

DEC 17 1986

MICHIGAN DEPT. OF COMMERCE

ARTICLES OF INCORPORATION  
OF

FILED

DEC 18 1986

STEEPLE RIDGE CONDOMINIUM ASSOCIATION

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a corporation not for profit under the provisions of Act No. 162 of the Public Acts of 1982, as follows:

720-751

ARTICLE I

The name of this corporation is:

Steeple Ridge 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 condominium properties in the Township of Independence, Oakland County, Michigan, and in furtherance thereof:

- (a) To manage and administer the affairs of and to maintain Steeple Ridge Condominium, a condominium (hereinafter referred to as the "Condominium");
- (b) To levy and collect assessments against and from members and to use the proceeds thereof for the purposes of the corporation;
- (c) To purchase insurance upon the Condominium property and to collect and allocate the proceeds thereof;
- (d) To rebuild improvements after casualty;
- (e) 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;
- (f) To make and enforce reasonable regulations concerning the use and enjoyment of the 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 or any

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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 By-Laws of the Condominium and of these Articles of Incorporation and such By-Laws and Rules and Regulations of this Corporation as may hereafter be adopted;
- (j) To do anything required of or permitted to it as administrator of the Condominium by the Condominium Master Deed or By-Laws 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 conferred upon non-profit corporations by the laws of the State of Michigan necessary, incidental or convenient to the administration, management, maintenance, repair, replacement and operation of said Condominium and to the accomplishment of any of the purposes thereof.

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:

30755 Barrington Avenue  
Madison Heights, Michigan 48071

The post office address of the first registered office is:

30755 Barrington Avenue  
Madison Heights, Michigan 48071

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

James P. McLennan

**ARTICLE IV**

This Corporation is organized upon a non-stock membership 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 upon the following general plan:

Assessment of members to defray the costs, expenses and losses of the Condominium.

**ARTICLE V**

The name and address of the Incorporator is as follows:

<u>Name</u>	<u>Residence or Business Address</u>
James P. McLennan	30755 Barrington Avenue Madison Heights, Michigan 48071

**ARTICLE VI**

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

<u>Name</u>	<u>Residence or Business Address</u>
James P. McLennan	30755 Barrington Avenue Madison Heights, Michigan 48071
Stuart H. Mahler	30755 Barrington Avenue Madison Heights, Michigan 48071
Peter P. Miller	30755 Barrington Avenue Madison Heights, Michigan 48071

**ARTICLE VII**

The term of this Corporation shall be perpetual.

**ARTICLE VIII**

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 no other person or entity shall be entitled to membership; except that the subscribers hereto shall be members of the Corporation

until such time as their membership shall terminate, as herein after provided.

(b) Membership in the Corporation (except with respect to any non-Condominium incorporators, who shall cease to be members upon the qualification for 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 cannot be assigned, pledged, encumbered or transferred in any manner except as an appurtenance to his unit in the Condominium.

(d) Voting by members shall be in accordance with the provisions of 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 is 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 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 XI

In the event the existence of this Corporation shall be terminated for any reason, all assets of the Corporation shall be dispersed in accordance with applicable law except that each member shall be entitled to receive out of available funds, if any, remaining after payment of all debts and liquidation of all liabilities of the Corporation, his pro-rata share of any original contributions made by members of the Corporation.

I, the incorporator, sign my name this 11<sup>th</sup> day of December, 1986.

  
James P. McLennan

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rjh

MC SHANE & BOWIE

ATTORNEYS

540 OLD KENT BUILDING

GRAND RAPIDS, MICHIGAN 49503-2481