

## **ARTICLES OF INCORPORATION OF LONE PINE ASSOCIATION**

We, the subscribers hereinafter named, desiring to form a corporation under and by virtue of the laws of Michigan, and more specifically pursuant to Act 230, P.A. 1897, providing for the formation of corporations for the purpose of owning, maintaining and improving lands and other property kept for the purposes of summer resorts or for ornament, recreation or amusement, do hereby associate ourselves together and make and execute the following articles of incorporation.

### ARTICLE I.

The name assumed by this corporation and by which it shall be known is the LONE PINE ASSOCIATION Inc.

### ARTICLE II.

The object, purpose and pursuit of this corporation is and shall be

“To acquire, own, promote, lay out, improve, beautify and maintain a certain tract of land for beach and recreation facilities on Walnut Lake located in Oakland County, and more particularly described as follows:

Part of the S. E.  $\frac{1}{4}$  of Section 24, T. 2 N., R. 9 E., West Bloomfield Township and part of the S.E. Frac.  $\frac{1}{4}$  of Section 19, T. 2 N., R 10 E., Bloomfield Township, Oakland County Michigan, described as beginning at a point in the section line between Section 24 and Section 19 distant due South on Section line 298.4 ft. from the East  $\frac{1}{4}$  corner of said Section 24, thence North 89 degrees 21 feet West parallel to East and West  $\frac{1}{4}$  section line of said Section 24, a distance of 1320.0 feet to North and South  $\frac{1}{8}$  line, thence due South on said  $\frac{1}{8}$  line 484.78 feet, thence South 88 degrees 59 feet East 1320.0 feet to a point in section line between Section 24 and 19 distant due South on section line 483.23 feet from the point of beginning of this description thence North 85 degrees 16 feet 15 inches East 99.64 feet to center line of Inkster Road, thence North 50 degrees 52 feet west along said center line 491.79 feet, thence north 89 degrees 21

feet West 34.98 feet to the point of beginning containing 15.540 acres more or less.

### ARTICLE III.

The total number of shares of stock of which the corporation shall have the authority to issue is Three Hundred (300) and the par value of each such shares is \$25.00.

### ARTICLE IV.

The names and places of residence, or business of each of the incorporators, are as follows:

<u>Name</u>	<u>Residence</u>	<u>Shares</u>
1. William Lutz	Westmoor Rd., Bloomfield Hills, MI	1
2. Jean N. Anderson	15310 Auburn Ave., Detroit, MI	1
3. Harold R. Chalmers	6465 Telegraph Rd., Birmingham, MI	1
4. James L. Coquillard	15340 Auburn Rd., Detroit, MI	1
5. Cecil B. Moors	6300 Norham Rd., Birmingham, MI	1
6. Thomas F. Franks	17362 Dorset St., Detroit, MI	1
7. Gilbert E. Savage	48 Highland, Highland Park, MI	1

### ARTICLE V.

The principle office of the corporation is to be located ~~in the Township of Bloomfield, County of Oakland, State of Michigan, Post Office address registered office in Michigan is 6464 Telegraph Road, Birmingham, Michigan.~~ at Post Office Box 250462, Franklin, MI 48025 as amended from time to time and posted on the Lone Pine Association Inc. website. The annual report filed with the State of Michigan shall continue to contain the Resident Agent and mailing office of registered office.

### ARTICLE VI.

The term of this corporation is perpetual.

## ARTICLE VII.

Except as otherwise provided in the Articles of Incorporation, or by the By-Laws of the corporation, as from time to time amended, the management of the affairs of the corporation shall be reposed in the Board of Directors, which shall have and may exercise all the powers of the corporation, and which shall consist of seven members, who shall be stockholders of the corporation.

## ARTICLE VIII.

The names of the Board of Directors elected at the annual meeting will be updated and posted on the Lone Pine Association Inc. website and the Officers elected by that Board of Directors will updated and posted on the Lone Pine Association Inc. website as well as the Annual report filed with the State of Michigan.

~~The names and addresses of the first Board of Directors are as follows:~~

~~William Lutz — Westmoor Rd., Bloomfield Hills, MI —  
Jean N. Anderson — 15310 Auburn Ave., Detroit, MI —  
Harold R. Chalmers — 6465 Telegraph Rd., Birmingham, MI —  
James L. Coquillard — 15340 Auburn Rd., Detroit, MI —  
Cecil B. Moors — 6300 Norham Rd., Birmingham, MI —  
Thomas F. Franks — 17362 Dorset St., Detroit, MI —  
Gilbert E. Savage — 48 Highland, Highland Park, MI —~~

## ARTICLE IX.

### Section 1. Stockholders

~~The stockholders of this Association as of June 21, 1979 are listed by name, subdivision, and lot number, attached hereto and made part hereof as Exhibit A, (“the membership lots”).~~

The Board will cause proper books to be kept by the secretary and treasurer as assisted by any existing secretarial service as well as the Board member in charge of Membership and these books shall contain the names and addresses (membership lots) of the current Stockholders of the Lone Pine Association Inc...

