

Michigan Department of Commerce

Lansing, Michigan

This is to Certify That Articles of Incorporation of

THE HARBOURS ASSOCIATION

were duly filed in this office on the 20TH day of OCTOBER, 19 86,
in conformity with Act 162, Public Acts of 1982.

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 20TH day
of OCTOBER, 19 86.*

[Signature] Director

RECEIVED

OCT 16 1986

AN DEPT. OF COMMERCE

FILED

OCT 20 1986

821-670

NON-PROFIT
ARTICLES OF INCORPORATION

Administrator
MICHIGAN DEPT. OF COMMERCE
Corporation & Securities Bureau

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a non-profit corporation under the provisions of Act No. 162 of the Public Acts of 1982, as follows:

ARTICLE I
NAME

The name of the corporation is The Harbours Association. /

ARTICLE II
PURPOSES

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

- (a) To manage and administer the affairs of and to maintain The Harbours, a condominium (hereinafter called "Condominium");
- (b) To levy and collect assessments against and from the 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 casualty;
- (e) To contract for an employ persons, firms, or corporations to assist in management, operation, maintenance and administration of said Condominium;
- (f) To make and enforce reasonable regulations concerning the use and enjoyment of said Condominium;
- (g) To own, maintain and improve, and to buy, sell, convey, assign, mortgage, or lease (as landlord or tenant) any real and personal property, including, but not limited to, any Unit in the Condominium, any easements or licenses or any other real property, whether or not contiguous to the Condominium, for the purpose 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 or all of the objects of its business; 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 Bylaws and Rules and Regulations of this corporation as may hereinafter be adopted;

(j) To do anything required of or permitted to it as administrator of said Condominium by the Condominium Master Deed or Bylaws or by Act No. 59 of Public Acts of 1978, as amended; and

(k) In general, to enter into any kind of activity, to make and perform any contract and to exercise all powers necessary, incidental or convenient to the administration, management, maintenance, repair, replacement and operation of said Condominium and to the accomplishment of any if the purposes thereof.

ARTICLE III ADDRESSES

Location of the first registered office is 29444 Northwestern Highway, in the city of Southfield, Oakland County, Michigan.

Post office address of the first registered office is 29444 Northwestern Highway, Southfield, Michigan 48075.

ARTICLE IV RESIDENT AGENT

The name of the first resident agent is Robert Wolfson.

ARTICLE V BASIS OF ORGANIZATION AND ASSETS

Said corporation is organized upon a non-stock, membership basis.

The value of assets which said corporation possesses is

- Real Property: None

_ Personal Property: None

Said corporation is to be financed upon the following general plan: Assessment of members

ARTICLE VI INCORPORATOR

The name of the incorporator is Essel W. Bailey, Jr., and his place of business is 325 E. Eisenhower Parkway, Suite 108, Ann Arbor, Michigan 48104.

ARTICLE VII
EXISTENCE

The term of corporate existence is perpetual.

ARTICLE VIII
MEMBERSHIP AND VOTING

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:

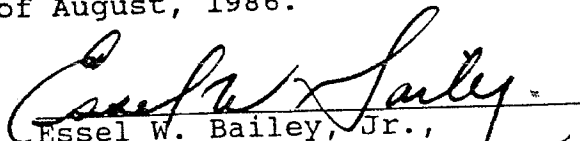
(a) Each Co-owner (including the Developer) of a Unit in the Condominium shall be a member of the corporation, and not other person or entity shall be entitled to membership; except that the subscriber hereto shall be a member of the corporation until such time as his membership shall terminate, as hereinafter provided.

(b) Membership in the corporation (except with respect to the non-co-owner incorporator, who shall cease to be a member upon the qualification of membership of any Co-owner) shall be established by acquisition of fee simple title to a Unit in the Condominium and by recording with the Register of Deeds of Oakland County, Michigan, 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 (except that the Developer of the Condominium shall become a member immediately upon establishment of the Condominium) 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 can not be assigned, pledged, encumbered or transferred in any manner except as an appurtenance to his Unit in the Condominium.

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

Signed this 27 day of August, 1986.


Essel W. Bailey, Jr.,
Incorporator

C&S 518 (Rev. 10/99)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU	
Date Received	(FOR BUREAU USE ONLY)
	FILED
	JAN 10 2000
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Administrator CORP. SECURITIES & LAND DEV. BUREAU	
EFFECTIVE DATE: <u>1/5/99</u>	
01/06/2000 PROWERS Trans 01776773 876096 7543 Total \$10.00	
Corps Org & Filing & LLC art	
Name	D. Douglas Alexander
Address	217 W. Ann Arbor Road Suite 212
City	Plymouth
State	MI
Zip Code	48170

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

CERTIFICATE OF CORRECTION
For use by Corporations and Limited Liability Companies
(Please read information and instructions on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), or Act 23, Public Acts of 1993 (limited liability companies), the undersigned corporation or limited liability company executes the following Certificate:

1. The name of the corporation or limited liability company is:	THE HARBOURS CONDOMINIUM ASSOCIATION
2. The identification number assigned by the Bureau is:	876-096
3. The corporation or limited liability company is formed under the laws of the State of	Michigan
4. That a	Restated Articles of Incorporation
	(Title of Document Being Corrected)
was filed by the Bureau on	October 5, 1999 and that said document requires correction.
5. Describe the inaccuracy or defect contained in the above named document:	Paragraph inadvertently omitted from Article VII
6. The document is corrected as follows:	See attached corrected Article VII
7. This document is hereby executed in the same manner as the Act requires the document being corrected to be executed.	

Signed this 24th day of DECEMBER, 1999

Allan Long
(Signature)

By _____
(Signature)

By _____
(Signature)

Allan Long, President
(Type or Print Name and Title)

(Type or Print Name and Title)

(Type or Print Name and Title)

ARTICLE VII

A volunteer Officer or Director of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for a breach of fiduciary duty as an Officer or Director, except for liability:

- (a) for any breach of an Officer's or Director's duty of loyalty to the Corporation or its members;
- (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (c) resulting from a violation of MCLA 450.2551(1);
- (d) for any transaction from which the Officer or Director derived an improper personal benefit;
- (e) an act or omission occurring before the effective date if the provision grants limited liability.
- (f) for any act or omission that is grossly negligent.

The Corporation assumes liability for all acts or omissions of volunteer Officers and Directors occurring on or after the date of these Restated Articles of Incorporation if all of the following are met:

- (i) The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
- (ii) The volunteer was acting in good faith.
- (iii) The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
- (iv) The volunteer's conduct was not an intentional tort.
- (v) 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.

If the Michigan Nonprofit Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of Officers or Directors, then the liability of the Officers and Directors of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended.

The Corporation assumes all liability to any person other than the Corporation or its members for all acts or omissions of an Officer and Director incurred in the good faith performance of the Officer's or Director's duties.

Any repeal, modification or adoption of any provision in these Articles of Incorporation inconsistent with this Article shall not adversely affect any right or protection of the Officers and Directors of the Corporation existing at the time of such repeal, modification or adoption.