

ARTICLES OF INCORPORATION
OF
WATERFRONT CONDOMINIUM ASSOCIATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a corporation not for profit under the provisions of Act No. 327 of the Public Acts of 1931, as amended, and of Act No. 284 of the Public Acts of 1972, as follows:

ARTICLE I.

The name of this corporation is:

WATERFRONT CONDOMINIUM ASSOCIATION

ARTICLE II.

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

To provide an entity pursuant to Act No. 229 of the Public Acts of 1963, as amended, hereinafter called the "Horizontal Real Property Act", for the operation of condominium properties in the Township of Georgetown, Ottawa County, Michigan, and, in furtherance thereof:

- (a) To maintain, operate and manage the condominium buildings and improvements;
- (b) To levy and collect assessments from members to defray the costs, expenses and losses of the condominium;

- (c) To employ personnel and to contract for the maintenance, administration and management of the condominium, and to delegate to said persons such powers and duties as are necessary therefor;
- (d) To purchase insurance upon the condominium property and to collect and allocate the proceeds thereof;
- (e) To make and enforce reasonable regulations concerning the use of the condominium property in furtherance of the master deed and by-laws;
- (f) To approve or disapprove the conveyance, mortgage and/or lease of apartments; and
- (g) In general, to carry on any other business in connection with and incident to the foregoing purposes not forbidden, and with all the powers conferred upon non-profit corporations by the laws of the State of Michigan.

All funds and the titles to all properties acquired by the corporation and proceeds thereof shall be held in trust for the members in accordance with the provisions of the by-laws of the Association.

ARTICLE III.

The location of the first registered office is:

5623 Balsam Drive
Hudsonville, Ottawa County, Michigan

The post office address of the first registered office is:

5623 Balsam Drive
Hudsonville, Michigan 49426

The name of the first resident agent at the registered office is:

Alvan Broodman

ARTICLE IV.

This corporation is organized upon a non-stock basis.

The amount of assets which this corporation possesses at the time of its incorporation is: Real Property: None; Personal Property: None.

This corporation is to be financed under the following general plan: by assessment of members to defray the costs, expenses and losses of the condominium.

ARTICLE V.

The names and addresses of each of the Incorporators are as follows:

<u>Name</u>	<u>Residence or Business Address</u>
Timothy J. Curtin	448 Cambridge Blvd, S.E. Grand Rapids, Michigan 49506
Robert D. Kullgren	525 Overbrook, S.E. Grand Rapids, Michigan 49506
William K. Van't Hof	3160 Hall Street, S.E. Grand Rapids, Michigan 49506

ARTICLE VI.

The names and addresses of the first Board of Directors are as follows:

<u>Name</u>	<u>Residence or Business Address</u>
Owen A. Aukeman	5623 Balsam Drive Hudsonville, Michigan 49426
Alvan Broodman	5623 Balsam Drive Hudsonville, Michigan 49426
Ruth Volkers	5623 Balsam Drive Hudsonville, Michigan 49426

ARTICLE VII.

The term of this corporation shall be perpetual.

ARTICLE VIII.

Each co-owner of record of an Apartment in the condominium, including the Developer thereof until all such units have been sold, shall be a member of the corporation and such membership shall not be assigned, pledged, encumbered or transferred in any manner except as an appurtenance to such Apartment. The subscribers hereto shall also be members of the corporation until such time as their membership shall terminate as hereinafter provided.

Each member of the corporation shall be entitled to one vote, the value of which and the manner of exercise of which are to be determined in accordance with the By-Laws of this corporation.

ARTICLE IX.

No contract or other transaction between this corporation and any other corporation, firm or association shall be voidable by the fact that any one or more of the directors

or officers of this corporation are interested in or are directors or officers of such other corporation, firm or association, and any director or officer individually may be a party to or may be interested in any contract or transaction of the corporation; provided, that the contract or other transaction is fair and reasonable to the corporation when it is authorized, approved or ratified and that the material facts as to such relationship or interest are disclosed or known to the board or committee at the time it authorized, approved or ratified the contract or transaction by a vote sufficient for the purpose without counting the vote of such interested director or officer, and each and every person who may become a director or officer of the corporation is hereby relieved from any liability which might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be otherwise interested as set forth herein.

ARTICLE X.

