

GENOA CHARTER TOWNSHIP
Regular Meeting and Public Hearing
October 5, 2009
6:30 p.m.

AGENDA

Call to order

Pledge of Allegiance:

Call to the Public:

Approval of Consent Agenda:

1. Payment of Bills
2. Request to approve minutes: 9-21-09

Approval of Regular Agenda:

3. Public hearing and request to consider an Industrial Facilities Exemption request from CRW Plastics for property located at 5775 Brighton Pines Court (formerly Dr. Schneider).

A. Call to the Public

4. Update from Township Treasurer regarding township finances.

Correspondence
Member Discussion
Adjournment

CHECK REGISTERS FOR TOWNSHIP BOARD MEETING

DATE: October 5, 2009

TOWNSHIP GENERAL EXPENSES: Thru October 5, 2009	\$89,214.28
September 25, 2009 Quarterly Payroll	\$6,308.61
October 1, 2009 Monthly Payroll	\$11,655.17
October 2, 2009 Bi-Weekly Payroll	\$35,730.89
OPERATING EXPENSES: Thru October 5, 2009	\$77,083.09
TOTAL:	\$219,992.04

<u>Check Number</u>	<u>Vendor No</u>	<u>Vendor Name</u>	<u>Check Date</u>	<u>Check Amount</u>
25594	Equitabl	Equivest Unit Annuity Lock Box	09/25/2009	20.00
25595	Lind	Tammy Lindberg	09/18/2009	113.26
25596	SOM-TRE	State Of Mich- Dept Of Treasur	09/23/2009	3,375.55
25597	AMER IMA	American Imaging, Inc.	09/24/2009	69.75
25598	ARCHINAL	Michael Archinal	09/24/2009	500.00
25599	CARDM	Chase Card Services	09/24/2009	770.56
25600	COMCAST	COMCAST	09/24/2009	94.02
25601	DTE EN	DTE Energy	09/24/2009	203.87
25602	DYKGOS	Dykema Gossett	09/24/2009	2,752.00
25603	HUMPHT	Tesha Humphriss	09/24/2009	500.00
25604	HUNTR	ROBIN HUNT	09/24/2009	41.36
25605	MAGUIRE	Maguire Mailing Systems	09/24/2009	330.00
25606	MichMuni	Michigan Municipal Risk Mngmt	09/24/2009	49,814.00
25607	SHELL	Shell	09/24/2009	483.68
25608	SKOLAR P	Paulette Skolarus	09/24/2009	38.50
25609	VERIZONW	Verizon Wireless	09/24/2009	416.33
25610	WALMART	Walmart Community	09/24/2009	84.98
25611	Administ	Total Administrative Services	10/01/2009	125.00
25612	Equitabl	Equivest Unit Annuity Lock Box	10/01/2009	20.00
25613	ARCHINAL	Michael Archinal	09/25/2009	427.86
25614	BROOKINS	LAUREN BROOKINS	09/25/2009	907.86
25615	BROWN	DOUGLAS BROWN	09/25/2009	1,221.18
25616	MCCRIRIE	Gary McCririe	09/25/2009	361.18
25617	MORTENSE	H.J. Mortensen	09/25/2009	1,224.38
25618	TENGL	DEAN TENGL	09/25/2009	841.18
25619	VanMarte	Kelly VanMarter	09/25/2009	427.86
25620	Administ	Total Administrative Services	10/02/2009	446.12
25621	Equitabl	Equivest Unit Annuity Lock Box	10/02/2009	220.00
25622	ACCIDENT	Accident Fund Company	10/05/2009	6,947.00
25623	AT&TLONG	AT&T Long Distance	10/05/2009	52.70
25624	BOB'S TI	Bob's Tire & Auto, Inc.	10/05/2009	14.50
25625	HWL PARK	Howell Parks And Recreation	10/05/2009	15,481.25
25626	J.J.JINK	J.J. Jinkleheimer & Co.	10/05/2009	21.75
25627	MAGUIRE	Maguire Mailing Systems	10/05/2009	178.82
25628	MASTER M	Master Media Supply	10/05/2009	462.78
25629	MSU	Michigan State Univ-extension	10/05/2009	180.00
25630	Net serv	Network Services Group, L.L.C.	10/05/2009	45.00

Report Total: 89,214.28

Accounts Payable
Computer Check Register



User: diane

Printed: 09/17/2009 - 13:43

Bank Account: 101CH

Check	Vendor No	Vendor Name	Date	Invoice No	Amount
9785	EFT-FED	EFT- Federal Payroll Tax	09/25/2009		4.35
					368.90
					368.90
					86.28
					86.28
				Check 9785 Total:	914.71
25594	Equitabl	Equivest Unit Annuity Lock Box	09/25/2009		20.00
				Check 25594 Total:	20.00
9786	FIRST NA	First National Bank	09/25/2009		5,373.90
				Check 9786 Total:	5,373.90
				Report Total:	6,308.61

**First National
Direct Deposit
Quarterly Payroll
September 25, 2009**

<u>Employee Name</u>	<u>Credit Amount</u>	<u>Debit Amount</u>
Adam Van Tassell	\$398.92	
Barb Figurski	\$844.80	
John McManus	\$443.28	
Dean Tengel	\$443.28	
Diana Lowe	\$295.52	
Doug Brown	\$457.13	
Genoa Township		\$5,373.90
H.J. Mortensen	\$443.28	
Joseph Perri	\$443.28	
Marianne McCreary	\$443.28	
Michael Howell	\$457.13	
Steve Wildman	\$422.40	
Laura Brookins	\$281.60	
Total Deposit	\$5,373.90	

