

WOODLAND GREENS HOMES ASSOCIATION

a Non-Profit Ohio Corporation



Department of State

The State of Ohio

00201-0913

Sherrod Brown

Secretary of State

705121

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARN MIS

of:

WOODLAND GREENS HOMES ASSOCIATION

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll G201 at Frame 0913 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 20TH day of JULY,
A.D. 1987.



Sherrod Brown

Sherrod Brown

Secretary of State

ARTICLES OF INCORPORATION
 (Under Chapter 1702.01 et seq.
 A Corporation Not-For-Profit)

OF

WOODLAND GREENS HOMES ASSOCIATION

The undersigned, desiring to form a corporation, not for profit, under Sections 1702.01, et seq., of the Revised Code of Ohio, does hereby certify:

FIRST: The name of the Corporation shall be WOODLAND GREENS HOMES ASSOCIATION.

SECOND: The place in Ohio where its principal office is to be located is Dayton, Montgomery County.

THIRD: The purpose or purposes for which said corporation is formed are:


To exercise the powers and authority set forth in the Plat Restrictions of Woodland Greens recorded in the Deed Records of Warren County, Ohio, at Plat Book 11, pages 9-11, as same may from time to time, be amended or supplemented in accordance with the terms and provisions thereof, and the By-Laws of said Association incorporated herein as if set forth at length, and to have and to exercise all powers, rights, and authority granted to non-profit corporations under Chapter 1702 of the Revised Code of Ohio.

In furtherance of the foregoing, and subject to the terms and conditions of said By-Laws, the corporation may acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, manage, administer and dedicate for common or public use real and personal property, and may borrow money for any of the purposes of the corporation and in connection therewith, issue bonds, debentures, notes, or other obligations therefore, either without security or by securing the same by pledge or mortgage of the whole or any part of the property of the corporation.

FOURTH: The following persons, not less than three, shall serve said corporation as trustees until the first annual meeting or other meeting called to elect trustees:

John H. Curp, 3 East Second Street, Suite 200, Dayton, Ohio 45402
 David C. Probert, Chairman, 3 East Second Street, Suite 200, Dayton, Ohio 45402
 Robert W. Fryer, 3 East Second Street, Suite 200, Dayton, Ohio 45402

17th IN WITNESS WHEREOF, I have hereunto subscribed my name this
day of July, 1987.



David C. Probert
Sole Incorporator

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being the sole incorporator of WOODLAND GREENS HOMES ASSOCIATION, hereby appoints:

Alan B. Schaeffer

a natural person resident in the state in which the Corporation has its principal office, upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served.

His complete address is:

2700 Kettering Tower
Dayton, Ohio 45423
(Montgomery County)




David C. Probert
Sole Incorporator

Dated: _____

July 17 1987

PROCEEDINGS OF THE SOLE INCORPORATOR
OF
WOODLAND GREENS HOMES ASSOCIATION

The undersigned, being the sole Incorporator of this Corporation does hereby state that the Articles of Incorporation and Original Appointment of Agent were filed on behalf of this Corporation with the Ohio Secretary of State as executed by me. Copies of these documents are attached as certified by the Secretary of State.



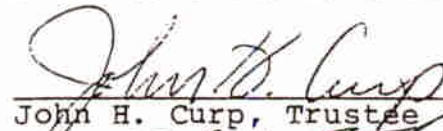
David C. Probert
Sole Incorporator

ACCEPTANCE BY INITIAL TRUSTEES

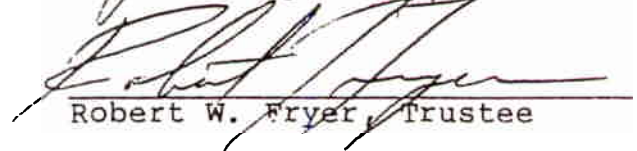
The undersigned, as listed in the Articles of Incorporation, hereby accept appointment as the initial Trustees of this Corporation and acknowledge that they will serve as initial Trustees until their successors are duly appointed and qualified. They further understand the duties and obligations imposed under the Ohio Revised Code and the Articles of Incorporation.



David C. Probert, Trustee



John H. Curp, Trustee



Robert W. Fryer, Trustee

ACTION BY WRITTEN CONSENT OF
THE BOARD OF TRUSTEES OF
WOODLAND GREENS HOMES ASSOCIATION

Pursuant to the authority of Section 1702.25 of the Ohio Revised Code, the undersigned, being all of the members of the Board of Trustees of this Corporation, hereby take the following action and adopt the following resolutions, effective the 20th day of July, 1987:

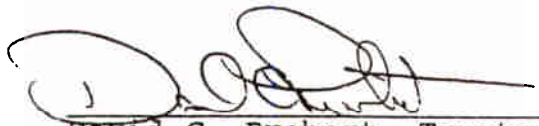
RESOLVED, that the By-Laws, as attached hereto, are hereby approved and adopted as the By-Laws of this Corporation.

FURTHER RESOLVED, that the following be, and they hereby are, elected as Officers of this Corporation, to serve as such until the next annual meeting of the Board of Trustees or until their successors are elected and qualified:

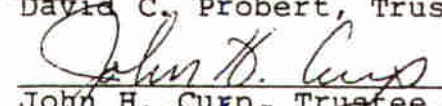
Chairman of the Board	David C. Probert
President	John H. Curp
Secretary	Alan B. Schaeffer
Treasurer	Betty Clere

FURTHER RESOLVED, that the Treasurer of this Corporation be, and hereby is, authorized to reimburse the Appropriate party for all expenses incurred in the incorporation of this Corporation, and that the Treasurer be authorized to pay on behalf of this Corporation all legal and other fees incurred in connection therewith.

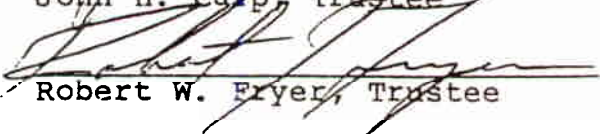
FURTHER RESOLVED, that the Officers be, and they hereby are, authorized and directed to establish a regular corporate bank account and depository for this Corporation, authorizing the appropriate Officers to deposit and withdraw from such accounts and to borrow funds for and on behalf of this Corporation.



David C. Probert, Trustee



John H. Curp, Trustee



Robert W. Fryer, Trustee