

MOUNTAINVIEW RESORT CONDOMINIUM ASSOCIATION

Dear Mountainview Resort Condominium Owner,

November 19, 2024

Please find enclosed important materials regarding the proposed termination of the Mountainview Resort Condominium and the upcoming Special Meeting of the Mountainview Resort Condominium Association:

- Notice of Special Meeting
- Special Meeting Agenda
- Proxy Form
- Written Consent Form

The Special Meeting will be held on Tuesday, December 10th at 7pm at Mountainview Resort and via Zoom to consider and vote on the termination of the Mountainview Resort Condominium. Details on the proposed termination and the meeting are provided in the enclosed notice.

At this meeting, the Association will vote on whether to terminate the Condominium effective December 10th. Termination requires the approval of owners holding at least 80% of the votes in the Association. Your participation in this important decision is appreciated.

If you cannot attend the meeting in person, you have two options to have your vote counted:

- 1) Complete and return the enclosed proxy form appointing another person or representative to vote on your behalf at the meeting. The proxy must be received by the Association no later than [Monday, December 9th at 5pm]
- 2) Execute the enclosed written consent form approving the termination of the Condominium. If owners holding at least 80% of the votes in the Association timely submit written consents, the termination can be approved without holding the special meeting.

Instructions for submitting your proxy or written consent are included in the respective forms.

On behalf of the Mountainview Resort Condominium Association Board of Directors, thank you in advance for your attention to this important matter. We encourage all owners to participate in this decision either by attending the special meeting or promptly returning your proxy or written consent.

If you have any questions, please contact MountainviewReimagined@lemonjuice.biz

Sincerely,

Kevin Curran, President
Mountainview Resort Condominium Association

NOTICE OF SPECIAL MEETING

MOUNTAINVIEW RESORT CONDOMINIUM ASSOCIATION

263 Main Street, Route 201 Jackman, Maine 04945

NOTICE IS HEREBY GIVEN, in accordance with Article 2, Section 2.2(b) of the Bylaws of Mountainview Resort Condominium Association (the "**Bylaws**"), that a special meeting of the Mountainview Resort Condominium Association (the "**Association**") will be held on:

DATE: Tuesday, December 10th

TIME: 7:00 PM

PLACE: Mountainview Resort

263 Main Street

Jackman, Maine 04945

ZOOM: <https://us06web.zoom.us/j/83955225890?pwd=MZEXkodzVN7uaGE2Giifm5K7QAmMlx.1>

Meeting ID: 839 5522 5890

Passcode: 789414

One Tap Mobile

1-305-224-1968

The purpose of the special meeting is to consider and vote on the termination of the Mountainview Resort Condominium (the "**Condominium**") effective December 10, pursuant to Article 19 of the Amended and Restated Declaration of Condominium and Supplemental Timeshare Declaration of Mountainview Resort (collectively, the "**Declaration**") and 33 M.R.S. §1602-118 of the Maine Condominium Act.

Pursuant to Article 2, Section 2.2(d) of the Bylaws and 33 M.R.S. §1602-117(e), the presence in person or by proxy of owners holding at least twenty percent (20%) of the votes in the Association shall constitute a quorum at the special meeting.

If you cannot attend the meeting, please complete and return the enclosed proxy form no later than December 9th, 5pm EST in accordance with Article 2, Section 2.2(f) of the Bylaws. Alternatively, you may execute the enclosed written consent form approving the termination of the Condominium in lieu of voting at the meeting, as permitted by Article 2, Section 2.2(g) of the Bylaws and 13-B M.R.S. §606.

Approval of the termination requires the affirmative vote or written consent of owners holding at least eighty percent (80%) of the votes in the Association, as set forth in Article 19 of the Declaration and 33 M.R.S. §1602-118(a) of the Maine Condominium Act.

For further information, please contact MountainviewReimagined@lemonjuice.biz or consult the Bylaws and Declaration.

Sincerely,

Kevin Curran, President -Mountainview Resort Condominium Association

AGENDA

- 1) Call to Order
- 2) Proof of Notice of the Meeting
- 3) Roll Call and Certification of Proxies
- 4) Verification of Quorum
- 5) Election of Inspectors of Election
- 6) Overview of Proposed Termination of the Condominium
- 7) Questions and Discussion Regarding Termination
- 8) Vote on Resolution to Terminate the Condominium
- 9) Announcement of Voting Results

PROXY & BALLOT

MOUNTAINVIEW RESORT CONDOMINIUM ASSOCIATION

263 Main Street, Route 201 Jackman, Maine 04945

KNOW ALL BY THESE PRESENTS: The undersigned owner(s) of the below-described Time-Share Estate(s) at Mountainview Resort Condominium (the "**Condominium**") hereby constitute and appoint the identified PROXY below, or if no person is named, any officer of the Mountainview Resort Condominium Association (the "**Association**"), as their true and lawful attorney, agent, and proxy, with full powers of substitution, for and in the name of the undersigned, to attend the special meeting of the members of the Association to be held on December 10th at 7pm at Mountainview Resort and via Zoom, and at any lawful adjournment thereof, for the purpose of acting on all matters that may properly come before said meeting, to represent the undersigned with all the powers the undersigned would possess if personally present, including voting on the termination of the Condominium.

The undersigned ratify and confirm any and all acts that the proxy shall lawfully do or cause to be done, whether at the special meeting or at any adjournment or continuation of it, and revoke all proxies previously given for the above purposes. The undersigned may revoke this proxy by written notice at any time.

