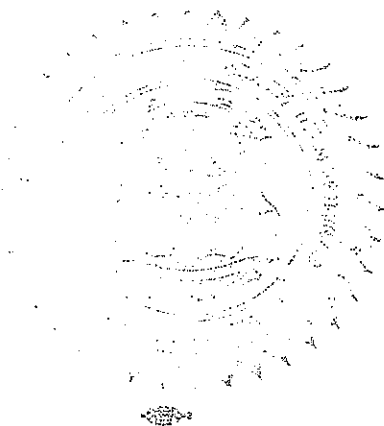


ALL TO WHOM THESE PRESENTS SHALL COME:

James M. Hare, Secretary of State of the State of Michigan
Custodian of the Great Seal thereof, Do Hereby Certify that

_____ of Incorporation of the Loch Alpine Sanitary Authority of Webster and Bo. Co.
_____ adopted by the Township Boards of said townships on May 16, 1957, were filed
_____ this office under date of January 3, 1962.



In Testimony Whereof, I have hereunto
set my hand and affixed the Great Seal of the
State at the Capitol, in the City of Lansing, this

_____ 4th _____ day of _____ October
A.D. 1966

James M. Hare
Secretary of State.

ARTICLES OF INCORPORATION

OF

LOCH-ALPINE SANITARY AUTHORITY OF WEBSTER-
AND SCIO TOWNSHIPS, WASHTENAW COUNTY, MICHIGAN

These Articles of Incorporation are adopted by the incorporating municipalities for the purpose of creating an Authority under the provisions of Act No. 233 of the Public Acts of the State of Michigan for the year 1955.

ARTICLE I

The name of this Authority is the Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan.

ARTICLE II

The names of the municipalities creating this Authority are: Webster Township, Washtenaw County, Michigan, a Michigan Municipal Corporation, and Scio Township, Washtenaw County, Michigan, a Michigan Municipal Corporation.

ARTICLE III

The purpose of this Authority is to acquire, own, extend, improve and operate a sewage disposal system and a water supply system.

ARTICLE IV

This Authority shall be a body corporate with power to sue or to be sued in any court of this state. It shall include all of the territory embraced within its constituent municipalities. It shall possess all the powers granted by statute and by these Articles, and those incident thereto. The enumeration of any powers herein shall not be construed as a limitation upon its general powers unless the context shall clearly indicate otherwise. It shall have a corporate seal.

ARTICLE V

This Authority shall continue in existence until dissolved by act of the parties or by law: provided, that it shall not be dissolved if such dissolution would operate as an impairment of any

of its contracts.

ARTICLE VI

The fiscal year of the Authority shall commence on the first day of July in each year and end on the 30th day of June of the following year.

ARTICLE VII

The governing body of this Authority shall be a Board of Trustees which shall consist of ten members. Membership on the Township Board of either Webster Township or Scio Township shall automatically constitute such member a Trustee of the Authority. Members of the Board of Trustees shall serve so long as they remain members of the Township Boards of Webster Township and Scio Township. Trustees shall receive such compensation as the Board of Trustees shall from time to time determine. The Board of Trustees shall meet on the first secular day in July of each year, at eight o'clock p.m., at the Scio Township Hall, or at such other place as the Board shall by resolution determine, for the purpose of organization. At such organization meeting the Board shall select a Chairman, a Vice-Chairman, and a Secretary, who shall be members of the Board, and a Treasurer, who may or may not be a member of the Board. Such officers shall serve until the organization meeting in the following year or until their respective successors shall be selected. At such organization meeting the Board shall also select two members thereof who, with the Chairman, shall serve as an Operating Committee.

