

Michigan Department of Commerce

Lansing, Michigan

This is to Certify That Articles of Incorporation of

DEERWOOD III ASSOCIATION

were duly filed in this office on the 1ST day of AUGUST, 19 90,
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 1ST day
of AUGUST, 19 90.*

Leroy L. Meyer Director



MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

FILED

Date Received

AUG 0 1 1990

AUG 01 1990

Administrator
MICHIGAN DEPARTMENT OF COMMERCE
Corporation & Securities Bureau

CORPORATION IDENTIFICATION NUMBER

8 5 7 - 2 9 9

ARTICLES OF INCORPORATION

For use by Domestic Nonprofit Corporations

(Please read information and instructions on 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: Deerwood III Association ✓

ARTICLE II

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

See Attachment "A" which is made a part hereof as though specifically set forth herein.

ARTICLE III

The corporation is organized upon a non-stock basis
(stock or nonstock)

f. 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:

MM

ARTICLE III (con't)

2. a. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
Certain common areas will be conveyed to the corporation after it is incorporated

b. The description and value of its personal property assets are: (if none, insert "none") None

c. The corporation is to be financed under the following general plan:

Assessments upon each member

d. The corporation is organized on a _____ membership _____ basis.
(membership or directorship)

ARTICLE IV

1. The address of the registered office is:

7640 Dixie Highway Clarkston, Michigan 48346
(Street Address) (City) (ZIP Code)

2. The mailing address of the registered office if different than above:

same _____, Michigan _____
(P.O. Box) (City) (ZIP Code)

3. The name of the resident agent at the registered office is: Stuart H. Mahler

ARTICLE V

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

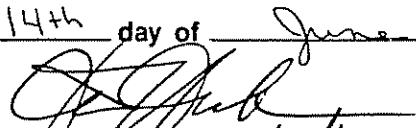
Name	Residence or Business Address
Stuart H. Mahler	7640 Dixie Highway, Clarkston, MI 48346
Peter P. Miller	7640 Dixie Highway, Clarkston, MI 48346
Alfred J. Macksey, Jr.,	2550 Telegraph, Suite 109, Bloomfield Hills, MI 48013


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.

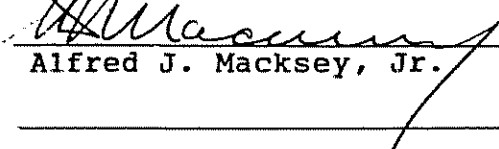
Indemnification of officers and directors. Every Director and officer of this Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him or her in connection with any proceeding he/she may be a party or which he/she may become involved by reason of his or her being or having been an officer or director of the Association to the fullest extent permitted under the laws of the State of Michigan.

Additional Lands. The Association may include all owners of additional lands contiguous to Deerwood III as described in Section 5.5 of the Agreement as members of the Association with the same rights, privileges and obligations as existing members.

I (We), the incorporator(s) sign my (our) name(s) this 14th day of June, 19 90.



Stuart H. Manley


Peter P. Miller


Alfred J. Macksey, Jr.

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

Louis J. Burnett, P.C.

Louis J. Burnett, Esq.
999 Haynes St., Suite 205
Birmingham, MI 48009

Preparer's name and business telephone number:

LOUIS J. BURNETT, P.C.

(313) 642-4345

INFORMATION AND INSTRUCTIONS

1. The articles of incorporation cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to the provisions of the Act by one or more persons for the purpose of forming a domestic nonprofit corporation.
4. ARTICLE II — The purpose for which the corporation is organized must be included. It is not sufficient to state that the corporation may engage in any activity within the purposes for which corporations may be organized under the Act.
5. ARTICLE III — The corporation must be organized on a stock or nonstock basis. Complete Article III(1) or III(2) as appropriate, but not both. Real property assets are items such as land and buildings. Personal property assets are items such as cash, equipment, fixtures, etc.
6. ARTICLE IV — A post office box may not be designated as the street address of the registered office.
7. ARTICLE V — The Act requires one or more incorporators. The addresses should include a street number and name (or other designation), city and state.
8. This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated as an additional article.
9. This document must be signed in ink by each incorporator listed in Article V. However, if there are 3 or more incorporators, they may, by resolution adopted at the organizational meeting by a written instrument, designate one of them to sign the articles of incorporation on behalf of all of them. In such event, these articles of incorporation must be accompanied by a copy of the resolution duly certified by the acting secretary at the organizational meeting and a statement must be placed in the articles incorporating that resolution into them.
10. FEES: Filing fee & Franchise fee (Make remittance payable to State of Michigan) ... \$20.00
11. Mail form and fee to:
MICHIGAN DEPARTMENT OF COMMERCE
Corporation and Securities Bureau
Corporation Division
P.O. Box 30054
6546 Mercantile Way
Lansing, MI 48909
Telephone: (517) 334-6302

ATTACHMENT A TO ARTICLES OF INCORPORATION
OF
DEERWOOD III ASSOCIATION

ARTICLE II.

