

ADJUSTED PURSUANT TO  
TELEPHONE AUTHORIZATION

98884454 0415 DRGMI \$10.00

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APR 15 1998

RECEIVED

APR 15 1998

MI Dept. of Consumer & Industry Services  
Corporation, Securities & Land Development Bureau

FILED

APR 21 1998

Administrator  
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES  
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

NON-PROFIT

RESTATED ARTICLES OF INCORPORATION

These Restated Articles of Incorporation are signed pursuant to the provisions of Act 162 of the Public Acts of 1982, as amended, and of Act 137 of the Public Acts of 1929, as amended, by the undersigned corporation and provide as follows:

1. The present name of the corporation is Horseshoe Lake.
2. The corporation identification number (CID) assigned by the Bureau is 817-087.
3. All former names of the corporation are the same.
4. The date of filing the original Articles of Incorporation was May 7, 1971.
5. These Restated Articles of Incorporation were duly adopted on the 18th day of March, 1998, in accordance with the provisions of Section 642 of Act 162 P.A. 1982, as amended. These Restated Articles of Incorporation restate, integrate, and do further amend the provisions of the Articles of Incorporation and were duly adopted by the vote of the members. The necessary number of votes were cast in favor of these Restated Articles of Incorporation.

The following Restated Articles of Incorporation supersede the Articles of Incorporation, as amended, and shall be the Articles of Incorporation for the corporation:

ARTICLE I.

The name of the corporation is Horseshoe Lake Corporation.

ARTICLE II.

The purposes for which the Corporation is formed are as follows: To provide for the better welfare of the community embraced within the lands located in the Township of Northfield, County of Washtenaw and State of Michigan (as certified in election held November 20, 1972):

km

Schrum's Horseshoe Lake Subdivision, a part of the S 1/2 of the SW 1/4 of Section 8, recorded in Liber 5 of Plats, Page 42, Washtenaw County Records; and,

Horseshoe Lake Development Company's Shady Beach Subdivision, a part of the NW 1/4 of Section 17 and a part of the NE 1/4 of Section 18, recorded in Liber 6 of Plats, Page 17, Washtenaw County Records; and,

Lincoln Realty Co. Horseshoe Lake Subdivision, a part of SE 1/4 of SW 1/4 and part of SW 1/4 of SE 1/4 of Section 8; also part of NW 1/4 of NE 1/4 of Section 17 and part of NE 1/4 of NW 1/4 of Section 17, recorded in Liber 5 of Plats, Pages 19 and 20, Washtenaw County Records; and,

Leocadia Park Subdivision, a part of Section 17, recorded in Liber 6 of Plats, Page 9, Washtenaw County Records; and

Includes all existing shore line of Horseshoe Lake; and

The lands of others who may join the Corporation or who may be determined to be members by operation of Act 137, P.A. 1929, as amended;

To acquire by purchase, gift or devise such real and personal property as it may desire for the said purposes;

To enact bylaws designed to carry into effect the jurisdiction provided in Act 137, P.A. 1929, as amended, and to provide means to enforce such bylaws;

To assess and collect dues as voted by a majority of the members of said Corporation; and,

To do all other things pertaining to such purposes and powers.

### ARTICLE III.

Said Corporation is organized on a non-stock membership basis.

The amount of assets which said Corporation possesses is:

Real Property	\$ 970.00 - PRIVATE PARKS
Personal Property	\$2,006.83 - CASH
(The valuation of the above assets was as of September 30, 1997.)	

Said Corporation is to be financed under the following general plan: the assessment and collection of annual dues and/or special assessments against the lots within the jurisdiction of the Corporation or which may hereafter come within the jurisdiction of the Corporation all in accordance with said Act 137, P.A. 1929, as amended.

#### ARTICLE IV.

1. The address of the current registered office is: 7681 Shady Beach, Whitmore Lake, Michigan 48189.
2. The mailing address of the current registered office is: P.O. Box 489, Whitmore Lake, Michigan 48189.
3. The name of the current resident agent is: Cynthia L. Given.

