



Michigan Department of Treasury

To All To Whom These Presents Shall Come:

I, Allison Green, Treasurer of the State of Michigan, Do Hereby
Certify That Articles of Incorporation of _____

WATERS EDGE CONDOMINIUM ASSOCIATION

are duly filed in this office on the 29th day of March, 1971,
conformity with Act 327, Public Acts of 1931, as amended.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 29th day
of March, 1971.

Allison Green
State Treasurer.

MICHIGAN DEPARTMENT OF TREASURY
CORPORATION DIVISION
LANSING, MICHIGAN

TRUE COPY
MICHIGAN DEPARTMENT
OF TREASURY

DO NOT WRITE IN SPACE BELOW - FOR DEPARTMENT USE		
<p style="text-align: center;"><u>NOTE</u></p> <p>Mail ONE signed and acknowledged copy to:</p> <p style="text-align: center;">Michigan Department of Treasury Corporation Division P.O. Drawer C Lansing, Michigan 48904</p> <p style="text-align: center;">Franchise Fee \$10.00 Filing Fee \$10.00 (Make fee payable to State of Michigan)</p>	Date Received:	<p>FILED MAR 29 1971</p> <p><i>Oliver L. ...</i> STATE TREASURER Michigan Department of Treasury</p>
	MAR 24 1971	

(Non-Profit)
ARTICLES OF INCORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit corporation under the provisions of Act No. 327 of the Public Acts of 1931, as amended, as follows:

ARTICLE I.

The name of the corporation is WATERS EDGE CONDOMINIUM ASSOCIATION

(Please type or print corporate name)

ARTICLE II.

The purpose or purposes for which the corporation is formed are as follows:

This corporation does not contemplate pecuniary gain or profit to the co-owners thereof, and the purpose or purposes for which the corporation is formed are as follows: To provide an entity pursuant to Section 13 of Act 229, Public Acts of 1963 as amended, to administer the affairs of the Waters Edge Condominium, a condominium located in Independence Twp., Oakland County, State of Michigan, and any extensions thereto as may hereafter be brought within the jurisdiction of this Association, and for these purposes to: (a) promote the health, safety and welfare of the residents living within the limits of said land; (b) maintain, repair and replace and operate the condominium property; (c) Own, acquire and build recreation acres, parking areas, playgrounds, streets, walks, including buildings, structures and personal property incident thereto; (d) supplement municipal services; (e) fix assessments to be levied against the co-owners of the condominium project; (f) enforce any and all covenants, restrictions and agreements applicable to the condominium project; (g) pay taxes, if any, and tangible, personal property of the condominium owned or possessed by the co-owners; (h) cooperate or merge with other associations having similar objectives and (i) insofar as permitted by law, do any other things that will promote the common benefit and enjoyment of the residents of the property.

ARTICLE III.

Location of the first registered office is:

6788 Balmoral Terrace, Waterford Oakland Michigan 48095
(No.) (Street) (City) (County) (Zip Code)

Postoffice address of the first registered office is:

6788 Balmoral Terrace, Waterford Oakland Michigan 48095
(No. and Street or P. O. Box) (City) (County) (Zip Code)

ARTICLE IV.

The name of the first resident agent is ROBERT W. TUSON

ARTICLE V.

Said corporation is organized upon a NON-STOCK basis.
(Stock share or non-stock)

(a)

(If upon a stock share basis fill in the following)

The total number of shares of stock which the corporation shall have authority to issue is

_____ of the par value of \$ _____ per share.
(No. shares)

A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows: _____

(b)

(If upon a non-stock basis strike out paragraph (a) above and fill in the following)

The amount of assets which said corporation possesses is:

*Real property: None

*Personal property: None

*(Give description and value--if none, insert "none")
Said corporation is to be financed under the following general plan: assessments shall be imposed by means of restrictive covenants binding dead holders of the property described in Article II.

ARTICLE VI.

The names and places of residence, or business, of each of the incorporators (and if a corporation organized upon a stock share basis the number of shares of stock subscribed for by each) are as follows:

(At least three required)

(Please type or print following information if possible)

NAMES	RESIDENCE OR BUSINESS ADDRESS		NUMBER OF SHARES
	<small>(No.)</small>	<small>(Street)</small>	
Robert W. Tuson	6788	Balmoral Terrace,	Waterford, Michigan 48095
Maclyn C. DeGroat	17266	W. 11 Mile Rd.,	Southfield, Michigan 48075
William W. Dinnan	3682	Bayou Drive,	Orchard Lk., Michigan 48033

ARTICLE VII.

The names and addresses of the first board of directors (or trustees) are follows
(At least three required)

NAME	ADDRESS
(No.)	(Street) (City) (State)
Robert W. Tuson	6788 Balmoral Terrace, Waterford, Michigan 48095
Maelyn C. DeGroat	17266 W. 11 Mile Rd., Southfield, Michigan 48075
William W. Dinnan	3682 Bayou Dr., Orchard Lake, Michigan 48033
Christian F. Powell	3505 Elizabeth Lake Road, Pontiac, Mich. 48054
Robert W. Carr	3505 Elizabeth Lake Road, Pontiac, Michigan 48054

ARTICLE VIII.

The term of the corporate existence is perpetual.
(If for a limited number of years, then state such term instead of perpetual.)

ARTICLE IX.

(Here insert any desired additional provisions authorized by the Act)

We, the incorporators, sign our names this
12th day of March, 1971.