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

This association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the improvement, payment of taxes and insurance, repair, replacement and maintenance and management of certain common areas located within the land described on Exhibit "A" attached hereto and made a part hereof and to promote the health, safety and welfare of the residents within the above described land. In furtherance of these purposes, the association may do the following:

A. Exercise all of the powers and privileges and perform all of the duties and obligations of the association as set forth in the Declaration of Protective Covenants (the Agreement), covering a portion of the land described on Exhibit "A", designated as Deerwood III, which Agreement has been recorded in the office of the Oakland County register of Deeds and as it may be amended from time to time as provided therein, and all other such Declarations or Protective Covenants that may be hereafter recorded with respect to the remaining property described in Exhibit "A".

B. Fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the By-Laws of the Corporation, to pay all expenses in connection with the common areas and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes or governmental charges levied or imposed against the land of the Association.

C. Acquire by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise, dispose of real or persons property in connection with the affairs of the Association subject to the provisions of the Agreement.

D. Borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or persons property as security for money borrowed or debts incurred.

E. Dedicate, sell or transfer all or any part of the common areas and any other real or persons property of the Association to any public agency, authority or utility for such

purposes and subject to such conditions as may be determined by the Association, subject, however, to the provisions and limitations of the Agreement.

F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property.

G. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Michigan may now by statute or hereafter have or exercise.

EXHIBIT A

DESCRIPTION

PART OF THE E. 1/2 OF THE E. 1/8 OF SECTION 8 AND PART OF THE W. 1/2 OF THE W. 1/2 OF SECTION 9 T. 4 N., R. 9 E., INDEPENDENCE TOWNSHIP, OAKLAND COUNTY, MICHIGAN, DESCRIBED AS BEGINNING AT A POINT LOCATED S. 00°00'01" W. 1300.16 FEET FROM THE N.E. CORNER OF SECTION 8; THENCE FROM SAID POINT OF BEGINNING N. 89°57'14" E. 1347.60 FEET; THENCE S. 00°41'01" W. 1334.72 FEET TO THE EAST-WEST 1/4 LINE SECTION 9; THENCE S. 00°24'14" E. 2654.23 FEET TO THE SOUTH LINE OF SECTION 9; THENCE ALONG THE SOUTH SECTION LINE S. 89°47'06" W. 625.25 FEET SAID LINE BEING THE N. LINE OF "DEERWOOD" A SUBDIVISION RECORDED IN LIBER 143 PAGES 1,2,3 & 4 O.C.R.; THENCE N. 00°06'02" E. 756.27 FEET; THENCE N. 89°56'11" W. 500.35 FEET; THENCE N. 00°03'44" W. 660.00 FEET; THENCE N. 89°56'11" W. 222.55 FEET TO THE SECTION LINE BETWEEN SECTIONS 8 AND 9 THENCE CONTINUING N. 89°56'11" W. 135.08 FEET; THENCE THE FOLLOWING FOURTEEN (14) COURSES AND DISTANCES ALONG A WETLAND TRAVERSE LINE N. 48°29'16" E. 147.76 FEET, N. 30°57'53" E. 183.60 FEET, N. 12°58'05" W. 126.54 FEET, N. 38°55'37" W. 155.97 FEET, S. 81°59'53" W. 256.37 FEET, N. 52°42'07" W. 145.09 FEET, S. 51°11'54" W. 177.18 FEET, S. 71°42'52" W. 179.40 FEET, S. 57°57'22" W. 113.21 FEET, S. 35°28'39" W. 140.81 FEET, S. 27°41'53" W. 109.28 FEET, S. 29°56'09" W. 88.74 FEET, N. 75°11'33" W. 133.74 FEET AND N. 89°45'04" W. 108.74 FEET TO A POINT AT THE N.E. CORNER OF LOT 262 "DEERWOOD III" SUBDIVISION RECORDED IN LIBER 207 PAGE 39-41 INCLUSIVE O.C.R.; THENCE ALONG THE NORTH LINE OF SAID LOT 262 S. 89°59'58" W. 66.95 FEET (68.21 FEET RECORD) THENCE N. 00°01'00" W. 1159.71 FEET (1164.44 FEET RECORD) ALONG THE EAST LINE OF "SUPERVISORS PLAT OF INDEPENDENCE FARMS" AS RECORDED IN LIBER 14 PAGE 44 O.C.R. TO A POINT ON THE EAST AND WEST 1/4 LINE OF SECTION 8; THENCE N. 89°44'02" E. 1307.36 FEET (1307.17 FEET RECORD) ALONG SAID EAST AND WEST 1/4 LINE TO THE 1/4 CORNER BETWEEN SECTIONS 8 AND 9; THENCE N. 00°00'01" E. 1335.84 FEET ALONG THE SECTION LINE BETWEEN SECTIONS 8 AND 9 TO THE POINT OF BEGINNING CONTAINING 133.83 ACRES MORE OR LESS AND SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC AND ANY GOVERNMENTAL AGENCY OVER HADLEY ROAD.