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ADJUSTED PURSUANT TO
TELEPHONE AUTHORIZATION
Mark

JADE FOREST CONDOMINIUM ASSOCIATION

FILED

NOV 01 2019

AMENDED AND RESTATED ARTICLES OF INCORPORATION

ADMINISTRATOR
CORPORATIONS DIVISION

Pursuant to the provisions of Act 162, Public Acts of 1982, as amended, the undersigned nonprofit corporation executes the following Amended and Restated Articles:

1. The present name of the corporation is: Jade Forest Condominium Association.
2. The corporation identification number (CID) assigned by the Bureau is 800814505.
3. All former names of the corporation are: none.
4. The date of filing of the original Articles of Incorporation was: December 1, 1987.

The following Amended and Restated Articles of Incorporation supersede the Articles of Incorporation and shall be the Articles of Incorporation for the Corporation.

ARTICLE I

The name of the Corporation is Jade Forest Condominium Association.

ARTICLE II

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

- (a) To manage and administer the affairs of, and to maintain, Jade Forest Condominium, a condominium (hereinafter referred to as the "Condominium"), the property, easements, and the Common Elements thereof;
- (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 to allocate the proceeds thereof;
- (d) To rebuild improvements after casualty;
- (e) To contract for and employ and discharge persons, firms, corporations or other agents to assist in the management, operation, maintenance and administration of the Condominium;
- (f) To acquire, own, maintain and improve, and to buy, operate, manage, sell, convey, assign, mortgage, or lease (as landlord or tenant) any real or personal property (including but not limited to any Unit in the Condominium,

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any easements, rights-of-way and licenses), whether or not contiguous to the Condominium, on behalf of the Corporation in furtherance of any of the purposes of the Corporation; provided, however, that the purchase of any Unit in the Condominium for use by a resident manager shall be approved by an affirmative vote of more than sixty (60%) percent of all eligible Co-owners;

(g) To grant easements, rights-of-entry, rights-of-way, and licenses to, through, over, and with respect to the Common Elements of the Condominium on behalf of the members of the Corporation in furtherance of any of the purposes of the Corporation, and to dedicate to the public any portion of the Common Elements of the Condominium; provided, however, that any such action to dedicate Common Elements shall also be approved by affirmative vote of more than sixty (60%) percent of all eligible Co-owners;

(h) To grant such easements, licenses and other rights of entry, use and access, and to enter into any contract or agreement, including wiring agreements, utility agreements, right of way agreements, access agreements and multi-unit agreements, and to the extent allowed by law, contracts for sharing of any installation or periodic subscriber fees as may be necessary, convenient or desirable to provide for telecommunications, videotext, broad band cable, satellite dish, earth antenna and similar services (collectively "Telecommunications") to the Condominium or any Unit therein. Notwithstanding the foregoing, in no event shall the Board of Directors enter into any contract or agreement or grant any easement, license or right of entry or do any other act or thing which would violate any provision of any federal, state or local law or ordinance. Any and all sums paid by any Telecommunications or any other company or entity in connection with such service, including fees, if any, for the privilege of installing same, or sharing periodic subscriber service fees, shall be receipts affecting the administration of the Condominium, within the meaning of the Act, and shall be paid over to and shall be the property of the Association.

(i) To borrow money and issue evidences of indebtedness in furtherance of any and all of the purposes of the Association and to secure the same by mortgage, pledge, or other lien on property owned by the Association; provided, however, that any such action shall also be approved by affirmative vote of more than sixty (60%) percent of all eligible members of the Association, unless same is a letter of credit and/or appeal bond for litigation, or unless same is for a purchase of personal property with a value of \$15,000.00 or less;

(j) To make and enforce reasonable rules, regulations, resolutions, and/or policies concerning the use, enjoyment and operation of the Condominium;

(k) To enforce the provisions of the Master Deed and Bylaws of the Condominium, the Corporate Bylaws, and these Articles of Incorporation and such Bylaws and rules and regulations of this Corporation as may hereinafter be adopted.