EFT #: _____
Internet: _____
Date: _____

Accounts Payable
Computer Check Register



User: diane

Printed: 09/24/2009 - 11:34

Bank Account: 101CH

Check	Vendor No	Vendor Name	Date	Invoice No	Amount
25611	Administ	Total Administrative Services	10/01/2009		125.00
			Check 25611 Total:		125.00
9788	EFT-FED	EFT- Federal Payroll Tax	10/01/2009		1,629.91 704.63 704.63 164.80 164.80
			Check 9788 Total:		3,368.77
9789	EFT-PENS	EFT- Payroll Pens Ln Pyts	10/01/2009		193.33
			Check 9789 Total:		193.33
25612	Equitabl	Equivest Unit Annuity Lock Box	10/01/2009		20.00
			Check 25612 Total:		20.00
9790	FIRST NA	First National Bank	10/01/2009		7,898.07 50.00
			Check 9790 Total:		7,948.07
			Report Total:		11,655.17

**First National
Direct Deposit
OCTOBER 1, 2009
Monthly Payroll**

<u>Employee Name</u>	<u>Debit Amount</u>	<u>Credit Amount</u>
Genoa Township	\$7,948.07	
Adam Van Tassel		\$527.03
Gary McCririe		\$2,208.00
H.J. Mortensen		\$818.10
Jean Ledford		\$626.65
Paulette Skolarus		\$3,121.64
Steve Wildman		\$316.80
Todd Smith		\$329.85
Total Deposit		<u><u>\$7,948.07</u></u>

Accounts Payable
Computer Check Register



User: diane

Printed: 09/25/2009 - 12:42

Bank Account: 101CH

Check	Vendor No	Vendor Name	Date	Invoice No	Amount
25620	Administ	Total Administrative Services	10/02/2009		446.12
			Check 25620 Total:		446.12
9792	AETNA LI	Aetna Life Insurance & Annuity	10/02/2009		25.00
			Check 9792 Total:		25.00
9793	EFT-FED	EFT- Federal Payroll Tax	10/02/2009		3,651.20 2,113.14 2,113.14 494.22 494.22
			Check 9793 Total:		8,865.92
9794	EFT-PENS	EFT- Payroll Pens Ln Pyts	10/02/2009		427.94
			Check 9794 Total:		427.94
25621	Equitabl	Equivest Unit Annuity Lock Box	10/02/2009		220.00
			Check 25621 Total:		220.00
9795	FIRST NA	First National Bank	10/02/2009		300.00 3,082.18 22,363.73

Check 9795 Total:

25,745.91

Report Total:

35,730.89

**First National
Direct Deposit
OCTOBER 2, 2009
Bi-Weekly Payroll**

<u>Employee Name</u>	<u>Debit Amount</u>	<u>Credit Amount</u>
Adam Van Tassell		\$1,064.09
Amy Ruthig		\$1,192.59
Angela Williams		\$672.91
Caleb Klebig		\$344.08
Carol Hanus		\$1,286.82
Dave Estrada		\$1,019.91
Debbie Hagen		\$521.18
Deborah Rojewski		\$2,268.99
Diane Zerby		\$633.71
Genoa Township	\$25,745.91	
Greg Tatara		\$2,332.39
Judith Smith		\$1,217.98
Karen J. Saari		\$950.69
Kelly VanMarter		\$1,997.16
Laura Mroczka		\$1,561.46
Michael Archinal		\$2,776.98
Renee Gray		\$961.59
Robin Hunt		\$1,249.92
Sue Sitner		\$555.78
Tammy Lindberg		\$966.43
Tesha Humphriss		\$2,171.25
Total Deposit		<u><u>\$25,745.91</u></u>

EFT #: _____
INTERNET: _____
CHECK BOOK: _____

4:34 PM
09/28/09

#592 OAK POINTE WATER/SEWER FUND
Payment of Bills
September 16 - 29, 2009

Type	Date	Num	Name	Memo	Amount
Check	09/18/2009	1540	AT & T	09/7/09 - 10/6/09	-336.00
Check	09/18/2009	1541	COOPERS TURF MANAGEMENT, LLC	Inv# 7794, 7798, 7799	-712.00
Check	09/18/2009	1542	FIRE PROTECTION PLUS, INC.	Inv 09096 & 09097	-144.00
Check	09/18/2009	1543	GEO TRANS, INC	Inv 50286759	-3,974.46
Check	09/18/2009	1544	HOWELLTRUE VALUE HARDWARE	Invoice 041021	-15.58
Check	09/18/2009	1545	EAST JORDAN IRON WORKS	Inv # 3196779	-287.14
Check	09/18/2009	1546	Thompson Pump	Inv 09-0840	-1,999.50
Check	09/22/2009	1547	State of Michigan'	Oak Pointe WWTP - General Permit MIG960000	-75.00
Check	09/23/2009	1548	AT & T Long Distance	Inv. 849302503 & 849416986	-0.64
Check	09/23/2009	1549	AT & T	08/14 - 09/13/09	-75.90
Check	09/23/2009	1550	BRIGHTON ANALYTICAL	Invoices 0809-64501, 64540, 64639, 64657	-268.00
Check	09/23/2009	1551	FONSON, INC.	Inv 8609 & 8610	-4,078.56
Check	09/23/2009	1552	SEVERN TRENT ENVIRONMENTAL SERVICES,	Invoice # 2043196 & 2043198	-30,591.16
Check	09/23/2009	1553	TETRA TECH, INC.	Inv# 50289730 & 50289723	-2,715.01
Check	09/23/2009	1554	GENOA TWP -GENERAL FUND	due to due from audit 03/31/2009	-17,144.60
Check	09/23/2009	1555	Lake Edgewood # 593	to due to from 03/31/2009	-5,857.90
TOTAL					-68,275.45

4:37 PM
09/28/09

#592 OAK POINTE WATER/SEWER FUND
Capital Improvement
Payment of Bills
September 16 - 29, 2009

