

WESTCHESTER PLACE HOMEOWNER'S ASSOCIATION

ARTICLES OF INCORPORATION

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To all to whom these Presents Shall Come, Greeting:

Whereas, ARTICLES OF INCORPORATION OF WESTCHESTER PLACE 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. 1944.

Now Therefore, I, J. 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 _____ 8TH
day of JUNE AD. 19 84 and
of the Independence of the United States
the two hundred and _____ 8TH

(SEAL)

Jim Edgar
SECRETARY OF STATE

File in Duplicate

ARTICLES OF INCORPORATION UNDER THE GENERAL NOT FOR PROFIT CORPORATION ACT

(Please type or print using black ink)

Secretary of State, Springfield, Illinois.

We, the Incorporators

(Not less than three)

Incorporator's Names	Number	Street	Address City	State
Orest Chryniwsky	2360	Hassell Road,	Hoffman Estates,	Illinois
Edward Dwier	2360	Hassell Road,	Hoffman Estates,	Illinois
Thomas Standke	2360	Hassell Road,	Hoffman Estates,	Illinois

being natural persons of the age of twenty-one years or more and citizens of the United States, for the purpose of forming a corporation under the "General Not For Profit Corporation Act" of the State of Illinois; do hereby adopt the following Articles of Incorporation:

1. The name of the corporation is: **WESTCHESTER PLACE HOMEOWNER'S ASSOCIATION**

2. The duration of the corporation is ☒ perpetual OR _____ years.

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

Registered Agent **Orest Chryniwsky**Registered Office **2360 Hassell Road, Hoffman Estates**City, Zip Code, County **Hoffman Estates, Illinois 60195, Cook County**

4. The first Board of Directors shall be **3** in number, their names and addresses being as follows:
(If more than three, list first three before.)

Directors' Names	Number	Street	Address City	State
Orest Chryniwsky	2360	Hassell Road,	Hoffman Estates,	Illinois
Edward Dwier	2360	Hassell Road,	Hoffman Estates,	Illinois
Thomas Standke	2360	Hassell Road,	Hoffman Estates,	Illinois

5. ~~THE OFFICERS OF THE CORPORATION SHALL BE:~~

Article 5 -
SEE ATTACHED ADDENDUM

File #

Form NP-29

ARTICLES OF INCORPORATION

under the

GENERAL NOT FOR PROFIT
CORPORATION ACT

of

FILED

JUN - 8 1984

JIM MOGAR
Secretary of State

SECRETARY OF STATE
CORPORATION DEPARTMENT
SPRINGFIELD, ILLINOIS 62756
TELEPHONE (217) 782-7880

(These Articles Must Be Executed and Filed in Duplicate)
Filing Fee \$50.00

C-187.1

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

JUN 14 1984

PAID

As the incorporators, we

state that this document has been examined and is, to the best of our knowledge and belief, true, correct and complete.

(Both copies must contain original signatures)

(INCORPORATORS MUST SIGN BELOW)

James J. Fawcett
James J. Fawcett

Incorporators

(NOTE: Any special provision authorized or permitted by statute to be contained in the Articles of Incorporation, may be inserted above.)

2/16/84
Rev. 2/21/84

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, the maintenance and repair of townhouses and the architectural control of residential and Common Areas, within that certain property described as:

Lots 83, 84, 85, 86, 87 and 88 in Westchester Place, Phase 1, being a Subdivision of the South 3/4 of the South 1/2 of Section 29, Township 39 North, Range 12, East of the Third Principal Meridian, in Cook 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 Cook County, Illinois, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as it is 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 Areas 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 per cent (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 Property within such one hundred twenty (120) day period; provided, however, if Declarant has so started construction of a townhouse on any Lot in a phase of the Additional Land which has not yet been annexed to the Property 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

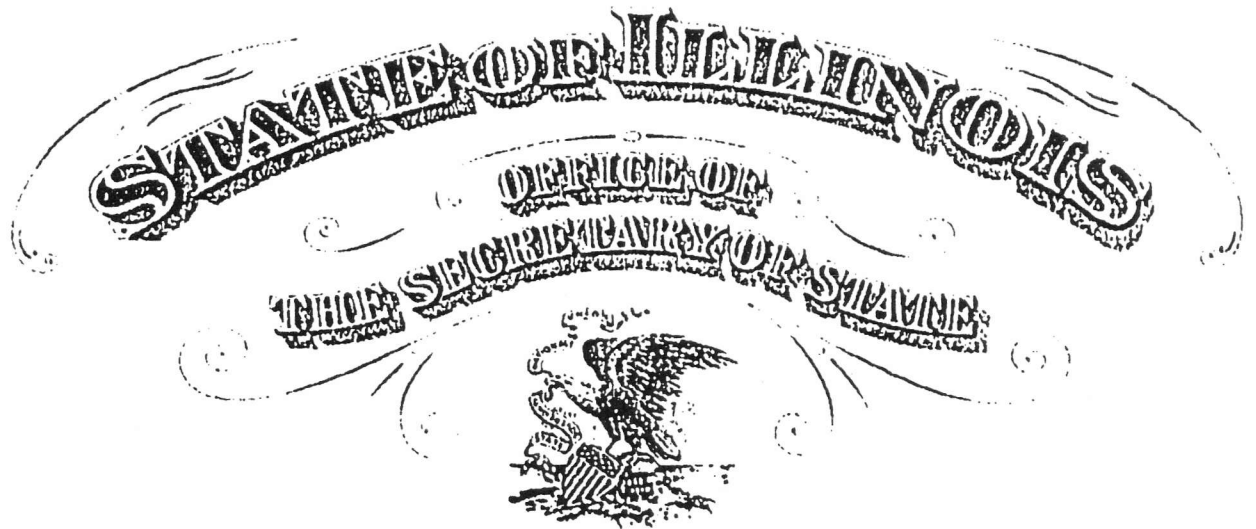
(c) The date on which Declarant voluntarily withdraws as the Class B Member by executing and recording with the Recorder of Deeds of Cook County, Illinois a written declaration of intent to withdraw, which shall become effective in the manner specified in such declaration of intent.