(All parties appearing under Article VI are required to sign in this space)

Robert W. Tuson	<i>Robert W. Tuson</i>
Maelyn C. DeGroat	<i>Maelyn C. DeGroat</i>
William W. Dinnan	<i>William W. Dinnan</i>

STATE OF MICHIGAN }
COUNTY OF Oakland }

(One or more of the parties signing must acknowledge before the Notary)

On this 12th day of March, 1971,

before me personally appeared Robert W. Tuson

to me known to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed.

Pat A. Rabreau
Pat A. Rabreau (Signature of Notary)
Oakland County, Michigan
(Print or type name of Notary)

Notary Public for Oakland County, State of Michigan.

My commission expires 9-25-71
(Notarial seal required if acknowledgment taken out of State)

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

Date Received
AUG 4 1997

FILED

AUG 05 1997

Administrator
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Corporations

(Please read information and instructions on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: **Waters Edge Condominium Association**

2. The corporation identification number (CID) assigned by the Bureau is:

7	5	6	-	2	0	8
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3. The location of its' registered office is:

45375 Glengarry Blvd.

(Street Address)

Canton

(City)

, Michigan

48188

(ZIP Code)

4. Article IX, X and XI of the Articles of Incorporation ~~are~~ **are** hereby ~~amended~~ **added** to read as follows:

See attached pages 2, 3 and 4

ARTICLE IX

The qualifications of members, the manner of their admission to the Corporation, the termination of membership, and voting by such members shall be as follows:

(a) Each Co-owner of a Unit in the Condominium shall be a member of the Corporation, and no other person or entity shall be entitled to membership.

(b) Membership in the Corporation shall be established by the acquisition of fee simple title to a Unit in the Condominium and by recording with the Register of Deeds in the County where the Condominium is located, a Deed or other instrument establishing a change of record title to such Unit and the furnishing of evidence of same satisfactory to the Corporation, the new Co-owner thereby becoming a member of the Corporation, and the membership of the prior Co-owner thereby being terminated.

(c) The share of a member in the funds and assets of the Corporation cannot be assigned, pledged, encumbered or transferred in any manner except as an appurtenance to the member's Unit in the Condominium.

(d) Voting by members shall be in accordance with the provisions of the Bylaws of this Corporation.

ARTICLE X

Section 1. A volunteer director, as defined in Section 110(2) of Act No. 162 of the Public Acts of 1982, as amended, and/or a volunteer officer are not personally liable to the Corporation or its members for monetary damages for a breach of the director's or officer's fiduciary duty. However, this provision shall not eliminate or limit the liability of a director or officer for any of the following:

- (A) A breach of the director's or officer's duty of loyalty to the Corporation or its members.
- (B) Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law.
- (C) A violation of Section 551(1) of Act No. 162 of the Public Acts of 1982, as amended.
- (D) A transaction from which the director or officer derived an improper personal

benefit.

- (E) An act or omission occurring before the effective date of this Amendment.
- (F) An act or omission that is grossly negligent.

Section 2. The Corporation assumes the liability for all acts or omissions of a volunteer director, volunteer officer, or other volunteer occurring on or after the effective date of this Amendment if all of the following are met:

- (A) The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
- (B) The volunteer was acting in good faith.
- (C) The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
- (D) The volunteer's conduct was not an intentional tort.
- (E) The volunteer's conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed as provided in Section 3135 of the Insurance Code of 1956, Act No. 218 of the Public Acts of 1956, being Section 500.3135 of the Michigan Compiled Laws.

Section 3. If, after the adoption of this Article by the Corporation, the Michigan Nonprofit Corporation Act is amended to further limit or eliminate the liability of a volunteer director, volunteer officer, or other volunteer, then a volunteer director, volunteer officer, or other volunteer shall not be liable to the Corporation or its members as provided in the Michigan Nonprofit Corporation Act, as amended.

Section 4. No amendment, alteration, modification or repeal of this Article X shall have any effect on the liability of any volunteer director, volunteer officer, or other volunteer of the Corporation with respect to any act or omission of such volunteer director, volunteer officer, or other volunteer occurring prior to such amendment, alteration, modification or repeal.

Section 5. The invalidity or unenforceability of any provision of this Article shall not affect the validity or enforceability of the remaining provisions of this Article.

ARTICLE XI

Any action which may be taken at a meeting of the members of the Corporation (except for the election or removal of directors) may be taken without a meeting by written ballot of the members. Ballots shall be solicited in the same manner as provided in the Bylaws for the Corporation for the giving of notice of meetings of members. Such solicitation shall specify:

- (a) The number of responses needed to meet the quorum requirements;
- (b) The percentage of approvals necessary to approve the action; and
- (c) The time by which ballots must be received in order to be counted.

The form of written ballot shall afford an opportunity to specify a choice between approval and disapproval of each matter and shall provide that, where the member specifies a choice, the vote shall be cast in accordance therewith. Approval by written ballot shall be constituted by receipt within the time period specified in the solicitation of:

- (i) a number of ballots which equals or exceeds the quorum which would be required if the action were taken at a meeting; and
 - (ii) a number of approvals which equals or exceeds the number of votes which would be required for approval if the action were taken at a meeting at which the total number of votes cast was the same as the total number of ballots cast.
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3. COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES; OTHERWISE, COMPLETE SECTION (b)

a. The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the board of directors or trustees.

Signed this _____ day of _____, 19____

(Signatures of all incorporators; type or print name under each signature)

b. The foregoing amendment to the Articles of Incorporation was duly adopted on the 11th day of June, 1997. The amendment: (check one of the following)

was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.

was duly adopted by the written consent of all the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.

was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)

was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.

Signed this 24 day of July, 19 97

By Norma Hainer
(Signature)

Norma Hainer

(Type or Print Name)

President

(Type or Print Title)