Type Date Num Name Memo Amount

no checks issued

4:31 PM
09/28/09

#593 LAKE EDGEWOOD W/S FUND
Payment of Bills
September 16 - 29, 2009

Type	Date	Num	Name	Memo	Amount
Check	09/18/2009	1596	COOPER'S TURF MANAGEMENT	Inv 7793	-248.00
Check	09/18/2009	1597	FONSON, INC.	Inv # 8608 & 8606	-1,829.48
Check	09/18/2009	1598	GEOTRANS, INC.	Inv 50286758	-3,140.23
Check	09/18/2009	1599	Tetra Tech MPS	Inv 50289730	-222.00
Check	09/22/2009	1600	STATE OF MICHIGAN	Lake Edgewood WWTP - Permit MIG960000	-75.00
Check	09/25/2009	1601	AT&T	09-13-09/10/12/09	-40.83
Check	09/25/2009	1602	Brighton Analytical L.L.C.	Invoice 0909-64640, 64799, 64812	-221.00
Check	09/25/2009	1603	FIRE PROTECTION PLUS	annual inspection	-191.50
Check	09/25/2009	1604	SCHUTZ & CO., INC	Invoices 1801 - 1808	-639.60
Check	09/25/2009	1605	Thompson Pump	Invoice 09-0890	-2,200.00
TOTAL					-8,807.64

4:44 PM
09/28/09

#504 DPW RESERVE FUND
Payment of Bills
September 16 - 29, 2009

<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Memo</u>	<u>Amount</u>
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no checks issued

4:42 PM
09/28/09

#503 DPW UTILITY FUND
Payment of Bills
September 16 - 29, 2009

<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Memo</u>	<u>Amount</u>
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no checks issued

4:39 PM
09/28/09

#595 PINE CREEK W/S FUND
Payment of Bills
September 16 - 29, 2009

<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Memo</u>	<u>Amount</u>
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no checks issued

**GENOA CHARTER TOWNSHIP
Election Commission Meeting
September 21, 2009
6:25 p.m.**

MINUTES

Clerk Skolarus called the special meeting of the Election Commission to order at 6:25 p.m. The following persons were present constituting a quorum for the transaction of business: Paulette A. Skolarus and Jean Ledford. Absent – Steve Wildman. In addition the following persons were present: Gary McCririe, Robin Hunt, Jim Mortensen and Todd Smith. Also present were Township Manager Michael Archinal and fifteen persons in the audience.

Moved by Ledford, supported by Skolarus to approve the Agenda as submitted. The motion carried unanimously.

1. Review of the ballot format for Brighton Area Schools and Pinckney Community Schools for the Nov. 3, 2009 School Election.

Skolarus advised the commission that the ballots were reviewed by her office and no mistakes appear.

2. Request for approval of the Ballot Proof by the Election Commission.

Moved by Ledford, supported by Skolarus, to approve the ballot proof as submitted by the county. The motion carried unanimously.

The special meeting of the Election Commission was adjourned at 6:27 p.m.

**GENOA CHARTER TOWNSHIP
REGULAR MEETING
SEPTEMBER 21, 2009
6:30 P.M.**

MINUTES

Supervisor McCririe called the regular meeting of the Genoa Charter Township Board to order at 6:30 p.m. The Pledge of Allegiance was then said. All members listed above remained for the regular meeting of the board.

Call to the Public was made with the following response: Kim Cybart – We were told that this project would be funded by stimulus money. I believe that there is fraud involved when the petitions were circulated. Randal Soubliere – Will this expense be included on

our next tax bill. Hunt – No, probably not until the summer of 2010 if the district goes forward. Archinal – The first public hearing will be held on Dec. 7, 2009. Burt Knickerbacker – I cannot afford an additional \$1,000.00. I will lose my house. How can we stop this project? McCririe – 67% of the people within the district signed this petition. Your concerns will be addressed at the public hearing. Joyce Matevia – There is a lot of problem with drainage on Wildwood. I hope that all those problems can be addressed. Resident – That petition was signed under false pretense. I reluctantly signed and now I want to know what the appeal process is? McCririe – First come to the December public hearing and voice your objection. Residents may then go to the Board of Review and then to the Tax Tribunal in Lansing.

Approval of Consent Agenda:

Moved by Smith, supported by Hunt, to approve all items listed under the consent agenda. The motion carried unanimously.

1. Payment of Bills

2. Request to approve minutes: 9-8-09

Approval of Regular Agenda:

Moved by Skolarus, supported by Smith, to approve for action all items listed under the regular agenda with the addition of item 8. Request to adjourn to executive session to discuss pending litigation. The motion carried unanimously

3. Public hearing on an unsafe structure located at 622 Pathway.

Moved by Hunt, supported by Mortensen, to affirm the property unsafe as determined by Hearing Officer Jim Morse. Further, the owner has 60 days to bring the property into compliance or it shall be torn down. A sign to that effect will be posted on the premises and a notice will be sent to the real estate agent with RE/MAX who has listed the property for sale. The motion carried unanimously.

4. Presentation by Township Auditor Ken Palka concerning the audit of the Township accounting records for the fiscal year ending March 31, 2009.

Moved by Mortensen, supported by Smith, to accept the audit as presented by Palka. The motion carried unanimously.

5. Discussion regarding report from Township Bond Counsel regarding prepayment of outstanding bonds.

Hunt provided a memorandum from Township Bonding Attorney Jim Kiefer. Their review of all special assessment districts allowed for the prepayment of three funds: 872, 873 and 875. These three funds will be prepaid within the next six months. Timing will not allow prepayment at an earlier date.

Moved by Hunt, supported by Smith, to authorize the prepayment of the aforementioned funds as advised by Kiefer. The motion carried unanimously.

6. Request to set public hearing for October 5, 2009 to consider an Industrial Facilities Exemption request from CRW Plastics for property located at 5775 Brighton Pines Court (formerly Dr. Schneider).

Moved by Smith, supported by Ledford, to set a public hearing for Oct. 5, 2009 to hear public comment concerning the abatement request. The motion carried by roll call vote as follows: Ayes – Ledford, Smith, Hunt, Mortensen, Skolarus and McCririe. Nays – None. Absent – Wildman.

7. Consideration of articles for the next Township newsletter.

It was the consensus of the board to approve the newsletter articles as submitted.

8. Request to adjourn to executive session to discuss pending litigation.

Moved by Ledford, supported by Skolarus, to adjourn to executive session. The motion carried by roll call vote as follows: Ayes – Ledford, Smith, Hunt, Mortensen, Skolarus and McCririe. Nays – None. Absent – Wildman.