#### ARTICLE V.

Any action required or permitted to be taken at an annual or special meeting of members may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by enough members necessary to authorize or take the action at a meeting at which all members entitled to vote were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to members who have not consented in writing.

#### ARTICLE VI.

The term of the corporate existence is perpetual.

#### ARTICLE VII.

All meetings of the Corporation shall be held in Washtenaw or Livingston County, Michigan.

#### 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 owner of a property within the jurisdiction of the Corporation 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 acquisition of fee simple title to a property within the jurisdiction of the Corporation, or purchase of a property within the jurisdiction of the Corporation on a land contract. A deed or other instrument establishing a change of record title to a property shall be recorded with the Register of Deeds of Washtenaw County, and a copy furnished to the Corporation. At that time the new owner becomes a member of the Corporation, and the prior owner's membership is terminated.
- (c) A member's share in the funds and assets of the Corporation cannot be assigned, pledged, encumbered, or transferred in any

manner except as an appurtenance to his/her property within the jurisdiction of the Corporation.

- (d) Voting by members shall be in accordance with the Corporation's By-Laws.

#### ARTICLE IX.

A volunteer trustee shall not be personally liable to the Corporation or its owners for monetary damages for breach of the trustee's fiduciary duty, except where there is:

- (a) A breach of the trustee's duty of loyalty to the Corporation or its owners;
- (b) Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
- (c) A violation of Michigan Statutes Annotated Section 21.197(5b1)(1);
- (d) A transaction from which the trustee derived an improper personal benefit; or
- (e) An act or omission that is grossly negligent.

If the Michigan Nonprofit Corporation Act is subsequently amended to authorize corporate action further eliminating or limiting the personal liability of trustees, then the liability of a trustee of the Corporation shall be eliminated or limited to the fullest extent permitted by the Michigan Nonprofit Corporation Act, as so amended.

Any repeal or modification of the foregoing provisions of this Article by the owners of the Corporation shall not adversely affect any right or protection of a trustee of the Corporation existing at the time of such repeal or modification.

#### ARTICLE X.

The Corporation assumes the liability for all acts and omissions of a nontrustee volunteer if all of the following are met:

- (a) The nontrustee volunteer was acting or reasonably believed that he or she was acting within the scope of his or her authority;
- (b) The nontrustee volunteer was acting in good faith;
- (c) The nontrustee volunteer's conduct did not amount to gross negligence or willful and wanton misconduct;
- (d) The nontrustee volunteer's conduct was not an intentional tort; and



- (e) The nontrustee volunteer's conduct was not a tort arising out of the ownership, maintenance or use of a motor vehicle for which tort liability may be imposed as provided in section 3135 of the Insurance Code of 1956, Act No. 218 of the Public Acts of 1956, being section 500.3135 of the Michigan Compiled Laws.

ARTICLE XI.

No part of the net income of the Corporation shall accrue to the benefit of any private member or individual and it is intended that the Corporation shall not be a private foundation as defined by the Internal Revenue Code as it now exists or as it may hereafter be amended. In the event of dissolution, all assets, real and personal, shall be distributed to such organizations as are qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue Law.

ARTICLE XII.

These Articles of Incorporation may be amended, altered, changed, or repealed only by the affirmative vote of not less than fifty-one percent (51%) of the entire membership of the Corporation.

Signed this 7<sup>th</sup> day of April, 1998.

HORSESHOE LAKE CORPORATION

By: Lisa Panetta-Alt

Lisa Panetta-Alt

Its: President

13:condos:horsesho.art

**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.

Karl R. Frankena  
Conlin, McKenney & Philbrick, P.C.  
350 S. Main Street, Suite 400  
Ann Arbor, Michigan 48104-2131

Name of person or organization  
remitting fees

Conlin, McKenney &

Philbrick, P.C.

