

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greetings:

I, TODD ROKITA, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records, and proper official to execute this certificate.

I further certify that records of this office disclose that

CHERRY LAKE HOMEOWNER'S ASSOCIATION INC.

duly filed the requisite documents to commence business activities under the laws of State of Indiana on January 12, 1989, and was in existence or authorized to transact business in the State of Indiana on July 28, 2003.

I further certify this Non-Profit Domestic Corporation has not filed its most recent report required by Indiana law with the Secretary of State and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the city of Indianapolis, this Twenty-Eighth Day of July, 2003 .

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA, Secretary of State

1989010781 / 2003072838578



ARTICLES OF INCORPORATION
 State Form 4162R3/Corporate Form No. 364-1 (January 1987)
 Articles of Incorporation (Not-for-Profit)
 Prescribed by Evan Bayh, Secretary of State of Indiana.

1787010781

Instructions: Use 8 1/2 x 11 inch paper for inserts
 Present 2 executed copies to:

ANNUAL REPORTS MUST BE FILED WITH THIS
 BY THE LAST DAY OF FEBRUARY OF EACH YE.

↓ SECRETARY OF STATE
 Room 155, State House
 Indianapolis, Indiana 46204

APPROVED AND FILED
 ND. SECRETARY OF STATE
 FEE IS \$26.00
 for tax exempt status, Not-For-Profit Corporation with both the Internal Revenue Service and the Department of Revenue.

RECORDING IS NO LONGER REQUIRED.

**ARTICLES OF INCORPORATION
 OF
 CHERRY LAKE HOMEOWNERS ASSOCIATION INC.**

(Complete name as will be shown in Article 1)

The undersigned incorporator or Incorporators, 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 (The name MUST include the word "Corporation" or Incorporated", or one of the abbreviations thereof):
Cherry Lake Neighborhood Association Inc.

ARTICLE II Purpose
The purposes for which the corporation is formed are:
SEE ATTACHED ARTICLES

ARTICLE III Period of Existence
The period during which the Corporation shall continue is: (The period will perpetual unless otherwise specified)

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 are:
Name: John W. Weingardt
Address (street or building and city) 3222 Cherry Lake Road Indianapolis Indiana 46236
Section 2 Principal Office. The post office address of the principal office of the Corporation is: SAME

ARTICLE V Membership
A minimum of one (1) person shall have signed the membership list. (Directors or Trustees or Incorporators may be included in the membership.)
Section 1 Classes (if any):
SEE ATTACHED

ARTICLE V Membership (continued)

SECTION 2 Rights, Preferences, Limitations, and Restrictions of Classes:

See Attached Articles

SECTION 3 Voting Rights of Classes:

See Attached Articles

ARTICLE VI Directors

SECTION I Number of Directors:

The initial Board of Directors is composed of **6** members. If the exact number of Directors is not stated, the minimum number shall be _____ and the maximum number shall be _____,

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 the Initial Board of Directors are:

Name	No. and Street or Building	City	State	Zip
Gary Canter	3189 Cherry Lake	Indpls.	IN	46236
Brian Barton	3137 Cherry Lake	Indpls.	IN	46236
Sam Way	10914 Cherry Lake Pl.	Indpls.	IN	46236
John Weingardt	3222 Cherry Lake	Indpls.	IN	46236
Harold Grossman	10119 Cherry Lake Pl	Indpls.	IN	46236
John Singletary	3252 Cherry Lake Rd.	Indpls.	IN	46236

ARTICLE VII Incorporator(s)

Name(s) and Post Office Address(es) of the incorporator(s) of the Corporation is (are) as follows:

Name	Number and Street or Building	City	State	Zip
Paul H. Cole	3158 Cherry Lake Road	Indpls.	IN	46236
James Frame	3148 Cherry Lake Road	Indpls.	IN	46236
Thomas B. Stiles	3030 Cherry Lake Road	Indpls.	IN	46236

ARTICLE VIII State of Property and Value (If any)

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

Cash \$600

ARTICLE VIII Statement of Property and Value (if any) (continued)

ARTICLE IX Provisions for Regulation and Conduct of the Affairs of Corporation

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: (Can be provided for in the "By-Laws") (Any provisions in this section may only be changed by amending the Articles of Incorporation.)