The regular meeting was again called to order and adjourned at 7:40 p.m.



Paulette A. Skolarus
Genoa Township Clerk

(Press/argus -09/25/2009)

5775 Brighton Pines Court, L.L.C.

317 Union Street, Suite D
Milford, Michigan 48381

Phone / Facsimile: 248-685-7060

July 12, 2009

Ms. Paulette Skolarus
Genoa Township Clerk
2911 Dorr Road
Brighton, Michigan 48116

GENOA TOWNSHIP

AUG 12 REC'D

RECEIVED

RE: Tax ID No. 4711-15-200-025
Commonly Known As 5775 Brighton Pines Court

Subject: Industrial Development District Request

Ms. Skolarus:

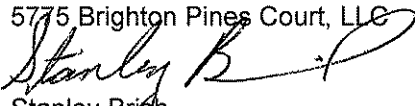
I respectfully request that the Genoa Township Board establish an "Industrial Development District", pursuant to Act No. 198, P.A. 1974, within the legal boundaries of the property as described in the legal description attached hereto as Exhibit A. A copy of the site plan is also attached for your reference.

When occupied, it is our anticipation that the future tenant will be making a capital investment toward the purchase of machinery and equipment.

Thank you for your consideration and expeditious attention to this request.

Questions regarding this matter should be directed to Mr. Fred Dillingham, executive director of the Economic Development Council of Livingston County at (517) 546-0822.

Respectfully,

5775 Brighton Pines Court, LLC

Stanley Brish
Member

Enclosures

cc: Fred Dillingham

AUG 28 2009

RECEIVED

Michigan Department of Treasury
3427 (Rev. 5-06)

Application for Exemption of New Personal Property

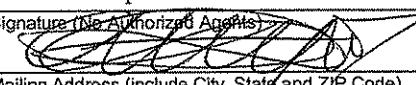
Issued under P.A. 328 of 1998. An exemption will not be effective until approved by the State Tax Commission.

INSTRUCTIONS: Read instructions on page 2 of this form before completing this application. File the original and two copies of this form and the required attachments (resolution approving, copy of legal description and a detailed description of the business operations) with the clerk of the local government unit. The State Tax Commission requires two complete sets.

PART 1: APPLICANT INFORMATION

1a. Applicant/Company Name (Applicant must be an ELIGIBLE BUSINESS) CRW Plastics USA, Inc.		2. County Livingston	
1b. Company Mailing Address (No. and Street, P.O. Box, City, State, ZIP Code) 5775 Brighton Pines Court		3. City/Township/Village (indicate which) Howell/Genoa Township	
1c. Location of Eligible Business (No. and Street, City, State, ZIP Code) 5775 Brighton Pines Court		4a. Local School District Howell	4b. School Code 47070
5. Check below the type of business in which you are engaged and provide a detailed description of the business operation on a separate sheet <input checked="" type="checkbox"/> Manufacturing <input type="checkbox"/> Research & Development <input type="checkbox"/> Office Operations <input type="checkbox"/> Mining <input type="checkbox"/> Wholesale Trade			
6a. Identify type of ELIGIBLE DISTRICT where Eligible Business and New Personal Property will be located Industrial Development District		6b. Governing Unit that Established ELIGIBLE DISTRICT Genoa Township	
6c. Date ELIGIBLE DISTRICT was Established		8. Telephone Number (517) 518-0780	
7. Name of Person in the Eligible Business to Contact for Further Information Derian Campos		8. Telephone Number	
9. Mailing Address 5775 Brighton Pines Court, Howell, MI 48843			

The undersigned, authorized officer of the company making this application certifies that, to the best of his/her knowledge, no information contained herein or in the attachments hereto is false in any way and that all of the information is truly descriptive of the property for which application is being made. The undersigned, authorized officer further certifies that the applicant is an Eligible Business as defined in P.A. 328 of 1998.

11. Name of Company Official Derian Campos		12. Title President	
13. Signature (No Authorized Agents) 		14. Date 08/18/09	
15. Mailing Address (Include City, State and ZIP Code)			
16. Email Address 5775 Brighton Pines Court, Howell, MI 48843		17. Telephone Number (517) 518-0780	
		18. Fax Number (517) 545-5584 0902	

PART 2: LOCAL GOVERNMENT UNIT CLERK VERIFICATION

19. Name of Local Governmental Unit Which Passed Resolution for Exemption of New Personal Property		20. Date of Resolution (Attach Copy)		21. Expiration Date of Exemption	
22. Name of Clerk		23. Date application was received by Local Unit			
24. Clerk's Signature		25. Clerk's Mailing Address			
26. Telephone Number		27. Fax Number		28. Email Address	
29. LUCI Code		30. School Code		31. Date District was Established	

STATE TAX COMMISSION USE			
Application No.	Date Received	LUCI Code	School Code

Instructions for Completing Form 3427, Application for Exemption of New Personal Property

As a supplement to the following instructions, please read State Tax Commission (STC) Bulletin No. 9 of 1999 which explains the provisions of Public Act (P.A.) 328 of 1998, as amended.

Line 1: P.A. 328 of 1998, as amended, states that, to qualify for exemption, New Personal Property must be owned or leased by an Eligible Business. Please see page 2 of STC Bulletin No. 9 of 1999 for the definition of an Eligible Business. Please note that a copy of the legal description for the property where the Eligible Business is located must be attached.

Line 2, 3, 4: Indicate the county; the city or township; or village; and the local school district in which the New Personal Property and the Eligible Business will be located.

Line 5: P.A. 328 of 1998, as amended, provides that an Eligible Business must be engaged in one of the following types of businesses: manufacturing, mining, research and development, wholesale trade, or office operations. Please see page 2 of STC Bulletin No. 9 of 1999 for the definition of an Eligible Business. Please note that a detailed description of the business operation must be provided on a separate sheet.

Line 6 a-c: P.A. 328 of 1998, as amended, provides that New Personal Property and the Eligible Business must be located in an Eligible District. Please see page 4 of STC Bulletin No. 9 of 1998 for a listing of the eight different types of Eligible Districts.