Preparer's name and business  
telephone number

Karl R. Frankena

( 734 ) 761-9000

Original  
Articles of Incorporation

STATE OF MICHIGAN  
DEPARTMENT OF TREASURY  
CORPORATION DIVISION  
LANSING MICHIGAN

THIS IS A PART OF THE ATTACHED CORPORATE DOCUMENT AND SHOULD NOT BE DETACHED.

DO NOT WRITE IN SPACES BELOW FOR DEPARTMENT USE

DATE RECEIVED

May 5, 1971

FILED  
MAY - 7 1971

*Alison H. H.*  
STATE TREASURER  
Michigan Department of Treasury

NAME OF CORPORATION

Horseshoe Lake

CORPORATE DOCUMENT

Articles of Incorporation

(non-Profit)

## ARTICLES OF INCORPORATION

of

### HORSESHOE LAKE

THESE ARTICLES OF INCORPORATION are signed and acknowledged by the incorporators for the purpose of forming a non-profit summer resort owners corporation under the provisions of ACT NO. 137 of the Public Acts of Michigan for the year 1929, as amended.

#### ARTICLE I

The name of the corporation is Horseshoe Lake.

#### ARTICLE II

The following constitutes a list of the names and addresses of the incorporators and the legal description of the land owned by each such incorporator, which lands are hereby declared to be subject to the jurisdiction of this corporation to the extent provided in said Act No. 137. All such lands are located in the Township of

Northfield County of Washtenaw and State of Michigan, and to the extent that such lands are platted lots within platted subdivisions they are listed hereinafter by lot number within such subdivisions:

In LINCOLN REALTY CO. HORSESHOE LAKE SUBDIVISION of Part of the SE $\frac{1}{4}$  of the SW $\frac{1}{4}$  and part of the SW $\frac{1}{4}$  of the SE $\frac{1}{4}$  of Section 8, also part of the NW $\frac{1}{4}$  of the NE $\frac{1}{4}$  of Section 17, and part of the NE $\frac{1}{4}$  of the SW $\frac{1}{4}$  of Section 17, Town 1 South, Range 6 East, Northfield Township, Washtenaw County, Michigan:

NAME	ADDRESS	LOT NUMBERS
RAYMOND THIRSY	27216 Howell Detroit Michigan 48239	750, 751, 768 & 769
OLIVER E. HALTERMAN ELEANOR M. HALTERMAN	7956 Lakeshore Box 201 Whitmore Lake Michigan	747, 748 & 749
NICHOLAS ARON	15247 Berger Allen Park Michigan	717, 718 & 719
VICTOR J. CUPPETILLI ALICE CUPPETILLI	32863 Anita Dr Westland Michigan	662, 663, 733, 734 & 735
WILLIAM HARGROVE	25711 Stanford St Dearborn Heights Michigan	752 & 753

In HORSESHOE LAKE DEVELOPMENT COMPANY'S SHADY BEACH SUBDIVISION, a part of the NW $\frac{1}{4}$  of Section 17, and a part of the NE $\frac{1}{4}$  of Section 18, Northfield Township, Washtenaw County, Michigan:

MARGARET K. SMITH	338 Dartmoor Whitmore Lake Michigan	837 & 838
VINCENT BONO	7916 Shady Beach Box 453 Whitmore Lake Michigan	23 & 24

**PAITH N. WHEELER**

**371 Grove Box 333  
Whitmore Lake Michigan**

**155, 156 & 120**

**CHARLES STILLION**

**266 Dartmoor  
Whitmore Lake Michigan**

**849, 850, 884 & 885**

### ARTICLE III

The purposes for which the corporation is formed are as follows: To provide for the better welfare of the community embraced within the above described lands and the lands of others who may join such corporation or who may be determined to be members by operation of Act 137, P.A. 1929, as amended; to acquire by purchase, gift or devise such real and personal property as it may desire for the said purposes; to enact by-laws designed to carry into effect the jurisdiction provided in Act 137, P.A. 1929, as amended, and to provide means to enforce such by-laws; to assess and collect dues as voted by a majority of the members of said corporation; and to do all other things pertaining to such purposes and powers.