This proxy is valid only for this designated meeting and any lawfully adjourned meeting thereof. In no event shall this proxy be valid for a period longer than eleven (11) months after the date of the special meeting, pursuant to Article 2, Section 2.2(f) of the Bylaws of the Association. The holder of this proxy expressly reserves the right to appoint a substitute.

PROXY: _____

I/We hereby ratify and confirm all that the proxy may lawfully do by virtue of this proxy. This proxy shall automatically cease upon the final adjournment of the meeting for which it is given. Unit(s): _____

Sign: _____

Sign: _____

Print: _____

Print: _____

BALLOT

INSTRUCTIONS: To vote on the termination of the Condominium, mark the appropriate box below with an "X" to indicate your vote of "APPROVE" or "OPPOSE"

☐

I vote to APPROVE termination of the Condominium project.

☐

I vote to OPPOSE termination of the Condominium.

Sign: _____

Sign: _____

Print: _____

Print: _____

Date: _____

WRITTEN CONSENT TO TERMINATE

MOUNTAINVIEW RESORT CONDOMINIUM ASSOCIATION WRITTEN CONSENT OF UNIT OWNERS IN LIEU OF SPECIAL MEETING TO TERMINATE THE MOUNTAINVIEW RESORT CONDOMINIUM

The undersigned, being Owners of Time-Share Estates in Mountainview Resort Condominium (the "**Condominium**"), holding at least eighty percent (80%) of the votes allocated to all Owners, as set forth in the Amended and Restated Declaration of Condominium and Supplemental Timeshare Declaration of Mountainview Resort (the "**Declaration**"), pursuant to Article 19 of the Declaration, 33 M.R.S. §1602-118 of the Maine Condominium Act (the "**Condominium Act**"), and Section 606 of Title 13-B of the Maine Nonprofit Corporation Act (the "**Nonprofit Act**"), do hereby consent to and adopt the following resolutions and agree to the following actions with respect to the termination of the Condominium:

RECITALS

WHEREAS, Mountainview Resort, LLC, a Maine limited liability company (the "**Declarant**"), executed a Declaration of Condominium and Timeshare Declaration (collectively, the "**Original Declaration**"), both of which are incorporated along with other documentation in a Public Offering Statement of Mountainview Resort Condominium, recorded in the Somerset County Registry of Deeds on July 3, 1997 in Book 2326, Page 171, to create the Condominium; and

WHEREAS, the Declarant subsequently recorded an Amended and Restated Declaration of Condominium and Supplemental Timeshare Declaration of Mountainview Resort in the Somerset County Registry of Deeds on December 20, 2004 in Book 3422, Page 48, which amended and restated the Original Declaration in its entirety; and

WHEREAS, pursuant to Section 2.2(c) of the Bylaws of Mountainview Resort Condominium Association (the "**Bylaws**"), special meetings of the Association may be called by the President or by a petition signed by Owners holding at least twenty-five percent (25%) of the votes in the Association; and

WHEREAS, Article 19 of the Declaration provides that the Condominium may be terminated only by agreement of the Owners of Time-Share Estates to which eighty percent (80%) of the votes in the Association are allocated; and

WHEREAS, 33 M.R.S. §1602-118(a) of the Condominium Act similarly provides that a condominium may be terminated only by agreement of unit owners of units to which at least 80% of the votes in the association are allocated; and

WHEREAS, Section 606 of the Nonprofit Act permits any action required or permitted under the Nonprofit Act to be taken at a meeting of the members to be taken without a meeting if written consents, setting forth the action so taken, are signed by all the members entitled to vote on such action.

NOW, THEREFORE, the undersigned Owner(s), hereby agree and consent to the following:

1. The termination of the Condominium shall be effective December 10, in accordance with Article 19 of the Declaration and 33 M.R.S. §1602-118 of the Condominium Act.

2. Upon the termination of the Condominium pursuant to 33 M.R.S. §1602-118(f), all Owners shall become tenants in common of the Property (as defined in the Declaration) in proportion to their respective interests as provided in 33 M.R.S. §1602-118(h), and the Mountainview Resort Condominium Association (the "**Association**") shall be deemed to hold title to the Property as trustee for the Owners pursuant to 33 M.R.S. §1602-118(e).

3. The Association is authorized and directed to take all actions and execute all documents reasonably necessary to effect the termination of the Condominium as of December 10, in accordance with this Written Consent and applicable law, including without limitation: (a) Preparing and recording a termination agreement in the Somerset County Registry of Deeds pursuant to 33 M.R.S. §1602-118(b); (b) Providing notices to all Owners, mortgagees, and other interested parties as may be required by the Declaration, Bylaws, or applicable law; (c) Developing a termination plan for the Condominium to facilitate the winding up of the Association's affairs and the disposition of the Property following termination; (d) Preparing any deed(s) or other instrument(s) necessary to confirm or effectuate the Owners becoming tenants in common of the Property upon termination pursuant to 33 M.R.S. §1602-118(f); and (e) Taking such other actions as the officers deem reasonably necessary or advisable in connection with the termination of the Condominium.

This Written Consent may be executed in counterparts, all of which together shall constitute the same document. This Written Consent shall be effective as of the latest date set forth below and shall be filed with the minutes of the Association.

IN WITNESS WHEREOF, the undersigned Owners have executed this Written Consent as of the dates set forth below.

Unit(s): _____

Sign: _____

Print: _____

Date: _____

Sign: _____

Print: _____

Date: _____

Please return by:

Mail: ATTN: Ballot/Proxy

MOUNTAINVIEW RESORT
CONDOMINIUM ASSOCIATION
7380 W. Sand Lake Road, Suite 130
Orlando, Florida 32819

Email:

mountainviewreimagined@lemonjuice.biz