Line 7: If there is someone in your business, other than the person signing this application, who should be contacted if further information is needed, please name the person on line 7.

Line 10b: Note that a signature from a company official is required on line 13. This application cannot be processed without a signature.

Lines 19 to 31: These lines must be completed by the Clerk of the Local Governmental Unit which has adopted the resolution required by P.A. 328 of 1998, as amended.

Note that a copy of the resolution, a legal description, and a detailed description of the business operations must be sent to the State Tax Commission along with this application. Once issued, the exemption will pertain to all new personal property placed in the eligible district for the entire length of time approved by the local unit and issued by the State Tax Commission. The exemption may not be limited to specific new personal property or a lesser time than the full length of issuance. If any of the information requested on lines 19 to 31 is missing, this form will be returned to the Clerk.

EXHIBIT A

LEGAL DESCRIPTION

Lot - 11-15-200-025

Part of the NE ¼ of Section 15, T2N-RSE, Genoa Township, Livingston County, Michigan being described as follows: Commencing at the East ¼ Corner of said Section 15, thence along the East line of said Section 15 and centerline of Dorr Road, N 02°13'10" W, a distance of 905.97 feet; thence along the centerline of a 66 foot wide private easement for ingress, egress, and public utilities as described below. S 87°46'50" W, a distance of 458.88 feet; thence continuing along said centerline, along a curve to the right, having a radius of 230.00 feet, arc chord length of 81.86 feet, delta angle of 20°73'34", a chord bearing of N 82°01'23" W, and a chord length of 81.43 feet; thence continuing along said centerline, N 71°49'38" W, a distance of 233.37 feet to the center of a 75 foot radius cul-de-sac and Point of Beginning of the parcel to be described; thence S 51°03'57" W, a distance of 448.89 feet; thence along the Northerly Right-of-Way line of I-96 Expressway (limited access), along a curve left, having a radius of 6772.50 feet, arc length of 2711.53 feet, delta angle of 02°17'50", a chord bearing of N 52°20'15" W, and a chord length of 271.53 feet; thence N 02°19'26" W, a distance of 427.53 feet; thence N 88°03'12" E a distance of 550.92 feet; thence S 05°20'54" E a distance of 331.14 feet to the Point of Beginning and containing 6.235 acres, more or less, Subject to and including the use of a 66 foot wide private easement for ingress, egress and public utilities as described below.

Also subject to any other easements or restrictions of record.

Commonly known as 5775 Brighton Pines Court

CRW PLASTICS USA, INC.

Project Description

CRW Plastics USA, Inc. is a Michigan corporation, engaged in the developing of molds and construction of plastic automotive parts such as air vents, cup holders, and other plastic parts as the opportunities present themselves. CRW also develops molds and constructs non-auto related specialized plastic parts for compressors and credit card scanners.

GENOA CHARTER TOWNSHIP

RESOLUTION

At a regular meeting of the Board of Trustees of the Genoa Charter Township, Michigan, held in Township Hall of said Township on _____, 2009, at 7:00 p.m.

PRESENT: _____

ABSENT: _____

The following preamble and resolution were offered by Board Member _____ and supported by Board Member _____.

Resolution Approving a New Personal Property Exemption Application for CRW Plastics USA, Inc.

WHEREAS, pursuant to P.A. 381 of 1996, after a duly noticed public hearing held on _____, 2009, the Township Board of Genoa Charter Township, an eligible local assessing district as defined in section 9f(7)(g) of P.A. 328 of 1998, as amended ("Act 328"), by Resolution, established an Industrial Development District located at Genoa Charter Township; and

WHEREAS, the applicant, CRW Plastics USA, Inc., an eligible business engaged in manufacturing and located within the eligible assessing district, filed an Application for Exemption of New Personal Property which it owns and/or leases; and

WHEREAS, before acting on said application, the Township Board of Genoa Charter Township held a public hearing on _____, 2009, at the Township Hall at _____ p.m., at which the Applicant, the Township Assessor, and a representative of the affected taxing units who were given written notice and were afforded an opportunity to be heard on said application; and

NOW, THEREFORE, BE IT RESOLVED by the Township Board of Genoa Charter Township:

1. The Township Board finds and determines that the granting of the Exemption of New Personal Property currently in force under P.A. 328 of 1998, as amended, shall not have the effect of substantially impeding the operating, or impairing the financial

soundness of the taxing unit which levies ad valorem property taxes in Genoa Charter Township; and

2. The New Personal Property Exemption when issued, shall be and remain in force and effect for a period of ___ () years, beginning December 31, 2009, and ending December 30, 20__; and

3. The application submitted by CRW Plastics USA, Inc. is for an Exemption of New Personal Property that will be located in the Industrial Development District (eligible district) in Genoa Charter Township.

AYES: _____

NAYS: _____

RESOLUTION DECLARED ADOPTED.

I hereby certify that the foregoing constitutes a true and complete copy of a resolution adopted by the Township Board of Genoa Charter Township, County of Livingston, Michigan, at a regular meeting held on _____, 2009.

Pauletta Skolarus
Township Clerk

I hereby certify that the foregoing constitutes a true and complete copy of a resolution adopted by the Township Board of Genoa Charter Township, County of Livingston, State of Michigan, properly notified and held according to the Open Meetings Act on _____, 2009.

Pauletta Skolarus
Township Clerk

CRW PLASTICS USA, INC.

CERTIFICATE OF AUTHORIZATION

The undersigned is the secretary of CRW Plastics USA, Inc., a Michigan corporation (the "Company"), hereby certifies as follows:

1. Attached as Exhibit A is a Certificate of Good Standing of the Company issued by the State of Michigan on _____, 2009. No event has occurred since said date which could probably cause the Company to lose said good standing status

2. Attached hereto as Exhibit B is a true, complete and correct copy of the Articles of Incorporation (as Restated) of the Company, the original being filed on _____, and as certified by the Department of Consumer and Industry Affairs of the State of Michigan on _____. The Articles of Incorporation of the Company are in full force and effect to and including the date hereof. No amendments or other charter documents relating to the Company have been filed with the State of Michigan since said date.