ARTICLE VIII

Meetings of the Board of Trustees shall be held at least quarterly, at such times and place as shall be prescribed by resolution of the Board of Trustees. Special meetings of the Board may be called by the Chairman, or any three (3) members thereof, by serving written notice of the time, place and purpose thereof, upon each member of the Board, personally, or by leaving it at his place of residence, at least twenty-four (24) hours prior to the time of such hearing, or by depositing the same in a United States Post Office

or mail box within the limits of the Authority, at least seventy-two (72) hours prior to the time of such meeting, enclosed in a sealed envelope properly addressed to him at his home or office address, with postage fully prepaid thereon. Special meetings of the Board at which all members are present shall be deemed to be valid even though no written notice thereof may have been given as above provided. Any member of the Board may waive notice of any meeting either before or after the holding thereof. A majority of all the members of the Board shall be required for a quorum. The Board shall act by motion, resolution, or ordinance. For the passage of any motion, resolution or ordinance, there shall be required the affirmative vote of members of the Board possessing more than one-half of the total voting power of the entire Board, except where a larger vote is required by law. The Board shall have the right to adopt rules governing its procedure which are not in conflict with the terms of any statute or of these Articles. The Board shall keep a journal of its proceedings, which shall be signed by the Chairman and Secretary. All votes shall be by "Yeas" and "Nays". The journal shall show how each member voted and the number of votes to which he is entitled.

ARTICLE IX

The purely administrative functions of the Authority shall be performed by the Operating Committee selected as aforesaid. All acts of said Operating Committee shall be in harmony with the adopted policies of the Board.

ARTICLE X

The Chairman of the Board shall be the presiding officer thereof and of the Operating Committee. Except as herein otherwise provided, he shall not have any executive or administrative functions other than as a member of said Board or Operating Committee. In the absence or disability of the Chairman, the Vice-Chairman shall perform the duties of the Chairman. The Secretary shall be the recording officer of the Board and of the Operating Committee. The Treasurer shall

be custodian of the funds of the Authority and shall give to it a bond, conditioned upon the faithful performance of the duties of his office. The cost of said bond shall be paid by the Authority and the penal sum thereof shall be fixed by the Board of Trustees. He shall be the chief accounting officer of the Authority, and subject to the approval of the Board may employ such assistants as may be necessary; All moneys shall be deposited in a bank, to be designated by the Board, and all checks or other forms of withdrawal therefrom shall be signed by the Treasurer and countersigned by either the Chairman or Secretary of the Board. The officers of the Board shall have such other powers and duties as may be conferred upon them by the Board.

ARTICLE XI

The Authority shall possess all the powers necessary to carry out the purposes thereof and those incident thereto. It may acquire private property by purchase, lease, gift, devise or condemnation, either within or without its corporate limits, and may hold, manage, control, sell, exchange or lease such property. For the purpose of condemnation it may proceed under the provisions of Act 149 of the Public Acts of 1911, as now or hereafter amended, or any other appropriate statute.

ARTICLE XII

The Authority shall have the power to contract with any person, firm or corporation for the performance by the latter of any part of the work of operating sewer and/or water systems under the jurisdiction of the Authority. The Board shall have power to secure all necessary services to carry out the functions of the Authority and to fix the compensation therefor.

ARTICLE XIII

The Board shall cause an annual audit to be made of its financial transactions by a certified public accountant, and shall furnish a copy thereof to each constituent municipality.

ARTICLE XIV

Prior to the formation of the Authority, the Townships of Webster and Soio, Washtenaw County, Michigan, exacted from the Lock

Alpine Development Company, as principal, and the United States Fidelity and Guaranty Company, as surety, an indemnity bond in the penal sum of Twenty Thousand Dollars conditioned for the payment of any deficit arising from the operation of a sewer and water system installed in "Loch Alpine", a subdivision of part of the west half of section two and the east half of Section three, town two south, range five east, Scio Township, and a part of the east half of Section thirty-four and the west half of Section thirty-five, town one south, range five east, Webster Township, Washtenaw County, Michigan. Said bond runs to the Townships of Webster and Scio, both municipal corporations, of the County of Washtenaw and State of Michigan, and to any municipal Authority hereinafter organized by them under the provisions of Act 233 of the Public Acts of the State of Michigan for the year 1955. Upon the effective date of these Articles of Incorporation, the Townships of Webster and Scio, both municipal Corporations, of Washtenaw County, Michigan, hereby release and assign to the Authority created by these Articles, all rights and benefits which might accrue to them, or either of them, on said bond.