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 per cent (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 per cent (67%) 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 per cent (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.



Whereas,

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF WESTCHESTER PLACE 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, George H. Ryan, 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, 25TH day of MAY A.D. 19 93 and of the Independence of the United States the two hundred and 17TH.*



George H. Ryan
SECRETARY OF STATE

PAID

MAY 14 1993

NFP-110.30
(Rev. Jan. 1987)

GEORGE H. RYAN
Secretary of State
State of Illinois

Submitt in Duplicate

Remit payment in Check or Money
Order, payable to "Secretary of
State."

DO NOT SEND CASH!

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT CORPORATION ACT

This Space For Use By Secretary of State	
Date	5-15-93
Filing Fee	25.00
Approved	MH

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is Westchester Place Homeowners
Association (Note 1)

ARTICLE TWO The following amendment to the Articles of Incorporation was adopted on June, 7,
1988 in the manner indicated below ("X" one box only.)

- ☐ By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (Note 2)
- ☐ By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 of this Act. (Note 3)
- ☒ By the members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)
- ☐ By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20 of this Act. (Note 4)

(INSERT RESOLUTION)

Now, Therefore, Be It Resolved that Article VII of the Articles of Incorporation is Amended to read as follows:

The affairs of this Association shall be managed by a Board of six (6) directors, who must be a resident member of the Association or their spouse; provided however, that the number of directors may be increased or decreased by Amendment of the By-Laws of the Association. In no event shall the number of directors be less than three (3).

(If space is insufficient, attach additional pages size 8 1/2 x 11)
The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated May 17, 19 93 Notar Public Homeowners Associ
attested by: Phyllis A. Green by Joseph A. Green
(Signature of Secretary or Assistant Secretary) (Exact Print of Corporation)
Phyllis A. Green - Secretary Joseph A. Green - President
(Type or Print Name and Title) (Type or Print Name and Title)

NOTES AND INSTRUCTIONS

NOTE 1: State the true exact corporate name as it appears on the records of the Office of the Secretary of State, BEFORE any amendments herein reported.

NOTE 2: Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote.

NOTE 3: Director approval may be (1) by vote at a director's meeting (either annual or special) or (2) consent, in writing, without a meeting.

NOTE 4: All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment, (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies. (Sec. 110.20)

NOTE 5: When a member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (Sec. 107.10 & 110.20)

FORM NFP-110.30

File No. _____

ARTICLES OF AMENDMENT under the GENERAL NOT FOR PROFIT CORPORATION ACT

Filing Fee \$25

Filing Fee for Re-Filed Articles \$100

FILED

MAY 25 1993

GEORGE H. RYAN
SECRETARY OF STATE

• RETURN TO:

Department of Business Services
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-1832

State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF

WESTCHESTER PLACE 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, George H. Ryan, 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 7TH day of MARCH A.D. 19 97 and of the Independence of the United States the two hundred and 21ST



George H. Ryan

Secretary of State

NFP-110.30
(Rev. Jan. 1995)

GEORGE H. RYAN
Secretary of State
State of Illinois

File # N 5349-083-2

Submit in Duplicate
Remit payment in Check or Money
Order, payable to "Secretary of
State."

DO NOT SEND CASH!

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

This Space For Use By Secretary of State	
Date	3.7.97
Filing Fee	2.00
Approved	[Signature]

PAID
MAR 11 1997

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is Westchester Place
Homeowner's Association (Note 1)

ARTICLE TWO The following amendment to the Articles of Incorporation was adopted on 11/21
1996 in the manner indicated below ("X" one box only.)

- ☒ By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (Note 2)
- ☐ By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 of this Act. (Note 3)
- ☐ By the members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)
- ☐ By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20 of this Act. (Note 5)

(INSERT RESOLUTION)

Now, Therefore, Be It Resolved that Article 7 of the Articles of Incorporation is Amended to read as follows:

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.

(If space is insufficient, attach additional pages size 8 1/2 x 11)

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated , 19 Association. Westchester Place Homeowners
attested by *Carol DeRegalin* Secretary, by *Mary Jacqueline DeThorne*
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
Carol DeRegalin Mary Jacqueline DeThorne
(Type or Print Name and Title) (Type or Print Name and Title)

NOTES AND INSTRUCTIONS

- NOTE 1: State the true exact corporate name as it appears on the records of the Office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote.
- NOTE 3: Director approval may be (1) by vote at a director's meeting (either annual or special) or (2) consent, in writing, without a meeting.
- NOTE 4: All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment, (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies. (Sec. 110.20)

- NOTE 5: When a member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (Sec. 107.10 & 110.20)

FORM NFP-110.30

File No. N 5349-083-2

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

Filing Fee \$25

Filing Fee for Filers of Articles \$100

FILED
JAN 10 1991
OFFICE OF THE
SECRETARY OF STATE
RETURN TO:

Department of Business Services
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-1832

C-130.7