

ARTICLES OF INCORPORATION  
OF  
BLUE CREEK 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"), executes the following Articles of Incorporation.

ARTICLE I.

Name

The name of the Corporation is Blue Creek Association, Inc.

ARTICLE II.

Purposes and Powers

2.01. Purposes. The purposes for which the Corporation (hereinafter called "Association") is formed are:

As the Association named in the "Easements and Protective Covenants, Restrictions and Limitations for Blue Creek, an Addition in Aboite Township, Allen County, Indiana" and for the promotion of the common good and general welfare of the people within the Blue Creek community and generally within Aboite Township, Allen County, Indiana, within the meaning of Internal Revenue Code Section 501(c)(4) and the regulations in effect thereunder from time to time:

(a) To promote the civic, social and community welfare, betterment and improvement of all of the lot owners and residents in Blue Creek, being hereinafter called the "Community";

(b) Generally to promote the civic, social and community welfare, betterment and improvement of the residents of Aboite Township, Allen County, Indiana; and

(c) To exercise the powers and authority and carry out the responsibilities granted to or imposed upon the Association by or pursuant to the provisions of the Covenants and to enforce the Covenants.

2.02. Powers. Subject to all limitations or restrictions imposed by the Act or by these Articles of Incorporation, and in furtherance of, but not in addition to, the purposes set forth in Section 2.01 above, the Association shall have and may exercise all of the powers specified in the Act and all other powers not denied to corporations incorporated under the Act, including but not limited to:

- (a) The imposition of rules and regulations on the use of ponds and common areas pursuant to the Covenants;
  - (b) The collection and disbursement of assessments pursuant to the Covenants;
  - (c) The enforcement of liens upon lots within the Community pursuant to the Covenants;
  - (d) Exercising the functions of the Architectural Control Committee and the authority over the sanitary sewer systems within the Community pursuant to the Covenants to the extent such functions and authorities are transferred to the Association by the Developer;
  - (e) Maintaining and repairing the common areas and storm drainage easements in the Community pursuant to the Covenants;
  - (f) Improving common areas in the Community and land owned by the Association, but only to the extent either (1) expressly permitted by the Covenants or (2) authorized by the owners of 85% of the lots in the Community;
  - (g) Performing exterior maintenance and repair on improvements owned by any member in the Community, all as specifically limited by the By-Laws of the Corporation, and all according to specific schedules to be determined by the members.
  - (h) Performing maintenance of driveways and sidewalks of members, and care and maintenance of lawns and landscaping of members, all according to specific schedules to be determined by the members.
  - (i) Accepting gifts, devises and bequests of real and personal property in furtherance of the purposes of the Association, but the Association may reject any gift, devise or bequest not acceptable to it;
- provided, however, that:

(i) The Association shall not engage in any activity for the purpose of or resulting in the private profit or pecuniary remuneration of its members, directors, officers or employees and no part of the net earnings of the Association shall inure to the benefit of any member, director, or officer. This section shall not be meant to prohibit reasonable compensation to an officer, director or employee for services actually rendered by him as such nor to prevent the Association from repaying to any member the principal sum of any money advanced or loaned by him to the Association



together with simple interest thereon at a rate not to exceed 6% per annum;

(ii) The Association shall not directly or indirectly participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office;

(iii) The Association shall not carry on propaganda, or otherwise attempt, to influence legislation;

(iv) The Association shall not be operated primarily as a social club for the benefit, pleasure or recreation of its members;

(v) The Association shall not carry on business with the general public in a manner similar to organizations which are operated for profit.

#### 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 Resident Agent in charge of the Corporation's principal office is G. Irving Latz II, 1919 Hadley Road, Fort Wayne, Indiana 46804.

Section 2. Principal Office. The post office address of the principal office of the Corporation is 1919 Hadley Road, Fort Wayne, Indiana 46804.