ARTICLE XV

These Articles shall be published once in the Ann Arbor News, a newspaper circulating within the Authority. One printed copy of such Articles of Incorporation, certified as a true copy thereof, with the date and place of publication, shall be filed with the Secretary of State of the State of Michigan and the Clerk of the County of Washtenaw. Said Authority shall be deemed organized and legally effective upon such filing. Arthur C. Lehman, an Attorney at Law, is hereby designated as the person to cause these Articles to be published, certified and filed as herein provided.

These Articles have been adopted by the incorporating municipalities, as hereinafter set forth in the following endorsements, and in witness whereof the Supervisor and Clerk of the Townships of Webster and Scio, have endorsed hereon the statement of such adoption.

The foregoing Articles of Incorporation were adopted by the Township Board of the Township of Webster, Washtenaw County, Michigan, at a meeting duly held on the 16th day of May, 1957.

Carl E. Mast.
Supervisor of Webster Township

Donna K. Baldus
Clerk of Webster Township

The foregoing Articles of Incorporation were adopted by the Township Board of the Township of Scio, Washtenaw County, Michigan, at a meeting duly held on the 16th day of May, 1957.

Ed Woltu
Supervisor of Scio Township

Mildred Alley
Clerk of Scio Township

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

Loch Alpine Sanitary Authority of Webster and Scio Township, Washtenaw County, Michigan, a Michigan sewage disposal and water supply system authority, whose registered office is located at 7101 Jackson Road, Ann Arbor, Michigan 48103, certifies that pursuant to the provisions of Section 6 of Act 233 of the Public Acts of 1955, as amended, that at meetings of the incorporating municipalities of Webster Township, Washtenaw County, Michigan, and Scio Township, Washtenaw County, Michigan, held on the 15th day of February, 1971 and on the 15th day of February, 1971, respectively called for the purpose of amending the Articles of Incorporation, it was resolved by majority vote of the members of the Township Board of each of the aforesaid Townships, that Article No. VII of the Articles of Incorporation is amended to read as follows, viz:

The governing body of this Authority shall be a Board of Trustees which shall consist of seven (7) members: The Township Supervisor, the Township Clerk of each of the incorporating Townships and a third member from each Township Board to be selected by such Township Board. The seventh member of the Board of Trustees shall be appointed by the Board of Directors of the Loch Alpine Improvement Association to represent the areas serviced by the facilities of the authority. The members of the Board of Trustees to be appointed by the respective Township Boards and the Loch Alpine Improvement Association shall be appointed annually to assume membership on the Board of Trustees at the annual

organizational meeting of the Board provided for below. Trustees shall receive such compensation as the Board of Trustees shall from time to time determine. The Board of Trustees shall meet on the first secular day of July of each year, at eight o'clock p.m., at the Scio Township Hall or at such other place as the Board by resolution shall determine, for the purpose of organization. At such organizational meeting, the Board shall select a Chairman, Vice Chairman, and a Secretary-Treasurer, who shall be members of the Board. Such officers shall serve until the organizational meeting of the following year or until respective successors shall be selected. At such meeting the Board shall also select two members thereof, who, with the Chairman, shall serve as an operating committee.

Signed on March 15, 1971.

