

**ARTICLES OF INCORPORATION**

**OF**

**THE STONEGATE LANDOWNERS ASSOCIATION**

The undersigned, desiring to form a corporation not for profit under the Ohio Non-profit Corporation Law, certifies:

**Article 1**

**Name**

The name of said Corporation shall be The Stonegate Landowners Association.

**Article 2**

**Place of Business**

The place in the state where the principle office of the corporation is located is the City of Streetsboro, Portage County, Ohio”.

**Article 3**

**Purpose**

The corporation is organized to control, administer and maintain the commonly owned and commonly held space in the Stonegate subdivision, Streetsboro, Ohio and to administer, enforce and defend the Declaration of the Stonegate Landowners Association as recorded on August 10,1998 in volume 329, page 902, as amended, and the Plat Restrictions for the Stonegate subdivision, as set forth in Plat 98-57 (Phase I); Plat 2003-88 (Phase II); Plat 2005-96 (Phase III); and Plat 2006-18 (Phase IV) each recorded with the Recorder of Portage County, Ohio as amended, and to engage in any lawful act or activity for which a not for profit corporation may be formed under Chapter 1702 of the Ohio Revised Code.

**Article 4**

**Restrictions**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**Article 5**

**Trustees**

The following natural persons shall be the initial Trustees of the Corporation, to serve until their successors are elected.

Moise Zarouk, 3583 Sparrow Pond Circle, Akron, Ohio 44333

Michael Miller, 1425 Rockefeller Building, 614 Superior Avenue, N.W. Cleveland Ohio 44113

Ken Payne, 325 Portage Lakes Drive, Akron, Ohio 44319

**Article 6**

**Liability**

No Member, Trustee or Officer of the Corporation shall be personally liable to the Corporation for monetary damages for a breach of fiduciary duty, except to the extent such exemption from liability or limitation thereof is prohibited by applicable law.

**Article 7**

**Existence**

The existence of this Corporation shall be perpetual, subject to the dissolution in the manner provided by law.

The undersigned has set his hand on this 5<sup>th</sup> day of August, 1998.

Signed: Moise Zarouk, Incorporator

**ORIGINAL APPOINTMENT OF AGENT**

The undersigned, being the incorporator of the Stonegate Landowners Association, appoints Moise Zarouk, a natural person and resident of the state of Ohio, as it agent, upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served. The full address of the agent is:

Moise Zarouk, 3583 Sparrow Pond Circle, Akron, Ohio 44333

The Stonegate Landowners Association

Signed: Moise Zarouk, Incorporator

The Stonegate Landowners Association

Akron, Ohio

August 5<sup>th</sup>, 1998

Gentlemen

I hereby accept appointment as agent of your Corporation upon whom process, tax notices, or demands may be served.

Signed: Moise Zarouk, Statutory Agent

THIS IS A VERSION OF THE ORIGINAL ARTICLES OF INCORPORATION OF 1998 AMENDED TO INCLUDE THE CHANGES APPROVED AT AN ASSOCIATION MEETING OCTOBER 21, 2012 AND RECORDED WITH THE STATE AND RECORDER OF PORTAGE COUNTY. THIS COPY IS PROVIDED SOLELY AS A CONVENIENCE TO MEMBERS. THE RECORDED COPIES TAKE PRECEDENT SHOULD DIFFERENCES EXIST.