

FILED

RETURN TO: GLENN R. PATTERSON, ESQ.
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SUITE 200, 9245 CALUMET AVENUE
MUNSTER, INDIANA 46321

FEB 10 1992
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Clyde M. Anton
AUDITOR LAKE COUNTY

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CHICAGO TITLE INSURANCE COMPANY
INDIANA DIVISION

**FIRST AMENDMENT TO THE DECLARATION OF COVENANTS,
CONDITIONS, RESTRICTIONS AND EASEMENTS FOR
THE COURTYARDS OF MEADOWBROOK, AND
NOTICE OF EXERCISE OF CERTAIN RIGHTS OF THE DECLARANT**

This First Amendment To The Declaration Of Covenants, Conditions, Restrictions And Easements For The Courtyards Of Meadowbrook is made this day by LAKE COUNTY TRUST COMPANY AS TRUSTEE under Trust Agreement dated December 2, 1979, and known as Trust No. 2919 (hereinafter referred to as "Declarant").

WITNESSETH:
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WHEREAS, the Declarant recorded the certain Declaration Of Covenants, Conditions, Restrictions And Easements For The Courtyards Of Meadowbrook on December 9, 1991, in the Office of the Recorder of Lake County, Indiana, as Document No. 91062805 (herein the "Declaration"); and

WHEREAS, Declarant does now desire to amend the Declaration pursuant to the provisions of Article XIII, Section 1.d.(2), and in addition thereto, to give notice of the exercise of certain rights by Declarant under the Declaration.

NOW, THEREFORE, Declarant hereby amends the Declaration and gives notice as stated herein as follows:

1. **AMENDMENT TO THE DECLARATION.** The Declaration is hereby amended by Declarant pursuant to Article XIII, Section 1.d.(2) to replace the Articles of Incorporation set forth as Exhibit "B" to the Declaration, with the Articles of Incorporation attached hereto as Exhibit "1", which were filed with the Indiana Secretary of State's office on December 24, 1991, and which were the subject of the issuance of a Certificate of Incorporation by the Indiana Secretary of State on said date.

2. **NOTICE OF EXERCISE OF RIGHTS OF THE DECLARANT.** Declarant hereby gives notice in writing of its election to exercise certain rights reserved and/or granted to Declarant under the Declaration, as follows:

a. Pursuant to the provisions Article XVI, Section 1 of the Declaration, Declarant does hereby elect and appoint James Prange, Marilyn J. Prange, and Robert G. Lavery as the members of the Architectural Review Committee under the Declaration, to serve in such capacity until further action by the Declarant pursuant to the said provision of the Declaration, or until appropriate action is taken by the board of directors of the Association to elect members of the Architectural Review Committee pursuant to appropriate provisions of the Declaration, and the Articles of Incorporation and By-Laws of the Association.

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b. **Assessment Exemption.** Pursuant to the provisions of Article XVI, Section 3 of the Declaration, Declarant hereby elects in writing to be exempt from any Assessment levied by the Association on all or any Residential Units owned by the Declarant which are unoccupied and offered by the Declarant for the first time for sale, for the period of time beginning December 9, 1991, and ending on the first day of the twenty-fourth (24th) month following the month in which the closing of the sale of the first Residential Unit by Declarant occurs.

3. **CERTIFICATION OF NOTICE.** Declarant hereby certifies that a true and accurate copy of this instrument has been delivered to the Association and that the Association has therefore received actual notice of the terms and provisions of this instrument.