Loch Alpine Sanitary Authority of
Webster and Scio Townships, Wash-
tenaw County, Michigan

By: Carl E. Mast

Chairman of the Board of Trustees

By: George H. J. Smith

Secretary of the Board of Trustees

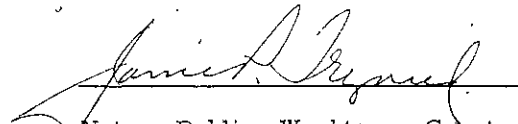
STATE OF MICHIGAN)
) ss
COUNTY OF WASHTENAW)

On this 15th day of March, 1971

before me appeared Carl Mast and

George H. J. Smith, to me personally known, who

being by me duly sworn, did say that they are respectively the Chairman of the Board of Trustees and the Secretary of the Board of Trustees of Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan, who executed the foregoing instrument, and that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and said officers acknowledged said instrument to be the free act and deed of said corporation.


Notary Public, Washtenaw County,
Michigan.

My Comm. Exp: 4 - 4 - 1991

ENDORSEMENTS

STATE OF MICHIGAN)
) ss
COUNTY OF WASHTENAW)

We Carl Trust and Anna Baldus, the Supervisor and Clerk of Webster Township, Washtenaw County, Michigan, do hereby endorse the certificate of amendment to the articles of incorporation of Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan and certify that the Township Board of Webster Township, Washtenaw County, Michigan, at a regular meeting of said Board held on the 15th day of February, 1971, at the Township Hall in said township duly adopted the aforesaid amendment to the articles of incorporation by resolution duly made, seconded and adopted.

Carl E. Mast

Webster Township Supervisor

Wana M. Baldwin

Webster Township Clerk

STATE OF MICHIGAN)
) ss
COUNTY OF WASHTENAW)

We William Petting and George
D. J. Smith, the Supervisor and Clerk of Scio Town-
ship, Washtenaw County, Michigan, do hereby endorse the certi-
ficate of amendment to the articles of incorporation of Loch Alpine
Sanitary Authority of Webster and Scio Townships, Washtenaw County,
Michigan, and certify that the Township Board of Scio Township,
Washtenaw County, Michigan, at a regular meeting of said Board
held on 15th day of February, 19 31, at the Town-
ship Hall in said Township duly adopted the aforesaid amendment to
the articles of incorporation by resolution duly made, seconded and
adopted.

F. B. Petting

Scio Township Supervisor

George H. J. Smith

Scio Township Clerk

AMENDMENT #2

ARTICLES OF INCORPORATION
of
LOCH ALPINE SANITATION AUTHORITY
of
WEBSTER AND SCIO TOWNSHIPS, WASHTENAW COUNTY, MICHIGAN

This Amendment #2 of the Articles of Incorporation of Loch Alpine Sanitation Authority of Webster and Scio Townships, Washtenaw County, Michigan is adopted by the constituent municipalities under the provisions of Act 233 Public Acts of Michigan of 1955, as amended.

Article VII is amended to provide as follows:

ARTICLE VII

The governing body of this Authority shall be a Board of Trustees which shall consist of seven (7) members. The Township Supervisor and the Township Clerk of each of the constituent municipalities and a third member of the Township Board of each constituent municipality shall be members of the Authority's Board of Trustees. Each said third member shall be so appointed by the Township Board of which he or she is a member for a term of two (2) years commencing at 12 noon on November 20 of each odd numbered year which appointments shall be made within 60 days prior to the commencement of said term, provided that any trustee of said Township Boards whose term of office thereon shall expire in the next even numbered year shall be ineligible for such appointment. The seventh member of the Authority's Board shall be a member of and shall be appointed by the Board of Directors of the Loch Alpine Improvement Association, a Michigan corporation, for a term of two (2) years commencing at 12 noon on November 20th of each odd numbered year which appointment shall be made within 60 days prior to the commencement of said term, provided,

that any member of said Board of Directors whose term of office thereon shall expire during the above stated two year term shall be ineligible for such appointment.

The members of the Authority's Board who are Township Supervisors and Clerks shall be deemed qualified as members of said Board by taking and subscribing the oath of such township offices, copies of which shall be certified by the respective Township Clerks to the Authority. The other members of said Board shall qualify by taking the constitutional oath of office, which shall be subscribed and filed with the Authority and with his or her respective municipal clerk.