## Section 2. Automatic Transfer Membership

- (a) When a stockholder member disposes of his interest in his membership lot, his membership ~~and easement~~ shall terminate.
- (b) The Board of Directors shall automatically approve, at the next Board Meeting, the transfer membership of each purchaser of a membership lot from a stockholder in good standing as of the date of purchase, providing that application in the form prescribed by the Board of Directors and payment of the transfer fees, and all delinquent dues, fees ~~(except transfer fees)~~, and assessments as set by the Treasurer's records, ~~are made with two years from the date of purchase or within six months of written notification by the Secretary, whichever is the later date and payment of the transfer fee is made within one year of the date of purchase.~~ are made within 60 days of Notice from the Board but in no event more than 180 days from the date of purchase.

## Section 3. New Memberships

The Board shall accept an application for new membership only from ~~an~~ ~~owner of land contract~~ a purchaser of a single-family residential lot as platted in the Braes of Bloomfield I, Braes of Bloomfield II, Braes of Bloomfield III, Bloomfield Heights, Hills Block 302, Lone Pine Heights, Lone Pine Hills, Lone Pine Crest, Lone Pine Acres and Lone Pine Ridge, who is not otherwise entitled to membership under Section 2 "Automatic Transfer Membership". Every such applicant shall be placed on the application list in the order of the date of receipt of his application. When an opening on the stockholder list occurs, a stock certificate ~~and easement~~ shall be issued upon payment of the initiation fee to the applicant who has rented beach privileges under Section 5 for the longest time, and if there is none, to the applicant whose application was received earliest.

## Section 4. Stock Certificate ~~and Easement~~

The ~~Secretary Board~~ shall issue to each present, transfer or new member a stock certificate ~~and easement~~ in such form as shall, in conformity to law, be prescribed from time to time by the Board of Directors in the name or names of

the members recited on the member's deed or land contract. In the event that the stock certificate ~~and easement~~ is hereby issued to one or more natural person, any of the persons so named on the certificate ~~and easement~~ shall be entitled to serve on the Board of Directors or be an officer of the Lone Pine Association Inc., to attend, participate and vote at the annual or any special meeting of the Lone Pine Association Inc., in person or by proxy provided, however, that not more than one person named on the certificate ~~and easement~~ may serve on the Board, hold office, vote or execute a proxy.

#### Section 5. Leasing and Assignment of Beach Privileges

- (a) No stockholder may sell, transfer or assign his stock certificate ~~or easement~~ or any rights or privileges thereunder to any person other than his spouse except as provided under this Article.
- (b) Only in the event that a stockholder in good standing leases a house on an improved lot shall the tenant be entitled to beach privileges upon application in the manner prescribed by the Board of Directors and payment of the annual dues.
- (c) Each summer season, a stockholder may assign his beach privileges to the Board of Directors for the limited purpose of reassignment to applicants for new membership on the application list, within ten days of the Annual Meeting. The annual dues of the stockholder shall be paid by the person on the application list to who such beach privileges are reassigned and credited to the account of such stockholder. If a stockholder is more than one year delinquent in the payment of his dues, fees or assessments, the stockholder shall be deemed to have assigned his beach privileges to the Board of Directors. If there are more assignments to the Board of Directors than there are applicants for membership on the application list, the assignments shall be selected by random drawing. The stockholder whose privileges are reassigned shall be issued a free guest pass by the Board authorizing him/her to use the beach any five days of his choice during the season. The stockholder whose privileges are not reassigned shall be required to pay his annual dues within thirty days after notification by the Board of Directors.

## Section 6. Termination of Membership

Any stockholder who is delinquent in the payment of any dues, fees or assessments relating to ~~two (2)~~ one (1) or more years shall be sent a written notice thereof by the ~~Secretary~~ Board, which notice shall state the full amount of such delinquency and shall be sent by certified or registered mail. If the amount ~~is of the~~ delinquency ~~is in~~ not paid in full within sixty (60) days from the date the notice is sent, the membership ~~and easement~~ of the delinquent stockholder shall be automatically terminated without further action and the stock certificate of such stockholder shall be canceled and returned to the status of authorized and unissued.

## ARTICLE X

The corporation reserves the right to amend, alter, change or repeal any provision contained in the articles of Incorporation in the manner now or hereinafter prescribed by law.

## ARTICLE XI

A Director of this Corporation who is a volunteer Director, as defined in Section 110 (2) of the Michigan Non-Profit Corporation Act, is not personally liable to this Corporation or its Stockholders for monetary damages for a breach of such Director's fiduciary duty; except that nothing herein shall be construed to eliminate or limit the liability of a volunteer Director for any of the following:

- (a) A breach of the Director's duty of loyalty to the Corporation of its Stockholders.
- (b) Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law.
- (c) A transaction from which the Director derived an improper personal benefit.

## ARTICLE XII

### Section 1. Fiscal Year

The fiscal year shall commence on the first day of January and shall end on the last day of December.

### Section 2. Fiscal Responsibility

Upon written request signed by three (3) or more Stockholders of three or more membership lots ~~An~~ an Auditor or auditing committee of at least three members, appointed by the President, shall audit no more than annually the financial accounts of the corporation and shall report to the corporation at the annual meeting. Members of the Board of Directors may not be appointed to the audit committee.