

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

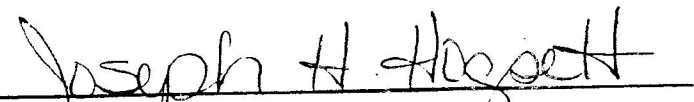
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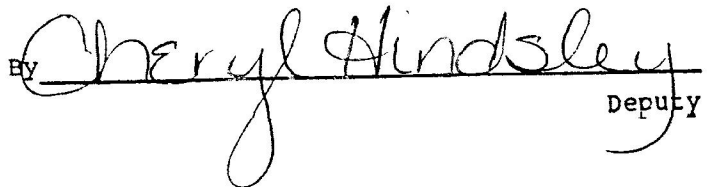
CARLISLE CROSSING COMMUNITY ASSOCIATION, INC.

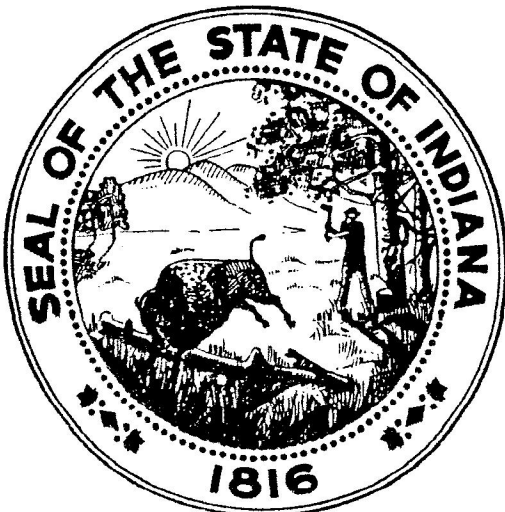
I, JOSEPH H. HOGSETT, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above corporation, have been presented to me at my office accompanied by the fees prescribed by law; that I have found such Articles conform to law; all as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991, as amended.

NOW, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence will begin July 06, 1992.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Sixth day of July, 1992


JOSEPH H. HOGSETT, Secretary of State

By 
Deputy



ARTICLES OF INCORPORATION

OF

CARLISLE CROSSING COMMUNITY ASSOCIATION, INC.

The 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 1991 (hereinafter referred to as the "Act"), execute the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is: CARLISLE CROSSING COMMUNITY ASSOCIATION, INC.

ARTICLE II

PURPOSE

The purposes for which the Corporation are formed are:

1. To provide for maintenance, preservation and illumination of the residence lots, other parcels, streets, and recreational areas within various parcels of real estate located in Huntington County, Indiana, which are or will be platted into sections to be known as Carlisle Crossing and its various sections, and to promote the health, safety and welfare of the residents and occupants within said platted areas.
2. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Protective Restrictions, Covenants, Limitations and Easements for Carlisle Crossing and its various sections, in Huntington County, Indiana, recorded in the Office of the Recorder of Huntington County, Indiana, as the same may be amended from time to time as therein provided in said Protective Restrictions, Covenants and Limitations being incorporated herein as set forth at length.
3. To fix, levy, correct, and enforce payment by any lawful means, all charges or assessments pursuant to the terms of said Protective Restrictions, Covenants and Limitations; to pay all expenses in connection thereto and all office and other expenses incident to the conduct of the business of the corporation including taxes or governmental or other charges levied or imposed against the property of the Association.

4. To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise all real or personal property in connection with the affairs of the Association.

5. To borrow money, and with the assent of three-fourths (3/4) of each class of members, mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

6. To dedicate, sell or transfer all or any part of the common areas to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Board of Directors.

7. To have and exercise any and all powers, rights, and privileges for which a corporation may be organized under the Indiana Not-For-Profit Corporation act as amended or as will in the future be amended.

8. To maintain any common impoundment basin and recreational areas which may be utilized by draining surface waters from the various platted parcels and otherwise occupies areas in Huntington County, Indiana, and otherwise to require proportionate contributions by way of assessment or otherwise from persons or entities served by such areas or basins.

ARTICLE III

PERIOD OF EXISTENCE

The period during which the Corporation shall continue is: perpetual.

ARTICLE IV

RESIDENT AGENT AND PRINCIPAL OFFICE

1. The name and address of the Corporation's Resident Agent for service of process are: Louis Delagrang, 132 Lincoln Highway West, New Haven, Indiana 46774.

2. The post office address of the principal office of the Corporation is: 132 Lincoln Highway West, New Haven, Indiana 46774.

ARTICLE V

MEMBERSHIP

One membership shall be created for each lot or living unit planned in all sections of Carlisle Crossing. Membership shall be comprised of owners of lots in all sections of Carlisle Crossing.

Every person or entity who is a record owner of a fee interest in any lot in Carlisle Crossing and its various sections, in Huntington County, Indiana, which is subject by Protective Restrictions, Covenants and Limitations of record to assessment by the Association including contract sellers, shall be a member of the Association. The foregoing is not intended to include the performance of an obligation. Membership shall be appurtenant and may not be separate from ownership of any said lot which is subject to assessment by the Association.

ARTICLE VI

DIRECTORS

The initial Board of Directors is composed of three (3) members. If the exact number of Directors is not stated, the minimum number shall be three and the maximum number shall be fifteen, 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).

The names and post office addresses of the initial Board of Directors are:

Louis Delagrance
132 Lincoln Highway West
New Haven, IN 46774

Lisa K. Momper
132 Lincoln Highway West
New Haven, IN 46774

Jon Delagrance
132 Lincoln Highway West
New Haven, IN 46774

ARTICLE VII

INCORPORATOR(S)

The name(s) and post office address(es) of the incorporator(s) of the Corporation is (are) as follows:

David R. Smelko
915 South Clinton Street, Suite 800
P.O. Box 11647
Fort Wayne, Indiana 46859-1647

ARTICLE VIII

STATEMENT OF PROPERTY AND VALUE (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 is as follows:

All of the common and recreational areas as set forth on the plat of Carlisle Crossing, a subdivision in Huntington County Indiana. The estimated value of said property is \$100.00.

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:

The regulation of the business of the Corporation and the conduct of the affairs shall be consistent with the laws of the State of Indiana, as prescribed by the By-Laws of the Corporation.

ARTICLE X

Type of Corporation is: (check one only)

Public benefit

Mutual benefit

Religious

ARTICLE XI

Indicate if the Corporation will have members:

Yes

No

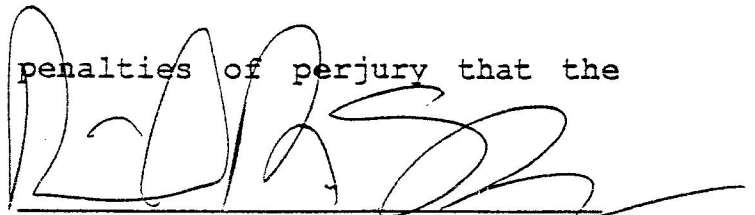
ARTICLE XII

DISTRIBUTION OF ASSETS ON DISSOLUTION
OR FINAL LIQUIDATION

Upon dissolution of the Corporation, the assets of the Corporation will be transferred or distributed to its members.

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.

I hereby verify subject to penalties of perjury that the facts contained herein are true.



DAVID R. SMELKO

This instrument prepared by: David R. Smelko, Attorney at Law
915 South Clinton Street, Suite 800
P.O. Box 11647
Fort Wayne, IN 46859-1647