A membership of the Authority's Board shall become vacant upon occurrences causing a township office to become vacant as provided by statute. Vacancies for unexpired terms shall be filled for the remainder of such term by the respective appointive bodies authorized by law to fill the vacancy thereby existing on the Board of such appointing authority.

Notwithstanding the terms above specified, the members of the Board of Trustees on the effective date hereof shall so continue, and the terms of the members who are Township Supervisors and Clerks shall expire at 12 noon November 20, 1976, and the terms of the other members shall expire at 12 noon November 20, 1975.

The Board of Trustees shall on the 20th day of November of each even numbered year at 8 o'clock p.m., local time, at the Township Hall for the Township of Scio hold a meeting of the Board for the purpose of organization. At such organization meeting the Board shall select a Chairman, Vice Chairman and Secretary-Treasurer who shall be members of the Board. Such officers shall serve until the next such organizational

meeting. Special meetings shall be held for the purpose of selecting officers to fill any vacancy that may occur. At the organizational meeting the Board shall provide by resolution for the time and place of its regular meetings, and shall also select two of the Board members who, with the Chairman shall serve as an operating committee. The officers of the Authority on the effective date hereof shall continue to serve in their respective offices until the next organizational meeting.

Article XV is amended to provide as follows:

ARTICLE XV

These Articles shall be published once in the Ann Arbor News, a newspaper circulating within the Authority. One printed copy of such Articles of Incorporation, certified as a true copy thereof, with the date and place of publication, shall be filed with the Secretary of State of the State of Michigan and the Clerk of the County of Washtenaw. Said Authority shall be deemed organized and legally effective upon such filing. The Secretary-Treasurer is hereby designated as the person to cause these Articles to be published, certified and filed as herein provided.

This Amendment #2 of said Articles of Incorporation shall be published once in the Ann Arbor News, a newspaper circulating within the territory encompassed by the Authority. One printed copy of this Amendment of such Articles of Incorporation certified as a true copy by the person herein designated therefor, with the date and place of such publication shall be filed with each the Secretary of State and the Clerk of Washtenaw County. This Amendment shall become effective upon such filing.

IN WITNESS WHEREOF the constituent municipalities, the Townships of Webster and Scio, have adopted and authorized to be executed this Amendment #2 to the Articles of Incorporation of Loch Alpine Sanitation Authority of Webster and Scio Townships, Washtenaw County, Michigan, on behalf of the respective constituent municipalities by the Supervisor and Clerk of the respective said municipalities.

The foregoing Amendment #2 of the Articles of Incorporation were adopted by the Township Board of the Township of Webster, Washtenaw County, Michigan, at a meeting duly held on the 6th day of May, 197⁵.

Donald Z. Zurb
Supervisor of Webster Township

Martha M. Baedus
Clerk of Webster Township

The foregoing Amendment #2 of the Articles of Incorporation were adopted by the Township Board of the Township of Scio, Washtenaw County, Michigan, at a meeting duly held on the 14th day of April, 197⁵.

Robert L. Jones
Supervisor of Scio Township

Edwina T. Ryan
Clerk of Scio Township

I hereby certify that the foregoing is a true and correct copy of the Amendment #2 of the Articles of Incorporation of Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan. I further certify that said Articles were published in the Ann Arbor News under date of May 23, 197⁵.

Edwina T. Ryan
Secretary-Treasurer



AMENDMENT #3

ARTICLES OF INCORPORATION
of
LOCH ALPINE SANITARY AUTHORITY
of
WEBSTER AND SCIO TOWNSHIPS, WASHTENAW COUNTY, MICHIGAN

This Amendment #3 of the Articles of Incorporation of Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan is adopted by the constituent municipalities under the provisions of Act 233 Public Acts of Michigan of 1955, as amended.