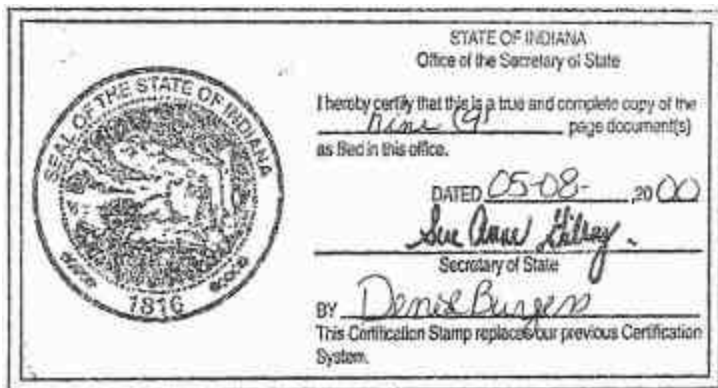
See Attached Articles

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.

THIS DOCUMENT MUST BE SIGNED BY ALL INCORPORATORS.

I (we) hereby verify subject to penalties of perjury that the facts contained herein are true. *(Notarization not necessary)*

Written Signature <i>Paul H. Cole Jr.</i>	Printed Signature PAUL H. COLE JR.
Written Signature <i>James Frame</i>	Printed Signature JAMES FRAME
Written Signature <i>Tom Stiles</i>	Printed Signature Tom Stiles
Written Signature	Printed Signature



ARTICLES OF INCORPORATION
OF
CHERRY LAKE HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporators, 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, execute the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is CHERRY LAKE HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The purpose for which the Corporation is formed are:

Cherry Lake Homeowners Association, Inc. is organized and will be operated as a homeowners' association described in Section 528 of the Internal Revenue Code of 1954, as amended. The Association does not contemplate pecuniary gain or profit to the members. The Association is formed to provide for maintenance, preservation and architectural control of the Cherry Lake Subdivision located in Marion County, Indiana as described in a Declaration of Covenants, of Cherry Lake recorded in the Office of the Recorder of Marion County, Indiana (as such Declaration is or hereafter may be amended which Declaration, is hereinafter referred to as the "Declaration") and to promote the health, safety, and welfare of the residents within Cherry Lake. In furtherance of this purpose, the Association shall possess all the following powers:

- (a) To exercise the powers and privileges and to perform all the duties set forth in the Declaration, the Declaration being incorporated here in as if set forth at length;
- (b) To fix, levy and collect payment of by any lawful means, all charges or assessments made pursuant to the Declaration or the Associations' By-Laws; to pay all expenses in connection therewith.
- (c) To acquire (by gift, purchase or otherwise) improve, operate, maintain convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property, tangible or intangible, in connection with the affairs of the Association;
- (d) To dedicate, sell, or transfer all or any part of Association Property to any public agency, for such purposes and subject to such conditions as may be approved by the members;
- (e) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, upon compliance with the requirements of the Act;
- (f) To appoint such officers and agents as the affairs of the Association may require and to define their duties and fix their compensation;
- (g) To indemnify any director or officer or former officer of the Association, against expenses reasonably incurred by him in connection with the defense of any civil action, suit, or proceeding in which he is made a part by reason of being or having been a director of or officer, except in relation to matters as to which he is adjudged in the action to be liable for negligence or misconduct in the performance of duty to the Association: However, this indemnification is not exclusive and does not impair any other rights those indemnified may have under these Articles, the By-Laws of the Association, or any authorization adopted by a majority of the members voting, at a regular or special meeting.

(h) To elect at the discretion of officers and agents, to purchase and maintain insurance on behalf of any person who is/was a director, officer, employee, or agent of the Association, or is or was serving at the request of the Association against any liability asserted against him and incurred by him in any such official capacity, or arising out of his status as such;

(i) To make by-laws for the government and regulation of its affairs; and

(j) To make and to exercise any and all powers, rights and privileges a Corporation organized under the Act by law may now or hereafter have or exercise.

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 is John W. Weingardt, 3222 Cherry Lake Road, Indianapolis, Indiana 46236

Section 2. Principal Office. The address of the principal office of the Corporation is 3222 Cherry Lake Road, Indianapolis, Indiana 46236.

ARTICLE V **Membership**

Section 1. Initial Members. Initially, to satisfy the requirements of the Act, three (3) persons who have agreed to serve as incorporators of the Association shall be the "Initial Members"

Section 2. General Membership:

Members shall be the record owners, of a fee simple title to any Lot (as defined in the Declaration) in the Cherry Lake subdivision, including contract sellers, but excluding persons or entities having such interest merely as security for the performance of an obligation.

Section 3. Members Rights, Preferences, Limitations, and Restrictions.

Membership in the Association shall be appurtenant to and may not be separated from ownership of any Lot (as defined in the Declaration) in Cherry Lake.

Members shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, the vote for such Lot shall be exercised as members holding an interest in such Lot determine among themselves, but in no even shall more than one vote be cast with the respect to any Lot.

ARTICLE VI
Directors

Section 1. Number of Directors. The initial Board of Directors is composed of three (3) members. The exact number of directors shall be prescribed from time to time in the By-Laws of the Association at a minimum number of three (3) and a maximum number of nine (9).

