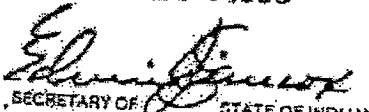


APPROVED  
AND  
FILED

JUL 8 0 1985

  
SECRETARY OF STATE OF INDIANA

Corporate Form No. 364-1 (Dec.-1980)  
Page One

ARTICLES OF INCORPORATION  
(Not for Profit)

Prescribed by Edwin J. Simcox  
Secretary of State of Indiana

ARTICLES OF INCORPORATION  
OF  
LE JARDIN CONDOMINIUM ASSOCIATION, INC.

The undersigned incorporator, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Indiana Not-For-Profit Corporation Act of 1971 (hereinafter referred to as the "Act"), execute the following Articles of Incorporation:

ARTICLE I  
Name

The name of the Corporation is Le Jardin Condominium Association, Inc.

ARTICLE II  
Purposes

The purposes for which the Corporation is formed are:

Section 1. To establish an incorporated association (hereinafter the "Association") to administer a condominium located in Schererville, Lake County, Indiana, to be constructed on real estate legally described as follows:

Tract 1, Tract 2 and Tract 3, Le Jardin, a Planned United Development in the Town of Schererville, Lake County, Indiana, as shown in Plat Book 59, page 2, in Lake County, Indiana.

Section 2. This Association is organized for the purpose of providing a convenient means of administering the condominium by the Apartment Owners thereof. The documents creating the condominium provide for the ownership, operation, management, maintenance and use of apartments as described in said document.

EXHIBIT "B"

Section 3. The Association shall not engage in any activities for the profit of its members, and shall conduct its affairs in such fashion and for such purposes other than for the pecuniary gain of its members, directors, officers, or incorporators.

Section 4. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

Section 5. The Association shall have all of the powers reasonably necessary to implement the purpose of the Association, including, but not limited to, the following:

(a) Make and collect Assessments against members to defray the cost of the condominium.

(b) To use the proceeds of Assessments in the exercise of its powers and duties.

(c) To maintain, repair, replace and operate the condominium Property.

(d) The reconstruction of improvements after casualty and the further improvement of the Property.

(e) To make and amend rules and regulations respecting the use of Property in the condominium.

(f) To approve or disapprove of proposed purchasers, leasees, subleasees, and mortgagees of Apartments.

(g) To enforce by legal means the provisions of the Condominium Documents, these Articles, the By-Laws of the Association, and the rules and regulations for the use of the the condominium, in accordance with Article XIV of the Declaration of Condominium.

(h) To contract for the management of the condominium and delegate to such contractor all powers and duties of the Association except such as are specifically required by the Condominium Documents to have the approval of the Board of Directors or of the members of the Association.

(i) All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with the provisions of the condominium documents.

(j) The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium which governs the use of the property.

(k) To pay taxes and assessments which are liens against any part of the condominium other than individual Apartments and the appurtenances thereto, and to assess the same against the Apartment subject to such liens.

(l) To carry insurance for the protection of Apartment Owners and the Association against casualty and liabilities.

(m) To pay the cost of all power, water, sewer, and other utility services rendered to the condominium and not billed to owners of individual Apartments.

(n) To employ personnel for reasonable compensation to perform the services required for proper administration of the purposes of the Association.

Section 6. All rights, powers and descriptions of purposes established by the Articles of Incorporation, shall be subject to the Declaration of Condominium and all provisions contained therein as if fully set forth in these Articles, and shall further be subject to Indiana law governing not for profit corporations.

#### ARTICLE III Period of Existence

The period during which the Corporation shall continue is perpetual.

#### ARTICLE IV Resident Agent and Principal Office

Section 1. Resident Agent. The name and address of the Corporation's Resident Agent for service of process is:

Glenn R. Patterson.  
9013 Indianapolis Boulevard  
Highland, Indiana 46322

Section 2. Principal Office. The post office address of the principal office of the Corporation is:

2845 45th Avenue  
Highland, Indiana 46322

#### ARTICLE V Membership

A minimum of three (3) persons shall have signed the membership list.

Section 1. Classes of Membership, and Rights, Preferences and Limitations of Classes of Membership.

(a) Every Apartment Owner, or Owners, in the condominium shall be members of the Association, and no other Person or entity shall be entitled to membership, except that the initial members need not be Apartment Owners, and said members' membership shall terminate on the same date as the termination of the Developer's right under Article IX Section 3 below, except for the membership of the initial members who are Apartment Owners as of such date.

(b) Membership in the Association shall be established by the recording in the Office of the Recorder of Lake County of a deed or other instrument establishing a change of record title to an Apartment in the condominium and the delivery to the Association of a copy of such instrument, shall entitle the new Apartment Owner designated by such instrument therein to become a member of the Association. The membership of the former Apartment Owner shall be thereby terminated.

(c) The share of the member in the funds and the assets of the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to the Apartments in the condominium.

Section 2. Voting Rights of Classes.