Article VII is amended to provide as follows:

ARTICLE VII

The governing body of this Authority shall be a Board of Trustees which shall consist of seven (7) members. The Township Supervisor and the Township Clerk of each of the constituent municipalities and a third member of the Township Board of each constituent municipality shall be members of the Authority's Board of Trustees. Each said third member shall be so appointed by the Township Board of which he or she is a member for a term of four (4) years commencing at 12 noon on November 20 of the year in which the general election at which township officials are elected is held. In the event that any member of the Authority Board who is a member of the Township Board chooses not to serve as a member of the Authority Board, that member may nominate any person who is a qualified elector of that Township to serve the member's term, provided that such nomination is approved by the Township Board of that Township. The seventh member of the Authority's Board shall

7
(be a member of and shall be appointed by the Board of Directors of the Loch Alpine Improvement Association, a Michigan corporation, for a term of four (4) years commencing at 12 noon on November 20 of the year in which the general election at which township officials are elected is held.

The members of the Authority's Board who are Township Supervisors and Clerks shall be deemed qualified as members of said Board by taking and subscribing the oath of such township offices, copies of which shall be certified by the respective Township Clerks to the Authority. The other members of said Board shall qualify by taking the constitutional oath of office, which shall be subscribed and filed with the Authority and with his or her respective municipal clerk.

(A membership of the Authority's Board shall become vacant upon occurrences causing a township office to become vacant as provided by statute. Vacancies for unexpired terms shall be filled for the remainder of such term by the respective appointive bodies authorized by law to fill the vacancy thereby existing on the Board of such appointing authority.

Notwithstanding the terms above specified, the members of the Board of Trustees on the effective date hereof shall so continue, and their term shall expire at 12 noon November 20, 1998.

The Board of Trustees shall on the 20th day of November of each even numbered year at 8 o'clock p.m., local time, at the Township Hall for the Township of Scio hold a meeting of the Board for the purpose of organization. At such organization meeting the Board shall select a Chairman, Vice Chairman and Secretary-

Treasurer who shall be members of the Board. Such officers shall serve until the next such organizational meeting. Special meetings shall be held for the purpose of selecting officers to fill any vacancy that may occur. At the organizational meeting the Board shall provide by resolution for the time and place of its regular meetings, and shall also select two of the Board members who, with the Chairman shall serve as an operating committae. The officers of the Authority on the effective date hereof shall continue to serve in their respective offices until the next organizational meeting.

This Amendment #3 of said Articles of Incorporation shall be published once in the Ann Arbor News, a newspaper circulating within the territory encompassed by the Authority. One printed copy of this Amendment of such Articles of Incorporation certified as a true copy by the person herein designated therefor, with the date and place of such publication shall be filed with each the Secretary of State and the Clerk of Washtenaw County. This Amendment shall become effective upon such filing.

IN WITNESS WHEREOF the constituent municipalities, the Townships of Webster and Scio, have adopted and authorized to be executed this Amendment #3 to the Articles of Incorporation of Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan, on behalf of the respective constituent municipalities by the Supervisor and Clerk of the respective said municipalities.

The foregoing Amendment #3 of the Articles of Incorporation were adopted by the Township Board of the Township of Webster, Washtenaw County, Michigan, at a meeting duly held on the 7th day of July, 1998.

[Signature]
Supervisor of Webster Township

[Signature]
Clerk of Webster Township

The foregoing Amendment #3 of the Articles of Incorporation were adopted by the Township Board of the Township of Scio, Washtenaw County, Michigan, at a meeting duly held on the 15th day of September, 1998.

R. S. Tickle
Supervisor of Scio Township

[Signature]
Clerk of Scio Township

I hereby certify that the foregoing is a true and correct copy of the Amendment #3 of the Articles of Incorporation of Loch Alpine Sanitary Authority of Webster and Scio Townships, Washtenaw County, Michigan. I further certify that said Articles were published in the Ann Arbor News under date of _____, 19____.

Secretary-Treasurer