4. **TRUSTEE CAPACITY.** It is expressly understood and agreed by and between the parties hereto, anything herein to the contrary notwithstanding, that each and all of the representations, covenants, undertakings and agreements herein made on the part of the Trustee while in form purporting to be the representations, covenants, undertakings and agreements of said Trustee are nevertheless each and every one of them, made and intended not as personal representations, covenants, undertakings, and agreements by the Trustee or for the purpose or with the intention of binding said Trustee personally, but this instrument is executed and delivered by said Trustee not in its own right, but solely in the exercise of the powers conferred upon it as such Trustee, and that no personal liability or personal responsibility is assumed by nor shall at any time be asserted or enforceable against Lake County Trust Company as Trustee on account of this instrument or on account of any representation, covenant, undertaking or agreement of the said Trustee in this instrument contained, either expressed or implied, all such personal liability, if any, being expressly waived and released.

Nothing contained herein shall be construed as creating any liability on Lake County Trust Company, personally under the provisions of the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) or the Indiana Responsible Property Transfer Law (the Act) as amended from time to time or any other Federal, State or local law, rule or regulation. Lake County Trust Company, personally, is not a "Transferor" under the Act and makes no representation concerning any possible environmental defects. In making any warranty herein the Trustee is relying solely on information furnished to it by the beneficiaries and not of its own knowledge and specifically exculpates itself from any liabilities, responsibilities or damages as a result of including any warranty in this instrument.

IN WITNESS WHEREOF, the Declarant has caused this instrument to be signed as of this 6th day of February, 1992.

LAKE COUNTY TRUST COMPANY, as
Trustee aforesaid and not personally

By: Charlotte L. Keilman
Charlotte L. Keilman-Trust Officer

ATTEST:

By: Sandra L. Stiglitz
Sandra L. Stiglitz-Asst. Secretary

STATE OF INDIANA)
) SS:
COUNTY OF LAKE)

ACKNOWLEDGMENT

I, Laura L. Anderson, a Notary Public in and for said county in the State aforesaid, do hereby certify that Charlotte L. Keilman-Trust Officer and Sandra L. Stiglitz, Asst. Secretary of the LAKE COUNTY TRUST COMPANY, personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such Trust Officer and Asst. Secretary, appeared before me this day in person and acknowledged that they signed and delivered the said instrument as their own free and voluntary act, and as a free and voluntary act of the Lake County Trust Company, as Trustee, for the uses and purposes therein set forth.

Given under my hand and seal this 6th day of February, 1992.

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Laura L. Anderson

Laura L. Anderson
Notary Public

My Commission Expires:

November 11, 1995

County of Residence:

