File Number 5493-588-0

88038288

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE

Whereas, ARTICLES OF INCORPORATION OF
CHATEAU LORRAINE HOMEOWNER'S ASSOCIATION
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE JANUARY 1, A.D. 1987.

Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this* 19TH *day of* JANUARY *AD 19* 88 *and of the Independence of the United States the two hundred and* 12TH.

Jim Edgar
SECRETARY OF STATE

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C-212

1700

FORM NP-102.10
(Revised Jan. 1987)

Filing Requirements — Present 2 signed and fully executed copies in exact duplicate
For Inserts — Use White Paper — Size 8½ x 11

ARTICLES OF INCORPORATION

Payment must be made by Certified Check, Cashiers' Check or a Money Order, payable to "Secretary of State."
DO NOT SEND CASH!

(Do Not Write in This Space)
Date Paid 1-19-88
Filing Fee $50
Clerk CF

TO: JIM EDGAR, Secretary of State

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

Article 1. The name of the corporation is: Chateau Lorraine Homeowner's Association

Article 2. The name and address of the initial registered agent and registered office are:

Registered Agent: Orest (First Name) Chryniwsky (Last Name)

Registered Office: 2500 W. Higgins Road (Number, Street) *(Do Not Use P.O. Box)*

Hoffman Estates (City) IL 60195 (Zip Code) Cook (County)

Article 3. The first Board of Directors shall be 4 *(Not less than three)* in number, their names and addresses being as follows:

Directors' Names	Address: Number, Street, City, State
Orest Chryniwsky	2500 W. Higgins Road, Suite 770, Hoffman Estates, Illinois
Scott Huey	2500 W. Higgins Road, Suite 770, Hoffman Estates, Illinois
Edward W. Dwier	2500 W. Higgins Road, Suite 770, Hoffman Estates, Illinois
Anne DeFreece	2500 W. Higgins Road, Suite 770, Hoffman Estates, IL 60195

Article 4. See attached addendum.

Is this corporation a Condominium Association as established under the Condominium Property Act? ☐ Yes ☒ No *(Check one)*

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? ☐ Yes ☒ No *(Check one)*

Is this a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the Code of Civil Procedure? ☒ Yes ☐ No

Article 5. Other provisions *(please use separate page)*:

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NAMES & ADDRESSES OF INCORPORATORS

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated _____, 19____.

Signatures and Names	Post Office Address
1. Signature: [signature] Name (please print): Orest Chryniwsky	1. Street: 2500 W. Higgins Road Suite 770; City/Town, State, Zip: Hoffman Estates, IL 60195
2. Signature: [signature] Name (please print): Scott Huey	2. Street: 2500 W. Higgins Road Suite 770; City/Town, State, Zip: Hoffman Estates, IL 60195
3. Signature: [signature] Name (please print): Edward W. Dwier	3. Street: 2500 W. Higgins Road Suite 770; City/Town, State, Zip: Hoffman Estates, IL 60195
4. Signature: Name (please print): Anne DeFreece	4. Street: 2500 W. Higgins Road, Suite 770; City/Town, State, Zip: Hoffman Estates, IL 60195
5. Signature: Name (please print):	5. Street: City/Town, State, Zip:

(Signatures must be in ink on original document. Carbon copy, xerox, or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice President and verified by him, and attested by its Secretary or an Assistant Secretary.

The registered agent cannot be the corporation itself.

The registered agent may be an individual, resident in this State, or a domestic or foreign corporation, authorized to act as a registered agent.

The registered office may be, but need not be, the same as its principal office.

A corporation which is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that it will comply with the State and local laws and ordinances relating to alcoholic liquors.

File # _____

Form NP-102.10

ARTICLES OF INCORPORATION

under the

GENERAL NOT FOR PROFIT CORPORATION ACT

of

FILED

JAN 19 1988

Secretary of State

PAID

JAN 19 1988

Please return to: Charles L. Byrum, Jeffrees & Fiske
72 W. Adams, Suite 1500, Chicago, IL 60603

SECRETARY OF STATE
CORPORATION DEPARTMENT
SPRINGFIELD, ILLINOIS 62756
TELEPHONE (217) 782-6961

(These Articles Must Be Executed and Filed in Duplicate)

Filing Fee $50

C-187.4

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5. The purposes for which the corporation is organized are:

This corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for the maintenance and preservation of the Common Area and Community Sidewalks, the maintenance and repair of townhouses and the architectural control of residential and Common Areas, within that certain property described as:

CHATEAU LORRAINE, UNIT 1, BEING A SUBDIVISION OF PART OF THE NORTHEAST QUARTER OF SECTION 16, TOWNSHIP 40 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN DUPAGE COUNTY, ILLINOIS.

and any additional land as may hereafter be bought within the jurisdiction of this corporation for these purposes to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the corporation as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", executed by Pulte Home Corporation ("Declarant") applicable to the "Properties" and recorded with the Recorder of Deeds of DuPage County, Illinois, 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 corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the corporation;

(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 corporation;

(d) borrow money, and with the authorization of sixty seven per cent (67%) of each class of Members voting

at a meeting duly called for such purpose, at which a quorum is present, mortgage, pledge, deed in trust, or hypothecate any or all of its real estate or personal property, as security for money borrowed or debts incurred.