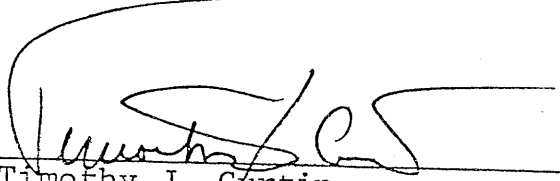
These Articles may be amended only by the affirmative vote of not less than two-thirds (2/3) of the entire membership of the corporation; provided, that in no event shall any amendment make changes in the qualifications for

membership nor the noting rights of members without the unanimous consent of the membership.

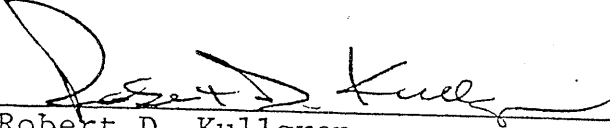
ARTICLE XI.

In the event the existence of this corporation shall be terminated for any reason, all funds of the corporation shall be distributed among the members in the same proportion in which each member's interest in his condominium unit bears to the entire valuation involved in the condominium project.

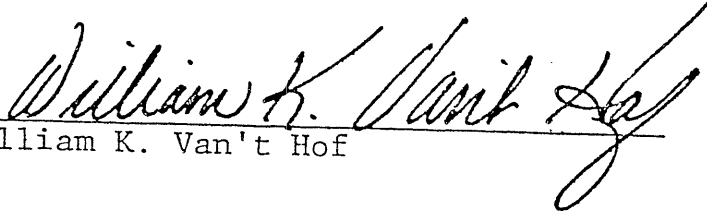
We, the incorporators, sign our names this 13th day of October, 1978.



Timothy J. Curtin



Robert D. Kullgren



William K. Van't Hof

STATE OF MICHIGAN)
) ss.
COUNTY OF KENT)

On this 13th day of October, 1978, before me personally appeared Timothy J. Curtin, Robert D. Kullgren and William K. Van't Hof, 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.

Sharon Jan Ravenscroft

Notary Public, Kent County, Michigan
My commission expires: May 16, 1979

EXHIBIT A
AMENDMENT TO THE CONDOMINIUM BYLAWS OF
WATERFRONT CONDOMINIUMS

This Amendment, effective MARCH - 21, 2002, hereby amends Exhibit A to the consolidating Master Deed of Waterfront Condominiums recorded in LIBER 1633, page 433 and portion of page 434 at the Ottawa County Register of Deeds Office. It is being made and executed by the President and Secretary of the Association, who are representing that at least a 2/3 majority vote of the members and of the mortgage holders was obtained regarding approval of this amendment.

ARTICLE I

LEASES

Article IX, Section 1, Section 2, Section 3, and Section 4 is revoked in its entirety and replaced with the following language.

ARTICLE IX

LEASES

Section 1. No co-owner shall be allowed to rent or lease a Condominium Unit.

EXCEPTION; We have one unit #25 otherwise known as 672 Waterview Court that is presently rented and will be allowed to do so until unit is sold by present owner.

Section 2.

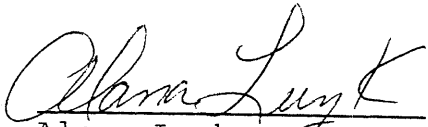
REMAINING TERMS AND PROVISIONS

To the extent that the remaining terms and provisions of Exhibit A to the Consolidating Master Deed do not conflict with the provisions contained in this amendment to said Exhibit A to the Consolidating Master Deed, The same are hereby ratified and affirmed in their entirety.

IN WITNESS WHEREOF, the parties below described have duly executed this Amendment to the Exhibit A of the Master Deed on the day and year first above written.


WITNESSES


R. Dale Sall


Alana Luyk

WATERFRONT CONDOMINIUM
ASSOCIATION INC.

X 
Bernard Schipper, President

X 
Carol Fletcher, Secretary

STATE OF MICHIGAN)
COUNTY OF OTTAWA)

The foregoing instrument was acknowledge before me this the 21st day of March, 2002 by Bernard Schipper and Carol Fletcher, known to be the President and Secretary of Waterfront Condominium Association. Inc.

X 

RICHARD DALE SALL
Notary Public, Ottawa County, MI
My Commission Expires 03/16/2003