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

(m) 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 the Condominium and to the accomplishment of any of the purposes thereof.

ARTICLE III

Said Corporation is organized upon a nonstock basis.

The amount of assets which said Corporation possesses as of October 14th 2019, is:

Real Property:	None
Personal Property:	\$ <u>61,220.00</u> cash in the bank

Said Corporation is to be financed under the following general plan:

Assessment of Members owning Units in the Condominium.

The Corporation is organized on a membership basis.

ARTICLE IV

The address of the registered office is:

30801 Barrington, Suite 125
Madison Heights, MI 48071

The mailing address of the registered office is:

33228 W. 12 Mile, PMB 294
Farmington Hills, MI 48334

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

Joshua Otting, Managing Agent

ARTICLE V

The term of the corporate existence is perpetual.

ARTICLE VI

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 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 Register of Deeds in the County of Macomb 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, 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 the member's Unit in the Condominium.

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

ARTICLE VII

Any action which may be taken at a meeting of the members of the Corporation (except for the election or removal of directors) may be taken without a meeting, with or without prior notice, by written consent of the members. Written consents may be solicited in the same manner as provided in the Bylaws for the Corporation for the giving of notice of meetings of members. Such solicitation may specify:

- (a) The percentage of consents necessary to approve the action; and
- (b) The time by which consents must be received in order to be counted.

The form of written consents shall afford an opportunity to consent (in writing) to each matter and shall provide that, where the member specifies his or her consent, the vote shall be cast in accordance therewith. Approval by written consent shall be constituted by receipt within the time period specified in the solicitation of a number of written consents which equals or exceeds the minimum number of votes which would be required for approval if the action were taken at a meeting at which all members entitled to vote were present and voted.

Such a consent may be transmitted electronically in any such manner authorized by the Association, which does not directly involve the physical transmission of paper, which creates a record that may be retrieved and retained by the Association, and which may be directly reproduced in paper form by the Association through an automated process, and which shall contain information from which it can be determined by the Association that it was duly transmitted by the member, or by a person authorized to act for the member, and it shall include the date on which it was transmitted, which shall be the date on which consent was signed for purposes of the vote. The electronic transmission shall be reproduced in paper form and delivered by hand or by mailing to the Association at its principal office, or to an officer or agent of the Association, in order to be counted.

ARTICLE VIII

These Amended and Restated Articles of Incorporation may be amended at a meeting of the Association, or by an action without a meeting as provided in Article VII hereinabove, by an affirmative vote of a majority of the members of the Association who are entitled to vote. In addition, these Amended and Restated Articles of Incorporation may be amended at a meeting of the Association by an affirmative vote of a majority of the members of the Association who are entitled to vote and who are present in person, by proxy, or by electronic transmission at the

meeting if due notice of the time, place, and object of the meeting was given by mail, at the last known address, to each member entitled to vote at least twenty (20) days before the date of the meeting. Notwithstanding anything to the contrary hereinabove, any amendment that changes in the qualifications for membership or the voting rights of the members of the Association shall require the unanimous consent of the membership.

These Amended and Restated Articles of Incorporation were duly adopted in accordance with the provisions of Section 611(3)(a) of the Act, by the vote of the members taken pursuant to an action without a meeting whereby the necessary votes were cast in favor of the Amended and Restated Articles of Incorporation. These Amended and Restated Articles of Incorporation restate, integrate, and do further amend the provisions of the Articles of Incorporation and were duly adopted.

Signed this 14th day of October 2019

By:


Kenneth M. Davis, President

DOCUMENT WILL BE RETURNED TO
THE MEISNER LAW GROUP, P.C.
30200 Telegraph Road, Suite 467
Bingham Farms, Michigan 48025-4506

Name of person or organization remitting
fees: The Meisner Law Group, P.C.

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9.28.2018