#### ARTICLE V.

##### Membership

##### Section 1. Classes (If any)

There shall be one class of members, which shall consist of all owners of lots within the Addition and each such owner shall be deemed to have signified his intention to become a member of the Association by having acquired ownership of a lot. All of the owners of a lot shall be deemed to hold, together, one membership. Owners of more than one lot shall hold one membership for each lot owned. An Owner's membership shall terminate upon his ceasing to be an owner of the lot for which such membership is held.

Section 2. Rights, Preferences, Limitations and Restrictions of Classes.

All memberships have the same rights.

Section 3. Voting Rights of Classes.

Each membership shall entitle the holder(s) thereof to have one vote on each matter on which members are entitled to vote; provided, however, that if any assessment upon a lot shall be past due and unpaid, the holder(s) of the membership for such lot shall have no right to vote until such delinquency shall have been cured.

ARTICLE VI.

Directors

Section 1. Number of Directors. The initial Board of Directors is composed of three persons. If the exact number of Directors is not stated, the minimum number shall be three, and the maximum number shall be five. 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 Directors. The name and post office addresses of the initial Board of Directors are:

G. Irving Latz II	1919 Hadley Road	Fort Wayne, Indiana
John H. Shoaff	3901 N. Washington Rd.	Fort Wayne, Indiana
Alan C. McMahan	206 Inland Building	Fort Wayne, Indiana

ARTICLE VII.

Incorporator

Section 1. Names and Post Office Addresses. The name and post office address of the incorporator of the Corporation is as follows:

G. Irving Latz II	1919 Hadley Road	Fort Wayne, Indiana
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ARTICLE VIII.

Statement of Property (If any)

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

None

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 this Corporation, and creating, defining, limiting or regulating the powers of this Corporation, of the directors or of the members or any class or classes of members are as follows:

1. Meetings of the members may be held (a) at the principal office of the Corporation in the State of Indiana or (b) at such other place within Allen County, Indiana as shall from time to time be determined by the Board of Directors and be designated in the notice or waiver of notice of the meeting or be consented to by all of the members of the Association in written waivers of notice of the meeting or (c) at such place as all members attend for the purpose of holding a meeting.

2. Upon the dissolution of the Association, but prior to the completion thereof and after the payment and satisfaction of all of its liabilities and obligations, all of the remaining assets owned or held by the Association shall be used, distributed or disposed of only for one or more of the purposes set forth in Section 2.01 of Article II of these Articles of Incorporation.

3. The Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Act or any other pertinent enactment of the General Assembly of the State of Indiana, and all rights and powers conferred hereby on members, directors and officers, or any of them, are hereby made subject to this reserved power; provided, however, that

(a) If the Association is then qualified under Internal Revenue Code Section 501(c)(4) or the corresponding provision of any subsequent Internal Revenue Code, no amendment alteration, change or repeal of any provision contained in these Articles of Incorporation shall permit the use of any of the assets of the Association for any purpose or by

any means other than for a purpose and by a means contemplated by Internal Revenue Code Section 501(c)(4) or the corresponding provision of any subsequent Internal Revenue Code; and

(b) These Articles of Incorporation may be amended only upon the affirmative votes of the holders of at least 85% of all of the memberships in the Association (including memberships the dues for which may be past due and unpaid).

The undersigned does 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 law and that at least three (3) persons have signed such membership list.

IN WITNESS WHEREOF, I the undersigned do hereby execute these Articles of Incorporation and certify to the truth of the facts herein stated this \_\_\_\_ day of December, 1979.

\_\_\_\_\_  
(Written Signature)

\_\_\_\_\_  
G. Irving Latz II  
(Printed Signature)

#### NOTARY ACKNOWLEDGMENT

STATE OF INDIANA    )  
                          ) SS:  
COUNTY OF ALLEN    )

Before me, the undersigned, a Notary Public in and for said County and State, personally appeared G. Irving Latz II, and acknowledged the execution of the foregoing Articles of Incorporation

WITNESS my hand and notarial seal this \_\_\_\_ day of December, 1979.

\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_

My County of Residence is: \_\_\_\_\_

This instrument was prepared by Wayne L. Witmer, Attorney, 395 Lincoln Bank Tower, Fort Wayne, Indiana 46802.