’s first and last name below.
- If a **business** is serving as the Registered Agent, only provide the name of the business below.
- If an **office** or **position** within the business is serving as the Registered Agent, only provide the position title such as President, Secretary, Treasurer, or Member below.

**Registered Agent:** Spinnaker Ridge Community Association

Phone: _____	Email: _____
<b>Registered Agent Street Address (required)</b> (Must be a physical address; No PO Box or PMB)	<b>Registered Agent Mailing Address (optional)</b> <input type="checkbox"/> Check if mailing address is the same as street address
Country: <u>United States</u> State: <u>Washington</u>	Country: <u>United States</u> State: <u>Washington</u>
Address : <u>6799 Spinnaker Lane</u>	Address : _____
Zip: <u>98335</u> City: <u>Gig Harbor</u>	Zip: _____      City: _____

**CONSENT TO SERVE AS REGISTERED AGENT - REQUIRED FOR ALL TYPES**

I hereby consent to serve as Registered Agent in the State of Washington for the named business. I understand it will be my responsibility to accept service of process, notices, and demands on behalf of the business; to forward mail to the business; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

_____	_____	_____
<b>Signature of Registered Agent</b>	<b>Printed Name/Title</b>	<b>Date</b>

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**(10) PUBLIC BENEFIT DESIGNATION: RCW 24.03A.245/250 Required only if changed**

1. Is the Nonprofit Corporation currently designated as a Public Benefit Corporation with the Office of the Secretary of State? (Check one)  YES  NO

2. If "yes", does the Nonprofit Corporation still meet the requirements to maintain its Public Benefit designation? (Check one)  YES  NO *If "no" is selected the Nonprofit will not maintain the designation of a Public Benefit Corporation*

2a. If "yes", does the Nonprofit Corporation still elect to have the Public Benefit Designation? (Check one)  YES  NO

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**(11) HOST HOME REGISTRATION: RCW 74.15.315 Required only if changed**

Is the Nonprofit Corporation currently registered as a Host Home with the Office of the Secretary of State? (Check one)  YES  NO

If "yes", does the Nonprofit Corporation elect to maintain its Host Home registration per RCW 74.15.020(2)(o)? (Check one)  YES  NO *If "no" is selected the Nonprofit will not maintain the designation of a Host Home*

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**(12) INITIAL BOARD OF DIRECTORS: (optional) attach additional pages if necessary.**

Does the Nonprofit Corporation elect to remove any of the Initial Board of Directors? (Check one)  YES  NO  
If Yes, list the names of the Initial Board of Directors the Nonprofit Corporation is electing to remove. At least one initial director is required.

Name: \_\_\_\_\_ Name: \_\_\_\_\_

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**(13) INCORPORATOR INFORMATION: (optional) attach additional pages if necessary.**

Does the Nonprofit Corporation elect to remove any of the recorded Incorporators? (Check one)  YES  NO  
If Yes, list the names of the Incorporators the Nonprofit Corporation is electing to remove.

Name: \_\_\_\_\_ Name: \_\_\_\_\_

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**(14) DURATION: Required only if changed** Check ONE of the following

This Company shall have a perpetual duration (default)  This Company shall have a duration of \_\_\_\_\_ years.

This Company shall expire on \_\_\_\_\_

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**(15) ADOPTION OF ARTICLES OF AMENDMENT: Articles of Amendment were adopted by: (Check one)**

The Articles of Amendment were duly adopted by the board of directors; member approval was not required.

The Articles of Amendment were duly adopted and approved by the members in the manner required by the Nonprofit Corporation's articles and bylaws, and by RCW 24.03A.665.

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**(16) DATE OF ADOPTION:**

The date that the Articles of Amendment were adopted was: September 29, 2022

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**(17) DISTRIBUTION OF ASSETS:** *Required only if changed*

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**(18) GOVERNOR(S):** *Required only if changed*

List at least one. Attach additional pages if necessary. NOTE: A business cannot serve as its own Governor.

Name: \_\_\_\_\_ Name: \_\_\_\_\_  
Name: \_\_\_\_\_ Name: \_\_\_\_\_  
Name: \_\_\_\_\_ Name: \_\_\_\_\_

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**(19) EFFECTIVE DATE OF THIS FILING:** Check ONE of the following

Date of filing  Specify a Date \_\_\_\_\_ (cannot be more than 90 days following received date)

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**(20) RETURN ADDRESS FOR THIS FILING:** *(optional)*

If provided, the confirmation regarding this specific filing will be sent to the address below, in addition to the Registered Agent's address.

Attention to: \_\_\_\_\_ Email: \_\_\_\_\_  
Address: \_\_\_\_\_  
City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

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**(21) POSTAL MAIL OPT-IN:** By checking the box the business and Registered Agent will not receive email notifications

The business wants to receive all notifications to the Registered Agent by postal mail

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**(22) AUTHORIZED PERSON:**

I hereby certify, under penalty of law, that the above information is accurate and complies with the filing requirements of state law.

