

Michigan Department of Labor & Economic Growth

Filing Endorsement

*This is to Certify that the ARTICLES OF INCORPORATION - NONPROFIT
for
THE COTTAGES AT UNITY TIMBERS CONDOMINIUM ASSOCIATION*

ID NUMBER: 800134

*received by facsimile transmission on May 23, 2006 is hereby endorsed
Filed on May 23, 2006 by the Administrator.*

*The document is effective on the date filed, unless a
subsequent effective date within 90 days after
received date is stated in the document.*



*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 23RD day
of May, 2006.*



, Director

Bureau of Commercial Services

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name	John N. Lewis, Attorney and Counselor
Address	928 W. Dodge
City	Greenville
State	MI
Zip Code	48838
EFFECTIVE DATE:	

Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.

ARTICLES OF INCORPORATION
For use by Domestic Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 182, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I.

The name of the corporation is: The Cottages at Unity Timbers 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. 59 of the Public Acts of 1978, as amended, hereinafter called the "Michigan Condominium Act," for the operation of a condominium property located in the Township of Georgetown, Ottawa County, Michigan, known as "The Cottages at Unity Timbers", and, in furtherance thereof:

- (a) To maintain, operate and manage the condominium grounds 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 common elements of the condominium and to collect and allocate the proceeds thereof;
 - (e) To make and enforce reasonable rules and regulations concerning the use of the condominium property in furtherance of the Master Deed and By-laws;
 - (f) To authorize and approve the execution of contracts, deeds and/or easements affecting the common elements;
 - (g) To take all actions and to engage in all activities authorized under the Master Deed and By-Laws of the condominium;
- and

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(h) 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 corporation is organized upon a Nonstock basis.

The description and value of its real property assets are: None

The description and value of its personal property assets are: None

The corporation is to be financed under the following general plan: Assessments from members

The corporation is organized on a Membership basis.

ARTICLE IV.

1. The address of the registered office is: 547 Baldwin, Jenison, Michigan 49428

2. The mailing address of the registered office is the same as above

3. The name of the resident agent at the registered office is: Randy Koetje

ARTICLE V.

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Randy Koetje of 547 Baldwin, Jenison, Michigan 49428

ARTICLE VI.

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

<u>Name</u>	<u>Residence or Business Address</u>
Randy Koetje	547 Baldwin, Jenison, Michigan 49428

ARTICLE VII.

The term of the corporation shall be perpetual.

ARTICLE VIII.

The corporation is organized on a membership basis and each Co-owner of record of a Unit in the condominium, including the Developer thereof until all such units have been sold, shall be a member of the corporation. Such membership shall not be

assigned, pledged, encumbered or transferred in any manner except as an appurtenance to such Unit. The directors named herein shall also be members of the corporation until such time as their successors shall have been elected and qualified. 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 Master Deed of the condominium and the By-Laws of the corporation.

ARTICLE IX.

Any action required or permitted by the Act to be taken at an annual or special meeting of members may be taken without a meeting, without prior notice, and without a vote, if a consent in writing, setting forth the action so taken, is signed by members having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all members entitled to vote thereon were present and voted. Prompt notice of the taking of corporate action without a meeting by less than unanimous consent shall be given to members who have not consented in writing.

ARTICLE X.

No contract or other transaction between this corporation and any other corporation, firm or association shall be subject to cancellation (other than as provided by the Michigan Condominium Act) by the fact that any one or more of the directors or officers of the 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 XI.

The members of the Board shall be volunteer directors within the meaning of Act 170 of the Public Acts of 1987. A volunteer director shall not be personally liable to the corporation or to its members for monetary damages for a breach of the director's fiduciary duty arising under applicable law. However, this Article shall not eliminate or limit the liability of a director for any of the following:

- (a) a breach of the director's duty of loyalty to the corporation or its members;
- (b) acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law;
- (c) a violation of Section 551(1) of the Michigan Nonprofit Corporation Act;
- (d) a transaction from which the director derived an improper personal benefit;
- (e) an act or omission that is grossly negligent; or
- (f) an act or omission occurring before the date on which this document is filed.

A volunteer director shall only be personally liable for monetary damages for a breach of fiduciary duty as a director to the corporation and its members to the extent set forth in this Article XI. Any repeal or modification of this Article shall not adversely affect any right or protection of any volunteer director existing at the time of, or for or with respect to, any acts or omissions occurring before such repeal or modification.

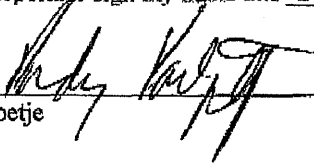
ARTICLE XII.

These Articles may be amended by the affirmative vote of not less than a majority of the entire membership of the corporation; provided, that in no event shall any amendment make changes in the qualifications for membership nor the voting rights of members without the unanimous consent of the membership.

ARTICLE XIII.

In the event the existence of the corporation shall be terminated for any reason, all assets of the corporation remaining after payment of obligations imposed by applicable law shall be distributed among the members of the corporation in the same proportion to which each member's interest in the common elements of the Project bears to the total of such interests.

I, the incorporator sign my name this 18 day of May, 2006.



Randy Koetje

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