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be deemed proper by the Members. No such dedication or transfer shall be effective unless authorized by sixty seven percent (67%) of each class of Members voting at a meeting duly called for such purpose, at which a quorum is present.

(f) participate in mergers and consolidations with other not-for-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation must be authorized by sixty seven per cent (67%) of each class of Members voting at a meeting duly called for such purpose at which a quorum is present;

(g) have and to exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized; and

(h) have and to exercise all powers, rights and privileges which a corporation organized under the General Not for Profit Corporation Act of the State of Illinois by law may now or hereafter have or exercise.

6. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot in the Properties or any land annexed thereto shall be a Member of the corporation. There shall be two classes of voting membership:

Class A: Class A Members shall be all those owners of Lots within the Properties with the exception of the Declarant. Class A Members shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership. When more than one person holds such interest in any Lot, all such persons shall be Members and the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Class B: The Class B Member shall be the Declarant. The Class B Member (or its beneficiary in the case where

Declarant is a land trust) shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership, provided that the Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, which occurs earliest:

(a) Seven (7) years from the date of the Declaration of Covenants, Conditions and Restrictions.

(b) One hundred twenty (120) days after which seventy five percent (75%) of the Lots which have been submitted to the Declaration (either as a part of the original Properties or as Additional Land or phase thereof annexed thereto) shall have been conveyed by Declarant to Owners, if Declarant has failed to start construction of a townhouse on any Lot in a phase of the Additional Land which has not yet been annexed to the Properties within such one hundred twenty (120) day period; provided, however, if Declarant has started construction of a townhouse on any Lot in a phase of the Additional Land which has not yet been annexed to the Properties within such one hundred twenty (120) day period, then the provisions of this subparagraph shall be applicable to the combined total of the Lots then comprising the Properties and those contained in such phase of the Additional Land which is thereafter annexed to the Properties; or

(c) The date on which Declarant voluntarily withdraws as the Class B Member by executing and recording with the Recorder of Deeds of DuPage County, Illinois a written declaration of intent to withdraw, which shall become effective in the manner specified in such declaration of intent.

7. The affairs of this corporation shall be managed by a Board of six (6) Directors, who need not be Members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. At the first annual meeting the Members shall elect two (2) Directors for a term of one (1) year, two (2) Directors for a term of two (2) years and two (2) Directors for a term of three (3) years; and at each annual meeting thereafter the Members shall elect two (2) Directors for a term of three (3) years. Notwithstanding the foregoing until the first annual meeting of Members, the Board of Directors shall be three (3) in number.

8. The corporation may be dissolved with the assent given in writing and signed by not less than sixty seven percent (67%)

of each class of Members provided, however that any such dissolution must be approved by the Declarant while the Declarant is a Member of the corporation and, so long as there is a Class B Member, may be vetoed by the Federal Housing Authority (FHA) or the Veterans Administration (VA). Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar 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 not-for-profit corporation, association, trust or other organization to be devoted to such similar purposes.

9. These Articles may be amended by a vote of sixty seven (67%) percent of the total votes collectively held by all classes of Members present in person or by proxy entitled to vote at a meeting duly called for such purposes, at which a quorum is present, written notice of which is mailed to all Members not less than five (5) days nor more than forty (40) days in advance of the meeting, setting forth the purpose of the meeting, together with the written approval of the holders of fifty one percent (51%) of the mortgages on Lots within the Properties; provided, however, that so long as Declarant is a Member of the corporation, Declarant must vote for such amendment and so long as there is a Class B Member, the Federal Housing Authority (FHA) or Veterans Administration (VA) may veto any such amendment. Notwithstanding the foregoing, in the event the Board of Directors desires to amend these Articles (i) to correct a technical or typographical error or to clarify any provisions herein which are otherwise vague or (ii) for the sole purpose of causing the Declaration or these Articles to comply with form and substance as may be required by either the FHA or the VA to enable the sales of Lots from the Properties to qualify for the insurance by either such agency of end mortgage loans made to owners of such Lots, or as may be required to conform to the published manuals or guidelines of any governmental, quasi-governmental or private agency engaged in the business of the purchase of mortgage loans, including, but not limited to Federal Home Loan Mortgage Corporation (FHLMC) and Federal National Mortgage Association (FNMA) for the purchase of mortgage loans made on Lots in the Properties, it may do so by the vote of a majority of the Directors at a meeting duly called at which a quorum is present, without the consent of Members, mortgagees, the FHA or the VA, but shall serve notice of any such amendment upon all Members, the VA, the FHA and all mortgagees of Lots who have requested the same in writing.

After recording, please return to Box 196