John D Burleigh \_\_\_\_\_ John D Burleigh / General Counsel \_\_\_\_\_ 10/13/2022 \_\_\_\_\_  
Signature of Authorized Person Printed Name/Title Date

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**AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
SPINNAKER RIDGE COMMUNITY ASSOCIATION**

WHEREAS, Articles of Incorporation were filed with the Washington Secretary of State on December 6, 1985 establishing the non-profit corporation known thereafter as the Spinnaker Ridge Community Association pursuant to RCW 24.03, thereafter superseded by RCW 24.03A; and

WHEREAS, pursuant to RCW 24.03A.640 through 24.03A.705 and Article IX of the aforementioned Articles of Incorporation the Articles may be amended upon receiving at least two-thirds of the votes which members present a meeting of the Association or represented by proxy are entitled to cast; and

WHEREAS, the Board of Directors for Spinnaker Ridge Community Association has approved a proposed amendment and directed that it be submitted to a vote of the Owners at a meeting of the members with recommendation for approval; and

WHEREAS, Owners holding no less than two-thirds of the votes which members of the Association are entitled to cast have approved the proposed amendment;

NOW, THEREFORE, the undersigned do hereby certify the Articles of Incorporation for Spinnaker Ridge Community Association have been amended as follows:

***A. Section 5.1, entitled Number of Trustees, is hereby deleted and a new Section 5.1 inserted in its place as follows:***

5.1 NUMBER OF TRUSTEES. The management of the corporation shall be vested in a Board of Trustees consisting of no less than five (5) and no more than eleven (11) as may be determined by the Board of Trustees. The number, qualification, term 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 subject to the provisions of this Article and the Declaration of Covenants, Conditions, Restrictions and Reservations for the Plat of Spinnaker Ridge.

***B. Section 5.3 is hereby deleted in its entirety.***

***C. Section 5.4 is hereby deleted in its entirety.***

***D. Article VII, entitled Voting Rights, is hereby deleted and a new Article VII inserted in its place as follows:***

ARTICLE VII.

Voting: Each member shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership by Article VI.

**E. Article X, entitled By-Laws, is hereby deleted and a new Article X inserted in its place as follows:**

ARTICLE X.

BY-LAWS. The Bylaws may be amended by a majority vote of the membership in attendance at a regular or special meeting called for the purpose of amending the same, or without a meeting as prescribed in the Bylaws upon the written consent of a majority of the entire membership so long as said amendment is not in conflict with these Articles of Incorporation and/or the Association's obligation to the City of Gig Harbor to properly maintain a retention pond and its facilities including, but not limited to, drainage ditches.

**F. Article XI, entitled Dissolution, is hereby deleted and a new Article XI inserted in its place as follows:**

ARTICLE XI.

DISSOLUTION. Dissolution must be approved by no less than two-thirds of the membership at a meeting specifically called for such purpose and notice of said meeting having been duly provided to the membership.

10.1: Upon dissolution of the corporation, the assets, both real, personal and/or intangible, shall be dedicated to the City of Gig Harbor.

**G. This Amendment to the Articles of Incorporation shall take effect upon filing with the Washington Secretary of State.**

Dated this 12 day of October, 2022.

By: George Babbitt  
President, Spinnaker Ridge Community Association

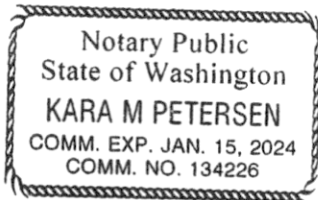
ATTEST: The above amendment was properly adopted.

By: Walter A. [Signature]  
Secretary, Spinnaker Ridge Community Association

STATE OF WASHINGTON )  
 ) ss  
COUNTY OF PIERCE )

I certify that I know or have satisfactory evidence that George Babbitt is the person who appeared before me, and said person acknowledged that ~~he~~/she signed this instrument, on oath stated that ~~he~~/she was authorized to execute the instrument and acknowledge it as the **President of Spinnaker Ridge Community Association** to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: 10/12/22



Kara M Petersen  
(Signature)

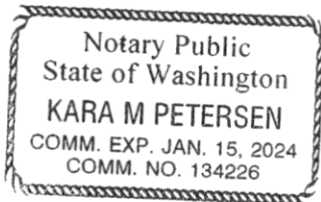
Kara M Petersen  
(Print name)

My appointment expires: Jan 15, 2024

STATE OF WASHINGTON )  
 ) ss  
COUNTY OF PIERCE )

I certify that I know or have satisfactory evidence that Deborah Hanan is the person who appeared before me, and said person acknowledged that ~~he~~/she signed this instrument, on oath stated that ~~he~~/she was authorized to execute the instrument and acknowledge it as the **Secretary of Spinnaker Ridge Community Association** to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: 10/12/22



Kara M Petersen  
(Signature)

Kara M Petersen  
(Print Name)

My appointment expires: Jan 15, 2024



October 13, 2022

*VIA U.S. MAIL*

Washington Secretary of State  
c/o Corporations & Charities Division  
PO Box 40234  
Olympia, WA 98504-0234


**Re: Spinnaker Ridge Community Association**

To Whom It May Concern:

Please find enclosed with this correspondence the Articles of Amendment for the Spinnaker Ridge Community Association (UBI 601111048). Also find enclosed with this correspondence the fee of \$70, including the \$50 fee for expediting of this filing. Thank you for your assistance in getting this document filed and please do not hesitate to contact me if you have any questions regarding the enclosed.

Very truly yours,

**BURLEIGH LAW, PLLC**



John D. Burleigh

JDB:hs

Encl.