

# Fax

To: JEFFREY R KRAVITZ

From: csdirfax

Fax: 18667219899

Date: May 12, 2014

Subject: Total fee collected: \$20.00

---

Please check your filing to determine that all pages and information are correct. If there is any problem, contact us immediately at (517) 241-6470 or fax your concern to (517) 636-6437.

MCL 450.1131, MCL 450.4104(5), and MCL 449.48 provide: A photostatic, micrographic, photographic, optical disc media, or other reproduced copy certified by the administrator, which may be sent by facsimile transmission, shall be considered an original for all purposes and is admissible in evidence in like manner as an original

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS**  
**FILING ENDORSEMENT**

***This is to Certify that the ARTICLES OF INCORPORATION - NONPROFIT***

***for***

***FD LOFTS CONDOMINIUM ASSOCIATION***

***ID NUMBER: 71560R***

***received by facsimile transmission on May 12, 2014 is hereby endorsed.***

***Filed on May 12, 2014 by the Administrator.***

***This 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 12th day of May, 2014.***

A handwritten signature in black ink, appearing to read "Alan J. Schefke".

**Alan J. Schefke, Director  
Corporations, Securities & Commercial Licensing Bureau**

***Sent by Facsimile Transmission***

CSC/LCD-502 (Rev. 01/14)

<b>MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES &amp; COMMERCIAL LICENSING BUREAU</b>										
Date Received	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.									
<table border="1"> <tr> <td colspan="3">Name Jeffrey R. Kravitz</td> </tr> <tr> <td colspan="3">Address 5116 Woodlands Drive</td> </tr> <tr> <td>City Bloomfield Hills</td> <td>State Michigan</td> <td>ZIP Code 48302-2867</td> </tr> </table>		Name Jeffrey R. Kravitz			Address 5116 Woodlands Drive			City Bloomfield Hills	State Michigan	ZIP Code 48302-2867
Name Jeffrey R. Kravitz										
Address 5116 Woodlands Drive										
City Bloomfield Hills	State Michigan	ZIP Code 48302-2867								
EFFECTIVE DATE										

Document will be returned to the name and address you enter above.  
If left blank, document will be returned 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 162, Public Acts of 1982, the undersigned corporation executes the following Articles:*

**ARTICLE I**

The name of the corporation is:

FD Lofts Condominium Association

**ARTICLE II**

The purpose or purposes for which the corporation is organized are:

See Exhibit A attached hereto

**ARTICLE III**

1. The corporation is organized upon a Nonstock basis.  
(Stock or Nonstock)

2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is \_\_\_\_\_ If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:



Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

See Exhibit A attached hereto.

I, (We), the incorporator(s) sign my (our) name(s) this 12th day of May, 2014

Jeffrey R. Kravitz  
Jeffrey R. Kravitz

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

EXHIBIT A TO ARTICLES OF INCORPORATION OF  
FD LOFTS CONDOMINIUM ASSOCIATION

ARTICLE II

The purposes for which the Corporation is organized are:

- (a) To manage and administer the affairs of and to maintain FD Lofts Condominiums, a condominium ("Condominium"), to be established by Master Deed recorded in the Wayne County Records, as the same may be amended from time to time;
- (b) To levy and collect assessments against and from the owner members of the Corporation and to use the proceeds thereof for the purposes of the Corporation;
- (c) To carry insurance and to collect and allocate the proceeds thereof;
- (d) To rebuild improvements after a casualty;
- (e) To contract for and employ persons, firms or entities to assist in the management, operation, maintenance and administration of the Condominium;
- (f) To make and enforce regulations concerning the use and enjoyment of the Condominium;
- (g) To own, maintain, improve, and to buy, or operate, manage, sell, convey, assign, mortgage or lease (as landlord or tenant) any real and personal property (including Condominium units, easements, rights-of-way and licenses) on behalf of the Corporation, for the purposes of providing benefit to the members of the Corporation and in furtherance of any of the purposes of the Corporation;
- (h) To borrow money and issue evidences of indebtedness in furtherance of any of the objects of the Corporation's business, and to secure the same by mortgage, pledge or other lien;
- (i) To enforce the provisions of the Master Deed and Bylaws of the Condominium and of these Articles of Incorporation and such rules and regulations of the Corporation as may be hereafter adopted;
- (j) To sue in all courts and participate in actions and proceedings, judicial, administrative, arbitrative or otherwise;
- (k) To do anything required of or permitted to it as administrator of the Condominium by the Master Deed, Bylaws or the Michigan Condominium Act; and
- (l) To make or perform any contract and to exercise all powers necessary, incidental or convenient to the administration, management, maintenance,

repair, replacement or operation of the Condominium and to the accomplishment of any of the purposes thereof.

**ARTICLE VII**

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

- (a) Each owner (including the Developer named in the Master Deed) 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 Wayne County Register of Deeds a deed or other interest establishing a change of record title to such unit and the furnishing of evidence of same satisfactory to the Corporation (except that the Developer of the Condominium shall become a member immediately upon the recording of the Master Deed), the new owner thereby becoming a member of the Corporation, and the membership of the conveying owner thereby being immediately terminated. Land contract vendees of units shall be members off the Corporation if the land contract expressly conveys the vendor's interest as a member of the Corporation, a memorandum thereof is filed with the Wayne County Register of Deeds and the furnishing of evidence of the same satisfactory to the Corporation, in which event, the vendor's membership thereby being immediately terminated;
- (c) The share of a member in the funds and assets of the Corporation cannot be assigned, pledged, encumbered or transferred in any way except as an appurtenance to the member's unit in the Condominium; and
- (d) Voting by members shall be in accordance with the provisions of the Bylaws of the Corporation.

**ARTICLE VIII**

A volunteer director (as defined in Section 110 of Act 162, Public Acts of 1982, as amended) of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of the director's fiduciary duty arising under any applicable law. However, this Article VIII 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 involve intentional misconduct, a knowing violation of law, or failure to follow the Bylaws of the Corporation of the Articles of Incorporation;
- (c) A violation of Section 551(1)) of Act 162 of Public Acts 1982, as amended;
- (d) A transaction from which the director received an improper personal benefit;
- (e) An act or omission occurring before the date these Articles of Incorporation were filed; and

(f) An act or omission that is grossly negligent.

Any repeal or modification of this Article VIII or Act 162 of the Public Acts of 1982, as amended shall not adversely affect any right or protection of any director of the Corporation existing at the time of, or for or with respect to, any acts or omissions occurring before such repeal or modification.

#### ARTICLE IX

The Corporation assumes all liability for the acts or omissions and a non-director volunteer 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; and
- (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 under Michigan law.