

(Non-Profit Domestic Corporations)  
**ARTICLES OF INCORPORATION**

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**OF  
SMOKLER TRUESDELL ASSOCIATION**

(Name of Corporation)

These Articles of Incorporation are signed by the Incorporators for the purpose of forming a nonprofit corporation pursuant to the provisions of Act 327, Public Acts of 1931, as amended, and Act 284, Public Acts of 1972, as follows:

ARTICLE I.

The name of the corporation is SMOKLER TRUESDELL ASSOCIATION

ARTICLE II.

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

See Rider attached hereto and made a part hereof.

ARTICLE III.

Said corporation is organized upon a non-stock basis.  
(Stock-share or non-stock)

(If upon a stock-share basis fill in the following)

(a)

The total number of shares of stock which the corporation shall have authority to issue is \_\_\_\_\_  
of the par value of \$ \_\_\_\_\_ per share.

A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(b)

(If upon a non-stock basis strike out paragraph (a) above and fill in the following)

The amount of assets which said corporation possesses is:

\* Real Property: NONE

\* Personal Property: NONE

\* (Give description and value. If none, insert "none")

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

Membership dues and assessments

ARTICLE IV.

The address of the initial registered office is:

19400 West Ten Mile Road, Southfield, Michigan 48087  
(No. and Street) (Town or City) (Zip Code)

The mailing address of the initial registered office is (need not be completed unless different from the above address)

(No. and Street) (Town or City) (Zip Code)

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

SANFORD L. PERLMAN

ARTICLE V.

The names and addresses of the Incorporators are as follows:

Names	Residence or Business Address	
Sanford L. Perlman	19400 West Ten Mile Road	Southfield, Mich. 48075
Alriva Perlman	19400 West Ten Mile Road	Southfield, Mich. 48075
Norman Graf	19400 West Ten Mile Road	Southfield, Mich. 48075

ARTICLE VI.

The names and addresses of the first board of directors (or trustees) are as follows;

Names	Residence or Business Address	
Sanford L. Perlman	19400 West Ten Mile Road	Southfield, Mich. 48075
Alriva Perlman	19400 West Ten Mile Road	Southfield, Mich. 48075
Norman Graf	19400 West Ten Mile Road	Southfield, Mich. 48075

ARTICLE VII.

(Here insert any desired additional provisions authorized by the Acts)

IN WITNESS WHEREOF, the undersigned, the incorporators of the above-names corporation, have hereunto signed these Articles of Incorporation on this 7<sup>th</sup> day of August, 19 74

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

SMOKLER TRUESDELL ASSOCIATION

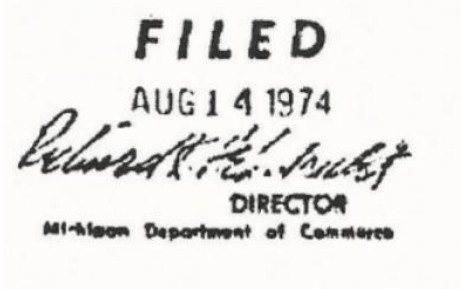
By /s/ Sanford L. Perlman  
Sanford L. Perlman

/s/ Alvira Perlman  
Alvira Perlman

/s/ Norman Graf  
Norman Graf

(See Instructions on Reverse Side)

(Please do not write in space below – for Department use)

MICHIGAN DEPARTMENT OF COMMERCE – CORPORATION AND SECURITIES BUREAU	
Date Received	
AUG 12 1974	

C&S – 102	<p style="text-align: center;"><b>INFORMATION AND INSTRUCTIONS</b></p> <p style="text-align: center;">Articles of Incorporation - Non-Profit Corporations (Excluding Ecclesiastical Corporations)</p> <ol style="list-style-type: none"><li>1. Article II should state, in general terms, the specific purpose or object for which the corporation is originated.</li><li>2. Article V - At least three incorporators are required. Article V - At least three directors (or trustees) are required. The addresses should include a street number and name (or other designation), in addition to the name of the city and state.</li><li>3. The duration of the corporation should be stated in the Articles only if the duration is not perpetual.</li><li>4. The Articles must be signed in ink by each incorporator. The names of the incorporators as set out in Article V should correspond with the signatures.</li><li>5. An effective date, not later than 90 days subsequent to the date of filing, may be stated in the Articles of Incorporation.</li><li>6. One original copy of the Articles is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Articles for filing.</li><li>7. FEES: \$10.00 filing plus \$10.00 franchise; total \$20.00. Checks or money orders should be made payable to the State of Michigan.</li><li>8. Mail Articles of Incorporation and fees to: <p style="margin-left: 40px;">Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P.O. Drawer C Lansing, Michigan 48904</p></li></ol>
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RIDER TO ARTICLES OF INCORPORATION  
(NON-PROFIT) OF SMOKLER TRUESDELL ASSOCIATION

ARTICLE II

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, the specific purposes for which it is formed are to provide for maintenance and preservation of the residence Lots and Common Areas within that certain tract of property described as:

Lots 1 through 317, SMOKLER TRUESDELL SUBDIVISION  
as recorded in Liber 95, Pages 44 through 48 of Plats,  
Wayne County Records

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto, as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges, and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property, and recorded or to be recorded in the Office of Wayne County, Michigan, Register of Deeds, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith 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 property 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 personal property in connection with the affairs of the Association;

(d) borrow money, with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) dedicate, sell or transfer all or any part of the Common Area(s) to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members, No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional residential property and Common Area(s), provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(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 by ivw may now or hereafter have or exercise.

## ARTICLE VII

Section 1.            Membership.            Every person or entity who is a

record owner of a fee or undivided fee interest in any Lot which is subject by covenants or record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

Section 2.            Voting Rights.            The Association shall have two

classes of membership: Class A and Class B.

(a) Only the Developer or its designee shall be entitled to Class A memberships. The Developer or its designee shall be entitled to one Class A membership for each Lot owned by it, either in fee or on land contract. Each Class A member shall be entitled to one vote. Upon the transfer by the Developer or its designee of a Lot to an Owner, the Class A membership for that Lot shall terminate.

(b) One Class B membership shall be issued to each Owner of a Lot, other than the Developer. Class B membership shall have no voting rights, until the event described in (c) shall occur,

(c) At such time as the number of Class A memberships issued and outstanding is less than one-third of the number of Class B memberships validly issued and outstanding, all Class A and Class B memberships then outstanding, and all memberships subsequently issued by the Association, shall be and be deemed to be Class A memberships and entitled to one vote.

Section 4.                    Dissolution.                    Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate agency for purposes devoted to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non- profit corporation, association, trust or other organization for purposes devoted to those of this Association, which entity will assume the liabilities of the original Association.

Section 5.                    Amendments.                    Amendment of these Articles shall require the assent of two-thirds (2/3) of the Class A members.