Section 2. Initial Board of Directors. The names and post office addresses of the initial Board of Directors are:

Name	Number & Street	City	State	Zip
Paul H. Cole	3158 Cherry Lake Road	Indpls.	IN	46236
James Frame	3148 Cherry Lake Road	Indpls.	IN	46236
Thomas B. Stiles	3030 Cherry Lake Road	Indpls.	IN	46236

Section 3. Terms of Directors. The members of the initial Board of Directors shall serve until the first annual meeting of the members of the Association. Thereafter, a Director, shall serve for a term of one (1) year and until his successor is elected and qualified. A Director may serve any number of consecutive terms

Section 4. Election of Directors. Each Director shall be elected by the members of the Association in the manner provided in the By-Laws.

When a vacancy occurs on the Board of Directors, for any reason except the expiration of a Director's term or an increase in the number of Directors prescribed in the By-Laws, the remaining Directors shall by majority vote elect a Director to serve until the next annual meeting of the members. When a vacancy occurs by reason of an increase in the number of Directors prescribed in the By-Laws, the vacancy shall be filled by a vote of the members as provided in the By-Laws.

ARTICLE VII
Incorporators

The names and post office addresses of the incorporators of the Association are as follows:

Name	Number & Street	City	State	Zip
Paul H. Cole	3158 Cherry Lake Road	Indpls.	IN	46236
James Frame	3148 Cherry Lake Road	Indpls.	IN	46236
Thomas B. Stiles	3030 Cherry Lake Road	Indpls.	IN	46236

ARTICLE VIII
State of Property (if any)

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

ARTICLE IX
Provisions for Regulation and Conduct of the Affairs of Corporation

Other provisions, consistent with the laws of this state, for the regulation and conduct of the affairs of the Association, the Directors, or the members:

Section 1. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members or any other private, except that the Association shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II of these Articles of Incorporation.

Section 2. Subject to the provisions of these Articles of Incorporation and applicable law, the Board of Directors shall have complete and plenary power to manage, control and conduct all the affairs of the Association

Section 3. No member or Director of the Association shall be liable for any of its obligations.

Section 4. Meetings of the members and Board of Directors shall be held within the state of Indiana, in or near Marion County.

Section 5. A Director may be removed, with cause, by a vote of a majority of the members of the Association, at a meeting of the members called expressly for that purpose.

Section 6. Any action required or permitted to be taken at any meeting of the members or of the Board of Directors may be taken without a meeting, if prior to such action a written consent to such action is signed by 60% of the members or all Directors, as the case may be, and such written consent is filed with the minutes of the proceedings.

Section 7. The Association shall and hereby does indemnify each Director, officer, former Director and former officer of the Association, against expenses reasonably incurred by him in connection with the defense of any civil action, in which he is made or threatened to be made a party by reasons of or having been a Director or officer, except in relation to matters as to which he is adjudged in the action, to be liable for negligence or misconduct in the performance of duty to the Association.

Section 8. The Association may be dissolved only upon the affirmative vote of not less than two-thirds (2/3) of its' members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of Association shall be dedicated to an appropriate public agency to be used to benefit the Cherry Lake subdivision for which this Association was created, or conveyed to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

Section 9. Amendments. The Association shall be deemed, to have reserved the right to amend, alter, change, or repeal any provision contained in its Articles of Incorporation to the extent and in the manner prescribed by statute, and all rights herein conferred upon members are granted subject to such reservation. Provided, however, that any amendment shall require approval of – two-third's (2/3) of the membership voting - after 10 days advance notice of the proposed amendment mailed to the last know address of all members.

Section 10. Further Provisions. Any further provisions, consistent with these Articles of Incorporation and the laws of this state, for the regulation and conduct of the affairs of the Association, and creating, defining or regulating the powers of this Association, of the Directors or of the members, may from time tot time be prescribed by the By-Laws of the Association

The undersigned, do hereby adopt these Articles of Incorporation, representing before hand to the Secretary of State of the State of Indiana and all persons whom it may concern that a membership list 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.

IN WITNESS WHEREOF, we, the undersigned incorporators, do hereby execute these Articles of Incorporation and certify the truth of the facts herein stated, 1st day of December, 1988.

Incorporator

STATE OF INDIANA)
)SS:
COUNTY OF MARION)

Before me, a Notary Public in and for said County and State personally appeared the above incorporator and acknowledged the execution of the foregoing Articles of Incorporation.

My Commission Expires:

July 1, 1990



NOTARY PUBLIC
Printed: James B. Capenart, Jr.
County of Residence: Boone

Witness my hand and Notarial Seal this
1st day of December 1988.