3. Attached hereto as Exhibit C is a true, complete and correct copy of the Bylaws of the Company as currently in effect. The Articles have not been amended, modified, rescinded or revoked and are in full force and effect to and including the date hereof.

4. Attached hereto as Exhibit D is a true and complete copy of a Consent Resolution of the Board of Directors, of the Company dated as of August __, 2009 (the "Resolution"), adopting, approving and authorizing its President, Derian Campos to file an Application for Exemption of New Personal Property with the Clerk of Genoa Township and Michigan State Tax Commission under Act 328 of Public Acts of 1998.

5. The Resolution has not been amended, modified, rescinded or revoked and is in full force and effect to and including the date hereof. There are no other resolutions that have been adopted by the sole member of the Company with respect to transactions contemplated herein.

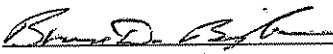
6. The person(s) whose name appear below is duly appointed, qualified and authorized signatures of the Sole Board Member of the Company as of the date hereof and their signature set forth below is their genuine signature.

Name of Officer	Office	Signature

Derian Campos	President and Sole Board Member	 President
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IN WITNESS WHEREOF, the undersigned has executed and delivered this Certificate as of the ____ day of August, 2009.

CRW PLASTICS USA, INC.

By: 
Bruce D. Birgbauer
Its: Secretary

I, Bruce Birgbauer, hereby certify that I am the duly authorized Secretary of CRW Plastics USA, Inc., am the duly appointed and acting on behalf of the Company and the signature of Derian Campos appearing above is genuine.

CRW PLASTICS USA, INC.

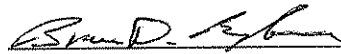
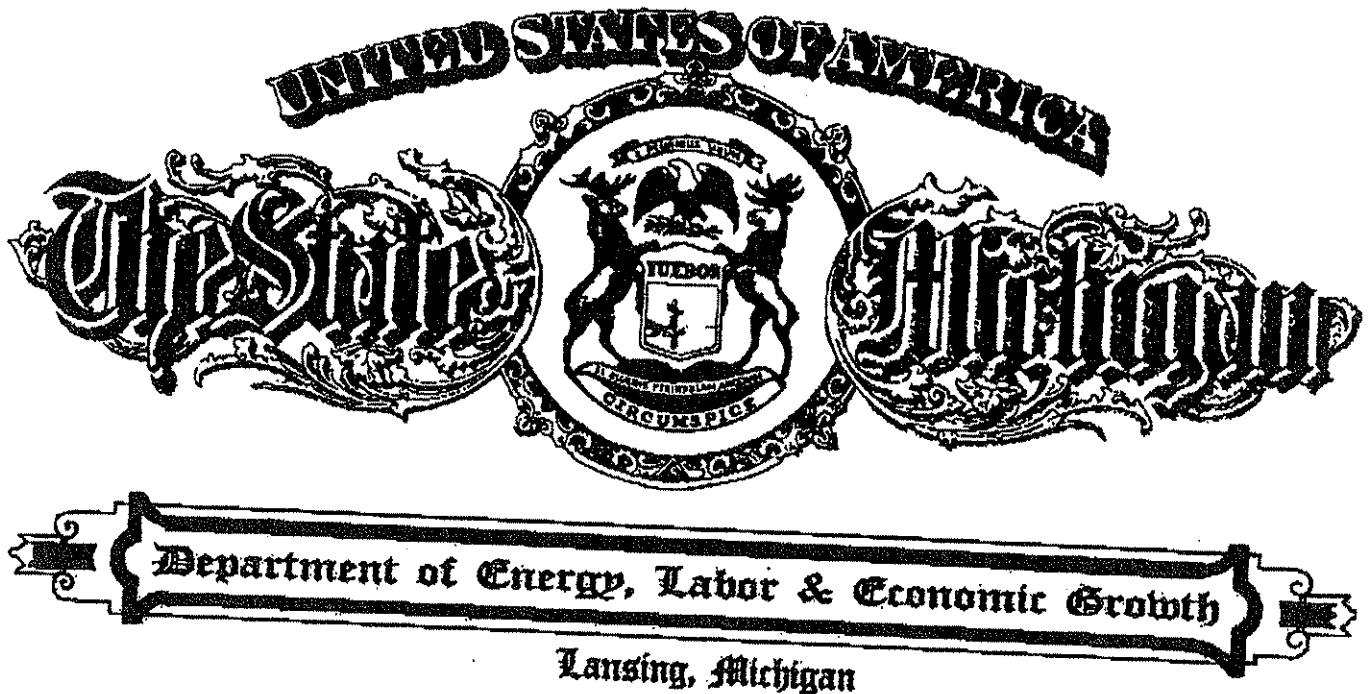
By: 
Bruce D. Birgbauer
Its: Secretary

EXHIBIT A

CERTIFICATE OF GOOD STANDING

See Attached



This is to Certify That

CRW PLASTICS USA, INC.

was validly incorporated on June 18, 2009, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 29th day of July, 2009.