Lake

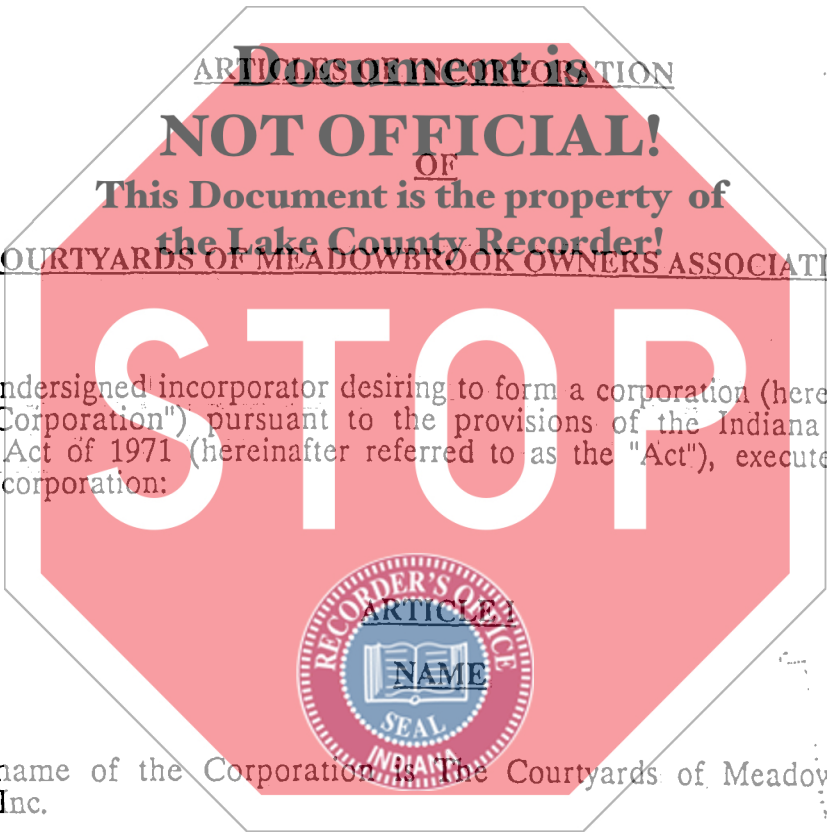


This Instrument prepared by Glenn R. Patterson, Esq., Singleton, Crist, Patterson, Austgen & Lyman, Suite 200, 9245 Calumet Avenue, Munster, Indiana 46321

ARTICLES OF INCORPORATION
(Not For Profit)
State Form 4162R3/Corporate Form No. 364-1
(Jan. 1987)

APPROVED
AND
FILED
IND. SECRETARY OF STAT

ARTICLES OF INCORPORATION
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OF
This Document is the property of
the Lake County Recorder!
THE COURTYARDS OF MEADOWBROOK OWNERS 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:

The name of the Corporation is The Courtyards of Meadowbrook Owners Association, Inc.

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RECORDED

ARTICLE II

PURPOSES

The purposes for which the Corporation are formed are:

Section 1. To establish an incorporated association (hereinafter the "Association") to administer a residential community known as The Courtyards of Meadowbrook located in Lowell, Lake County, Indiana, pursuant to the Declaration of Covenants, Conditions, Restrictions and Easements for The Courtyards of Meadowbrook (hereinafter the "Declaration").

Section 2. This Association is organized for the purpose of providing a convenient means of administering the residential community by the Owners thereof. The documents creating the community provide for the ownership, operation, management, maintenance and use of Residential Units as described in said documents.

Section 3. The Association shall not engage in any activities for the profit of its Members, and shall conduct its affairs in such fashion and for such purposes other than for the pecuniary gain of its Members, directors, officers or incorporators.

Section 4. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

Section 5. The Association shall have all of the powers reasonably necessary to implement the purpose of the Association, including, but not limited to, the following:

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- (a) Make and collect Assessments against Members.
 - (b) To use the proceeds of Assessments in the exercise of its powers and duties.
 - (c) To maintain, repair, replace and operate the property in accordance with the Declaration.
 - (d) The reconstruction of improvements after casualty.
 - (e) To make and amend rules and regulations respecting the use of Residential Units.
 - (f) To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws of the Association, and the Rules and Regulations in accordance with Article XII of the Declaration.
 - (g) To contract for the management of the Association and delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration to have the approval of the Board of Directors or of the Members of the Association.
 - (h) All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Members in accordance with the provisions of the Declaration.
 - (i) The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration.
 - (j) To carry insurance for the protection of Owners and the Association against casualty and liabilities.
 - (k) To employ personnel for reasonable compensation to perform the services required for proper administration of the purposes of the Association.

Section 6. All rights, powers and descriptions of purpose established by the Articles of Incorporation, shall be subject to the Declaration and all provisions contained therein as if fully set forth in these Articles, and shall further be subject to Indiana law governing not-for-profit corporations.

ARTICLE III
TYPE OF CORPORATION

The Corporation is a mutual benefit corporation.

ARTICLE IV
REGISTERED AGENT AND PRINCIPAL OFFICE

Section 1. Registered Agent. The name and address of the Corporation's Registered Agent for service of process is:

Glenn R. Patterson
Suite 200, 9245 Calumet Avenue
Munster, Indiana 46321

Section 2.
Corporation is:

Principal Office. The post office address of the principal office of the

310 South Nichols Street
Lowell, Indiana 46356

ARTICLE V
MEMBERSHIP

The Corporation will have members.