(a) Each Apartment Owner, by virtue of membership in the Association shall be entitled to vote and participate in all affairs of the Association. In the event the Apartments are owned by more than one natural person, as governed by the condominium documents, voting rights shall be limited to one Apartment Owner for each Apartment, such Apartment Owner to be certified in writing to the Association.

(b) Each voting Apartment Owner shall be entitled to cast one vote for each percent interest (and fraction thereof) in the Common and Limited Common Areas and Facilities appurtenant to such Apartment, as set forth in the Statement of Interest in the Declaration of Condominium and Exhibit "A" thereto. For example only, the voting Apartment Owner, owning an Apartment to which a 1.235% interest in the Common and Limited Common Areas and Facilities, is appurtenant, shall be entitled to cast 1.235 votes.

ARTICLE VI  
Directors

Section 1. Number of Directors. The initial Board of Directors is composed of three (3) members. Provided, however, that the exact number of directors shall be prescribed from time

to time in the By-Laws of the Corporation; AND PROVIDED, FURTHER THAT UNDER NO CIRCUMSTANCES SHALL THE MINIMUM NUMBER BE LESS THAN THREE (3).

Section 2. Names and Post Office Addresses of Board of Directors. The names and post office addresses of the initial Board of Directors are:

<u>Name</u>	<u>No. &amp; Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
Charles R. Greiner	2845 45th Avenue	Highland	IN	46322
John Davids	2845 45th Avenue	Highland	IN	46322
Cornelius Hoogewerf	3048 Hess Drive	Highland	IN	46322

ARTICLE VII  
Incorporator

Section 1. Name and Post Office Address of the Incorporator. The name and post office address of the incorporator of the Corporation is:

<u>Name</u>	<u>No. &amp; Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
Charles R. Greiner	2845 45th Avenue	Highland	IN	46322

ARTICLE VIII  
Statement of Property (If any)

A statement of the property, and an estimate of the value thereof, to be taken over by the Corporation at or upon its incorporation are as follows:

NONE

ARTICLE IX  
Provisions for Regulation and Conduct  
Of the Affairs of Corporation  
(Can be the "By-Laws")

Other provisions, consistent with the laws of this State, for the regulation and conduct of the affairs of the Corporation, and creating, defining, limiting or regulating the powers of the Corporation, the directors or the members of any class or classes of members are as follows:

Section 1. The affairs of the Association, its management and operation shall be governed by the terms and provisions of the "Horizontal Property Act" of the State of Indiana, being Acts of 1963, Chapter 349, Section 1, as amended.

by the Declaration of Condominium, these Articles of Incorporation and the By-Laws and rules of regulations of this Corporation.

Section 2. The power to make, alter, amend, or repeal the By-Laws of the Corporation shall be vested in the members of the Association, subject to the terms, provisions, and conditions contained in the Declaration of Condominium and the By-Laws of this Corporation.

Section 3. Directors of the Association shall be elected at the annual meeting of the members in the manner provided by the By-Laws except for so long as Le Jardin Venture, an Indiana general partnership, the Developer, continues to legally or equitably own any of the Apartments, a majority of the Board of Directors of the Association shall be elected by the Developer and such directors need not be residents of Apartment or Apartment Owners; provided, however, that on and after five (5) years after the date of the recording of the Declaration of Condominium the foregoing provisions shall not apply.

Section 4. Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be the party, or in which he may become involved, by reason of his being or having been a director or officer of the Association, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officers are adjudged guilty of willful misfeasance or malfeasance in the performance of his duty; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approve such settlement and reimbursements as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights.

The undersigned, being one or more persons, do hereby adopt these Articles of Incorporation, representing beforehand to the Secretary of State of the State of Indiana and all persons whom it may concern that a membership list or lists of the above-named Corporation for which a Certificate of Incorporation is hereby applied for, have heretofore been opened in accordance with the law and that at least three (3) persons have signed such membership list.



STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE

To Whom These Presents Come, Greeting:

CERTIFICATE OF INCORPORATION

LE JARDIN CONDOMINIUM ASSOCIATION, INC.

I, EDWIN J. SIMCOX, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above not-for-profit corporation, in the form prescribed by this Office, prepared and signed in duplicate by the Incorporator(s) and acknowledged and verified by the same before a Notary Public, have been presented to me at this office accompanied by the fees prescribed by law; that I have found such Articles conform to law; that I have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in this office; and that the remaining copy(ies) of such Articles bearing the endorsement of my approval and filing has (have) been returned by me to the incorporator(s) or his (their) representatives; all as prescribed by the Indiana Not-For-Profit Corporation Act of 1971.

NOW, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.

In Witness Whereof, I have hereunto set my hand and affixed  
the seal of the State of Indiana, at the City of Indianapolis, this  
30th \_\_\_\_\_ day of

July 19 85

*Edwin J. Simcox*  
EDWIN J. SIMCOX, Secretary of State

By *Mark S. Adams*  
Deputy