### ARTICLE IV

The location of the first registered office is: 371 Grove St., Whitmore Lake, Michigan 48189.

The post office address of the first registered office is: 371 Grove St., Whitmore Lake, Michigan 48189.

### ARTICLE V

The name of the first registered agent is Faith N. Wheeler.

### ARTICLE VI

The names and addresses of the first board of trustees and the term which each shall serve are as follows:

NAME	ADDRESS	TERM
Faith N. Wheeler	371 Grove Box 333 Whitmore Lake Michigan 48189	1 year
Margaret K. Smith	338 Dartmoor Whitmore Lake Michigan 48189	1 year
Nicholas Aron	15247 Horger Allen Park Michigan 48101	1 year
William Fritz	714 Schrum Whitmore Lake Michigan 48189	1 year
Millard D. Crowell	254 Lakeview Dr Whitmore Lake Michigan 48189	1 year
Victor J. Suppetilli	32863 Anita Westland Michigan	1 year

Each trustee shall serve for the period of years set opposite his name and until his successor is duly elected and qualified; and each trustee hereafter elected shall serve for a period of two years or until his successor shall be elected and qualified. The Board of trustees shall consist of six (6) members.

### ARTICLE VII

Said corporation is organized upon a non-stock basis.

The amount of assets which said corporation possesses is:

Real property: None.

Personal property: None.

Said corporation is to be financed under the following general plan: The assessment and collection of annual dues and/or special assessments against the lots within the jurisdiction of this corporation or which may hereafter come within the jurisdiction of this corporation all in accordance with said Act No. 137, Public Acts of Michigan for 1929, as amended.

#### ARTICLE VIII

The term of the corporate existence is perpetual.

#### ARTICLE IX

Meetings of this corporation shall be held in Washtenaw County, Michigan.

WE, the incorporators, sign our names this 7th day of October

      , 19 70.

MARGARET K. SMITH

CHARLES STILLION

WILLIAM HARGROVE

VICTOR J. CUPPETILLI

ALICE CUPPETILLI

PAITH N. WHEELER

RAYMOND E. THREY

VINCENT BONO

OLIVER E. HALTERMAN

ELEANOR M. HALTERMAN

NICHOLAS ARON



STATE OF MICHIGAN     )  
                              ) ss  
COUNTY OF WASHTENAW   )

On this 7th day of October   , 1971 , before me personally  
appeared

Margaret K. Smith, Charles Stillien, William Hargrove, Victor J.  
Cuppitilli, Alice Cuppetilli, Faith M. Wheeler, Raymond E.  
Thirey, Vincent Bone, Oliver E. Halterman, Eleanor M. Halterman,  
and Nicholas Aron

to me known to be the persons who are described in and who executed  
the foregoing instrument, and acknowledged that they executed the  
same as their free act and deed.

  
\_\_\_\_\_  
Donald B. Severance  
Notary Public, Wayne       County, Mich.

My commission expires January 11, 1971.

NOTICE OF REGISTRATION  
AND ELECTION

Notice is hereby given that pursuant to Act 137 of the Public Acts of Michigan for 1929, as amended, an election will be held within the territory below described on Oct. 14, 1972, to determine whether the entire territory comprising the subdivisions and lands below described shall become entirely incorporated under the provisions of said Act 137. Said election will be held at Horseshoe Lake, 7956 Lakeshore, Northfield Twp., Washtenaw County, Michigan, and the polls will be open from 7:00 o'clock A.M. until 8:00 o'clock P.M. of said day to permit all registered qualified voters to vote upon the proposition submitted. All persons who are freeholders of land within the below described territory are qualified to vote at such election. Persons qualified to vote may register at the 7956 Lakeshore, Northfield Twp., Washtenaw County, Michigan, at any time between the hours of 9:00 o'clock A.M. and 7:00 o'clock P.M. on the 2nd, 3rd, 4th, 5th, 6th and 7th days of Oct., 1972, inclusive, and at such other times prior to Oct. 7, 1972, as the registration board may permit. The names and addresses of persons comprising the registration board for such election are Charles Conner — 7940 Shady Beach, Ella and Fred Anderson — 7991 Lakeshore, Eleanor and Oliver Halterman — 7956 Lakeshore. The subdivisions and lands to be affected by such election are described as follows: Leocadia Park Sub. — Liber 6 Plat page 9, Schrum's Horseshoe Sub. — Liber 5 Plats page 42, Lincoln Realty — Liber 5 Plats page 17, Plat Horseshoe Lake Sub. — Liber 5 Plat page 20, Shady Beach Sub. — Liber 6 Plat page 17. This is to include all existing shore line of Horseshoe Lake. BOARD OF TRUSTEES — Nicholas Aronson, Margaret K. Smith by Victor J. Cuppetilli, President Mrs. Faith N. Wheeler, Secretary.

