

**MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES  
CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU**

Date Received		<b>FILED</b>  JAN 18 2001	(FOR BUREAU USE ONLY)
Name Orton, Tooman, Hale, McKown & Kiel, P.C.		Administrator BUREAU OF COMMERCIAL SERVICES	
Address 314 Trowbridge St., PO Box 239		Tran Info: 1 3341580-1 01/18/01 Chk#: 450 ID: Amt: \$10.00 708650	
City Allegan, Michigan	State 49010	Zip Code	EFFECTIVE DATE:

Document will be returned to the name and address you enter above

**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION**  
**For use by Domestic Profit and Nonprofit Corporations**  
(Please read information and instructions on the last page)

*Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:*

1. The present name of the corporation is: MINER LAKE PROPERTY OWNERS' ASSOCIATION

2. The identification number assigned by the Bureau is: 708650

3. The location of the registered office is:

2474 Lorraine Dr., Allegan, Michigan 49010  
(Street Address) (City) (ZIP Code)

4. Article VII of the Articles of Incorporation is hereby amended to read as follows, and the following Article VIII is added to Articles of Incorporation:

ARTICLE VII - See attached text of Amended Article VII;  
ARTICLE VIII - See attached text of Article VIII

5. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_\_, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_\_

_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)

6. (For profit corporations, and for nonprofit corporations whose articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 2nd day of SEPTEMBER, ~~19~~ 2000 by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting. The necessary votes were cast in favor of the amendment.
- by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- by the board of a profit corporation pursuant to section 611(2).

<b>Profit Corporations</b>	
Signed this _____ day of _____, 19_____	
By _____ (Signature of an authorized officer or agent)	
_____ (Type or Print Name)	_____ (Type or Print Title)

<b>Nonprofit Corporations</b>	
Signed this <u>9th</u> day of <u>JANUARY</u> , <del>19</del> 2001	
By <u>George Carey</u> (Signature of President, Vice-President, Chairperson or Vice-Chairperson)	
<u>George Carey</u> (Type or Print Name)	<u>President</u> (Type or Print Title)

**AMENDMENTS TO ARTICLES OF INCORPORATION,**  
**MINER LAKE PROPERTY OWNERS' ASSOCIATION**  
**ADOPTED SEPTEMBER 2, 2000**

**ARTICLE VII**

No member of the board of directors of the corporation who is a volunteer director, as that term is defined in the Act, or a volunteer officer shall be personally liable to this corporation or its members for monetary damages for a breach of the director's or officer's fiduciary duty; provided, however, that this provision shall not eliminate or limit the liability of a director or officer for any of the following:

1. A breach of the director's or officer's duty of loyalty to the corporation or its members;
2. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
3. A violation of section 551(1) of the Act;
4. A transaction from which the director or officer derived an improper personal benefit;
5. An act or omission occurring before the adoption of this Amendment to these articles of incorporation; or
6. An act or omission that is grossly negligent.

If the Act is amended after the filing of these Amended Articles of Incorporation to authorize the further elimination or limitation of the liability of directors or officers of nonprofit corporations, then the liability of members of the board of directors or officers, in addition to that described in Article VII, shall be eliminated or limited to the fullest extent

permitted by the Act as so amended. No amendment or repeal of Article VII shall apply to or have any effect on the liability or alleged liability of any member of the board of directors or officers of this corporation for or with respect to any acts or omissions occurring before the effective date of any such amendment or repeal.

The Act referred to in these Amended Articles is the Nonprofit Corporation Act, Act 162 of 1982, as amended.

### ARTICLE VIII

The corporation assumes the liability for all acts or omissions of a volunteer director, volunteer officer, or other volunteer occurring on or after the effective date of this Amendment to the Articles of this Corporation if all of the following conditions are met:

1. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority
2. The volunteer was acting in good faith
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct
4. The volunteer's conduct was not an intentional tort.
5. The volunteer's conduct was not a tort arising out of the ownership, maintenance or use of a motor vehicle for which tort liability may be imposed as provided in section 3135 of the Insurance Code of 1956, Act No. 218 of the Public Acts of 1956, being section 500.3135 of the Michigan Compiled Laws.