Andrew J. [Signature], Director

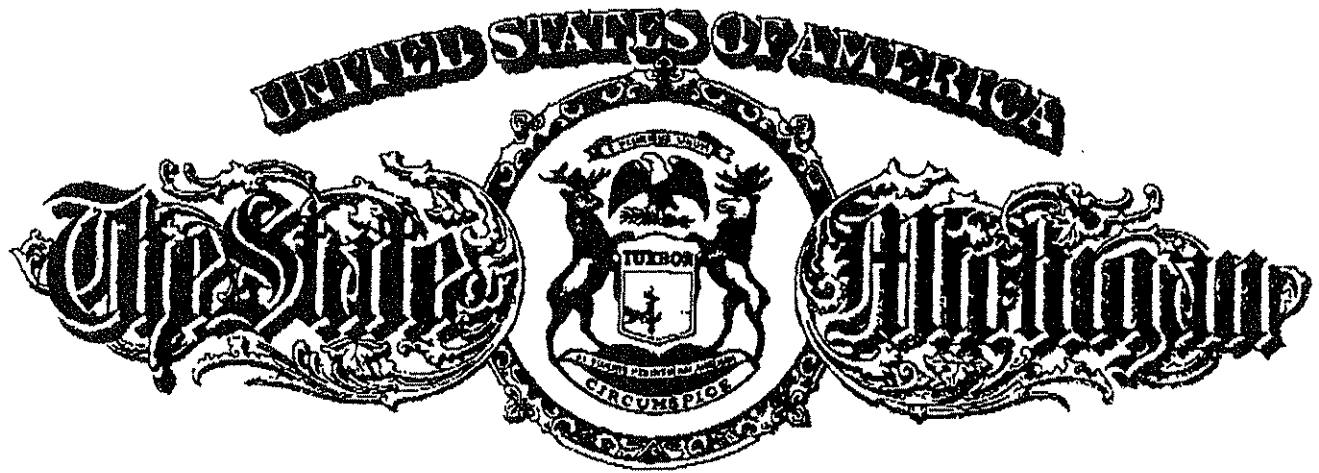
Bureau of Commercial Services

Sent by Facsimile Transmission
992476

EXHIBIT B

ARTICLES OF INCORPORATION (As Restated)

See Attached



Department of Energy, Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



Sent by Facsimile Transmission
992476

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 29th day of July, 2009

Andrew S. Mitchell, Director

Bureau of Commercial Services

Michigan Department Of Energy, Labor & Economic Growth

Filing Endorsement

This is to Certify that the ARTICLES OF INCORPORATION - PROFIT

for

CRW PLASTICS USA, INC.

ID NUMBER: 02741L

received by facsimile transmission on June 18, 2009 is hereby endorsed

Filed on June 18, 2009 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 18TH day of June, 2009.

, Director

Bureau of Commercial Services

BC200-500 (Rev. 01/09)

MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES (FOR BUREAU USE ONLY)									
Date Received	<p>This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.</p>								
<table border="1" style="width: 100%;"> <tr> <td colspan="2">Name Tim Williams</td> </tr> <tr> <td colspan="2">Address 10291 E. Grand River, Ste. E</td> </tr> <tr> <td>City Brighton</td> <td>State MI</td> </tr> <tr> <td colspan="2">ZIP Code 48116</td> </tr> </table>		Name Tim Williams		Address 10291 E. Grand River, Ste. E		City Brighton	State MI	ZIP Code 48116	
Name Tim Williams									
Address 10291 E. Grand River, Ste. E									
City Brighton	State MI								
ZIP Code 48116									
<p>Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.</p>									
EFFECTIVE DATE:									

ARTICLES OF INCORPORATION
For use by Domestic Profit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

CRW Plastics USA, Inc.

ARTICLE II

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Business Corporation Act of Michigan.

ARTICLE III

The total authorized shares:

1. Common Shares 60,000

Preferred Shares N.A.

2. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:

ARTICLE IV

1. The name of the resident agent at the registered office is: Timothy L. Williams & Associates, P.C.

2. The address of the registered office is:

10291 E. Grand River, Ste. E Brighton, Michigan 48116
(Street Address) (City) (ZIP Code)

3. The mailing address of the registered office, if different than above:

_____, Michigan _____
(Street Address or P.O. Box) (City) (ZIP Code)

ARTICLE V

The name(s) and address(es) of the incorporator(s) is(are) as follows:

Name	Residence or Business Address
Timothy L. Williams	10291 E. Grand River, Ste. E, Brighton, MI 48116

ARTICLE VI (Optional, Delete if not applicable)

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or an application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

ARTICLE VII (Optional, Delete if not applicable)

Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. A written consent shall bear the date of signature of the shareholder who signs the consent. Written consents are not effective to take corporate action unless within 90 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than 10 days before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented to the action in writing. An electronic transmission consenting to an action must comply with Section 407(3).

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

Article VIII attached.

I, (We), the incorporator(s) sign my (our) name(s) this 18th day of June 2009

J. Williams

ATTACHMENT TO ARTICLES OF INCORPORATION

CRW PLASTICS USA, INC.

Additional Articles

Article VIII

The Corporation shall indemnify to the fullest extent authorized or permitted by the Michigan Business Corporation Act any person, and her or her heirs and legal representatives, who is made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation or is or was serving as a director, officer, agent or employee of any other enterprise at the request of the Corporation and may provide other indemnification to directors, officers, employees, and agents by insurance contract or otherwise as is permitted by the law and authorized by the Board of Directors.

The incorporator signs his name this 18th day of June, 2009.



Timothy L. Williams

Michigan Department Of Energy, Labor & Economic Growth

Filing Endorsement

This is to Certify that the RESTATED ARTICLES OF INCORPORATION - PROFIT

for

CRW PLASTICS USA, INC.

ID NUMBER: 02741L

received by facsimile transmission on July 21, 2009 is hereby endorsed

Filed on July 21, 2009 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 21ST day of July, 2009.

, Director

Bureau of Commercial Services

**RESTATED
ARTICLES OF INCORPORATION OF
CRW PLASTICS USA, INC.**

(a Michigan corporation)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Articles:

- A. The present name of the corporation is: CRW Plastics USA, Inc.
- B. The corporation identification number (CID) assigned by the Bureau is: 02741L.
- C. All former names of the corporation: Not applicable.
- D. The date of filing of the original Articles of Incorporation was: June 18, 2009.

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Restated Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is CRW Plastics USA, Inc.

ARTICLE II

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Business Corporation Act of Michigan (the "Act").

ARTICLE III

The total authorized shares is 60,000 shares of Common Stock.

ARTICLE IV

The corporation has only one class of stock.

ARTICLE V

The name of the resident agent at the registered office is Bruce D. Birgbauer.

The street address and mailing address of the registered office is:

150 West Jefferson Ave., Suite 2500
Detroit, Michigan 48226

ARTICLE VI

The duration of the corporation is perpetual.