Sept. 11, 18, 25, Oct. 2, 1972.

times, \$ 44.00

Affidavit of Publication .50

\$44.50

Received Payment.

Sept. 7, 1972

page 2 of 6  
LIBER 1423 PAGE 752

STATE OF MICHIGAN  
County of Washtenaw, ss:

Floyanne Blouin

being duly sworn, deposes and says the annexed printed copy of a notice was taken from The Ann Arbor News, a newspaper printed and circulated in said state and county; that the said notice has been duly published in said newspaper for four successive weeks, the first insertion thereof being on the 11th day of September, A.D. 1972, and subsequent insertions being on the 18th and 25th days of September and the 2nd day of October, 1972 that she is chief clerk of said newspaper and knows well the facts stated herein.

Floyanne Blouin

Subscribed and sworn to before me this 3rd day

of October, A.D. 1972.

Notary Public, Washtenaw County, Mich.  
My Commission expires: April 8, 1974

TO THE BOARD OF TRUSTEES,

Northfield Township

Washtenaw County:

We, William T. Fritz, Larry W. Morce

Donald Russ, and

Faith M. Wheeler, the Board of Canvassers heretofore

appointed by the Board of Trustees of

Northfield Township

To canvass and certify the results of the  
election on October 14, 1972, to determine whether all of  
the lands described in the notice of such election shall become  
entirely incorporated under the provisions of Act 137, Public Acts  
of Michigan for 1929, as amended, do hereby certify that, in accord-  
ance with the report of the election board appointed to conduct such  
election and report the results thereof, the majority of the quali-  
fied voters voting in such election voted

in favor of

against

}

(strike out one)

FILED

JAN 30 1972

CLERK

entire incorporation of the territory described in the notice of  
said election under the provisions of Act 137, Public Acts of  
Michigan for 1929, as amended.

William L. Fitch

Mrs. F. M. Wheeler

Larry Wayne Mays

Donald R. Russ

Board of Canvassers

FILED

JAN 30 1973

REGISTERED  
COUNTY CLERK

TO THE BOARD OF TRUSTEES AND BOARD OF CANVASSEERS,

of Waukegan

County-Northfield Township:

We, Charles Conner

Ella Anderson

Thos Anderson

Edman Holterman

Olin Hesterman

\_\_\_\_\_, and \_\_\_\_\_, the election

board heretofore appointed by the Board of Trustees of \_\_\_\_\_

Hessie Lake ~~Successor~~

to conduct an election on

October 14

, 1972,

to determine whether all of the lands

described in the notice of such election shall become entirely incorporated under the provisions of Act 137, Public Acts of Michigan for 1929, as amended, do hereby certify and return that we have conducted such election at the time and place specified in such notice, have counted the ballots cast by qualified voters in such election, and that the results of such election are as

follows:

(A) Total number of registered voters 199

(B) Total number of votes cast 157

51170

JAN 30 1973

ROBERT H. HESTERMAN  
COUNTY CLERK

(C) Total number of votes cast in favor of entire  
incorporation of said territory 83.

(D) Total number of votes cast against entire incor-  
poration of said territory 74.

(E) Total number of spoiled ballots 7/one.

Dated: October 14, 1972.