Section 1. Classes Of Membership, And Rights, Preferences And Limitations Of Classes Of Membership. There shall be one (1) class of Members, as set forth in Article III, Section 1 of the Declaration.

Section 2. Voting Rights Of Classes. Voting rights of Members shall be as set forth in Article III, Section 2 of the Declaration.

ARTICLE V
INCORPORATOR

The name and address of the incorporator is as follows:

Jim Prange
310 South Nichols Street
Lowell, Indiana 46356

ARTICLE VII

DISTRIBUTION OF ASSETS ON DISSOLUTION OR FINAL LIQUIDATION

The assets of the Corporation shall be distributed, upon dissolution or final liquidation, in the following order of priority, to the extent of the assets available, only as follows:

1. First, in payment of the debts of the Corporation owed to creditors other than members.
2. Second, in payment of the debts of the Corporation owed to creditors who are members.
3. Third, equally to each of the members pursuant to I.C. 23-17-22-5(a)(7).

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ARTICLE VIII
**PROVISIONS FOR REGULATION OF BUSINESS AND
CONDUCT OF THE AFFAIRS OF THE CORPORATION
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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:

Section 1. The affairs of the Association, its management and operation shall be governed by the terms and provisions of the Declaration, these Articles of Incorporation and the By-Laws and Rules and Regulations of this Corporation.

Section 2. The power to make, alter, amend or repeal the By-Laws of the Corporation shall be vested in the Members of the Association, subject to the terms, provisions and conditions contained in the Declaration and the By-Laws of this Corporation.


Section 3. Directors of the Association shall be elected at the annual meeting of the Members in the manner provided by the By-Laws except for so long as the Declarant of the Declaration continues to legally or equitably own any of the Residential Units, the Board of Directors of the Association shall be elected by the Declarant and such directors need not be residents of Residential Units or Owners; provided, however, that on and after five (5) years after the date of the recording of the Declaration the foregoing provisions shall not apply.

Section 4. Every director and every officer of the Association shall be indemnified by the Association in accordance with Article XIV, Section 2 of the Declaration.

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.

IN WITNESS WHEREOF, I, the undersigned, do hereby execute these Articles of Incorporation and certify the truth of the facts herein stated this 20th day of November, 1991. I hereby verify subject to penalties of perjury that the facts contained herein are true.



JIM PRANGE, Incorporator



This Instrument prepared by Glenn R. Patterson, Esq., Singleton, Crist, Patterson, Austgen & Lyman, Suite 200, 9245 Calumet Avenue, Munster, Indiana 46321

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

OF

THE COURTYARDS OF MEADOWBROOK OWNERS ASSOCIATION, INC.

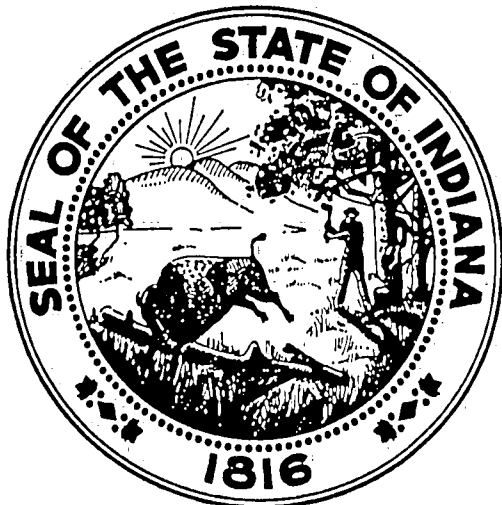
I, JOSEPH H. HOGSETT, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above corporation, have been presented to me at my office accompanied by the fees prescribed by law; that I have found such Articles conform to law; all as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1921, as amended.



Hence, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence will begin December 24, 1991.



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-fourth day of December, 1991



Joseph H. Hogsett

JOSEPH H. HOGSETT, Secretary of State
Debra L. Schab

Deputy

Deputy