Charles Larson

Frederick R. Anderson

Ella M. Anderson

Eleana Halterman

Oliver Halterman

Election Board.

I Elmer J Klump, Constable  
of Northfield do hereby certify  
the Election returns of Horse Shoe Lake  
conducted Oct 14-1972 at  
7956 - Lakeshore Dr Horse Shoe Lake  
Elmer J Klump



AKS CERTIFICATE  
STATE OF MICHIGAN  
COUNTY OF W

RECEIVED

JAN 31 1973

MICHIGAN DEPT. OF COMMERCE

FILED

FEB - 5 1973

*Edmund R. G. Gault*  
DIRECTOR  
Michigan Department of Commerce



STATE OF MICHIGAN )  
COUNTY OF WASHTENAW ) ss.

I, Robert M. Harrison, Clerk of said County of Washtenaw and Clerk of the Circuit Court for said County, the same being a Court of Record:

Do hereby certify that the annexed is a true and compared copy of  
RESOLUTION OF HORSESHOE LAKE, a Michigan Summer Resort  
owners Corp.

Filed: January 30, 1973

as appears of record in my office. That I have compared the same with the original and that it is a true transcript thereof and of the whole thereof.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court at

Ann Arbor, this 30th day of January, 1973

ROBERT M. HARRISON, Clerk

By Betty J. Hunter  
Deputy Clerk

CF-0270-002



JAN 3 1973

RECEIVED  
COUNTY CLERK

RESOLUTION

WHEREAS, the Board of Trustees of HORSESHOE LAKE, a Michigan Summer Resort Owners' Corporation, of 371 Grove Street, Whitmore Lake, Michigan 48189, at a meeting held on *Nov 20, 1972*, 1972, called an election in the territory comprised of the lands described in the attached notice of registration and election for the purpose of determining whether the entire territory comprising such lands should become entirely incorporated under the provisions of Act 137 of the Public Acts of Michigan for the year 1929, as amended,

AND WHEREAS, such election was duly held pursuant to the said attached notice of registration and election, on October 14, 1972, and all provisions of said Act 137 with respect to publication of notice, appointment of registration and election boards, registration of qualified voters, and holding of such election were fully complied with,

AND WHEREAS this Board has received the reports of the election board and board of canvassers so appointed that a majority of the said qualified voters of the entire territory comprised of the territorial description contained in the notice of registration and election have voted in favor of entire incorporation under said Act 137,

NOW, THEREFORE, BE IT RESOLVED that this Board do, and it does now, declare the said election carried and the entire territory described in said attached notice of registration and election entirely incorporated under Act 137 of the Public Acts of Michigan for the year 1929, as amended,

AND BE IT FURTHER RESOLVED, that copies of the said notice of registration and election hereto attached and of this resolution be filed with the County Clerk of Washtenaw County, Michigan, and recorded with the Register of Deeds of Washtenaw County, Michigan.

ATTEST:

We, the undersigned, being the President and Secretary, respectively, of HORSESHOE LAKE, a Michigan Summer Resort Owners' Corporation, do hereby certify that the above resolution was adopted by the Board of Trustees of HORSESHOE LAKE at a meeting duly called for that purpose held at *Nov 20, 1972* on 1972.

*Vincent J. Cuppetilli*  
President  
*Faith N. Wheeler*  
Secretary

STATE OF MICHIGAN ) SS  
COUNTY OF WASHTENAW )

Subscribed and sworn to by the President and Secretary of HORSESHOE LAKE, *Vincent J. Cuppetilli* and *Faith N. Wheeler*, respectively, this *20* day of November, 1972.

Instrument drafted by:  
Donald B. Severance  
392 Fairbrook Ct  
Northville Michigan 48167

After recording return to:

*Nicholas Aron*  
Nicholas Aron  
Notary Public *Wayne* County, Michigan.  
My commission expires

*Feb 12, 1974*

**RECEIVED**

**JAN 31 1973**

**MICHIGAN DEPT. OF COMMERCE**