ARTICLE VII

A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken or any failure to take action as a director, except liability for any of the following:

- (a) the amount of a financial benefit received by a director to which he or she is not entitled;
- (b) an intentional infliction of harm on the Corporation or its shareholders;
- (c) a violation of Section 551 of the Act; or
- (d) an intentional criminal act.

Any repeal, amendment or other modification of this Article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal, amendment or other modification. If the Act is amended after this Article becomes effective, to authorize corporate action further eliminating or limiting personal liability of directors, then the liability of directors shall be eliminated or limited to the fullest extent permitted by the Act as so amended.

ARTICLE VIII

Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. A written consent shall bear the date of signature of the shareholder who signs the consent. Written consents are not effective to take corporate action unless within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than 10 days before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented in writing. An electronic transmission consenting to an action must comply with Section 407(3).

ARTICLE IX

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the

proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

These Restated Articles of Incorporation were duly adopted on the 20 day of July 2009, in accordance with the provisions of Section 642 of the Act, and were duly adopted by the written consent of all the shareholders entitled to vote in accordance with Section 407(2) of the Act.

Signed this 20 day of July 2009.

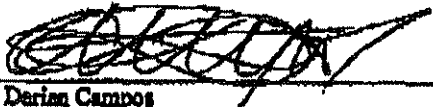
By: 
Darian Campos
Its: President

EXHIBIT C

BYLAWS

See Attached

BYLAWS
OF
CRW PLASTICS USA, INC.

ARTICLE I.

OFFICES

SECTION 1. REGISTERED OFFICE. The registered office shall be in the City of Detroit, County of Wayne, State of Michigan until changed in accordance with the provisions of the Michigan Business Corporation Act, as amended (herein called the "Act").

SECTION 2. OTHER OFFICES. The corporation may also have offices at such other places both in and outside the State of Michigan as the board of directors may from time to time determine or the business of the corporation may require.

ARTICLE II.
SHAREHOLDERS

SECTION 1. PLACE OF MEETING. All meetings of the shareholders of the corporation shall be held at the registered office or such other place, either within or without the State of Michigan, as may be determined from time to time by the board of directors.

SECTION 2. ANNUAL MEETING OF SHAREHOLDERS. The annual meeting of shareholders for election of directors and for such other business as may properly come before the meeting, commencing with the year 2010, shall be held on the second Thursday of May, if not a legal holiday, and if a legal holiday, then on the next business day following, at 11:00 a.m., local time, or at such other date and time as shall be determined from time to time by the board of directors, unless such action is taken by written consent as provided in Section 12 of this Article. If the annual meeting is not held on the date designated therefor, the board shall cause the meeting to be held as soon thereafter as convenient.

SECTION 3. ORDER OF BUSINESS AT ANNUAL MEETING. The order of business at the annual meeting of the shareholders shall be as follows:

- (a) Reading of notice and proof of mailing,
- (b) Reports of Officers,
- (c) Election of Directors,
- (d) Transaction of other business mentioned in the notice,
- (e) Adjournment,

provided that the presiding officer may vary the order of business at his or her discretion.

SECTION 4. NOTICE OF MEETING OF SHAREHOLDERS. Except as otherwise provided in the Act, written notice of the time, place and purposes of a meeting of shareholders shall be given not less than ten (10) nor more than sixty (60) days before the date of the meeting, personally, by mail or by electronic transmission to each shareholder of record entitled to vote at the meeting. If a shareholder or proxy holder may be present and vote at the meeting by remote communication, the means of remote communication allowed shall be included in the notice. If a meeting is adjourned to another time or place, it is not necessary to give notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken and at the adjourned meeting only business is transacted as might have been transacted at the original meeting. A shareholder or proxy holder may be present and vote at the adjourned meeting by a means of remote communication if he or she was permitted to be present and vote by that means of remote communication in the original meeting notice. If after the adjournment the board of directors fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given to each shareholder of record on the new record date entitled to vote at the meeting.

SECTION 5. LIST OF SHAREHOLDERS ENTITLED TO VOTE. The officer or agent having charge of the stock transfer books for shares of the corporation shall make and certify a complete list of the shareholders entitled to vote at a shareholders' meeting or any adjournment thereof. The list shall:

- (a) Be arranged alphabetically within each class and series, with the address of, and the number of shares held by, each shareholder.
- (b) Be produced at the time and place of the meeting.
- (c) Be subject to inspection by any shareholder during the whole time of the meeting. If the meeting is held solely by means of remote communication, then the list shall be open to the examination of any shareholder during the entire meeting by posting the list on a reasonably accessible electronic network and the information required to access the list shall be provided with the notice of the meeting.
- (d) Be prima facie evidence as to who are the shareholders entitled to examine the list or to vote at the meeting.

SECTION 6. SPECIAL MEETING OF SHAREHOLDERS. A special meeting of shareholders may be called at any time by the chief executive officer of the corporation (see Article V, Section 4) or by a majority of the members of the board of directors then in office, or by shareholders owning, in the aggregate, not less than ten percent (10%) of all the shares entitled to vote at such special meeting. The method by which such meeting may be called is as follows: Upon receipt of a specification in writing setting forth the date and objects of such proposed special meeting, signed by the chief executive officer, or by a majority of the members of the board of directors then in office, or by shareholders as above provided, the secretary of the corporation shall prepare, sign and mail the notices requisite to such meeting.

SECTION 7. QUORUM OF SHAREHOLDERS. Unless a greater or lesser quorum is provided in the articles of incorporation, in a bylaw adopted by the shareholders or incorporators, or in the Act, shares entitled to cast a majority of the votes at a meeting constitute a quorum at the meeting. The shareholders present in person or by proxy at the meeting may continue to do

business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum. Whether or not a quorum is present, the meeting may be adjourned by a vote of the shares present.

SECTION 8. VOTE OF SHAREHOLDERS. Each outstanding share is entitled to one (1) vote on each matter submitted to a vote, unless otherwise provided in the articles of incorporation. A vote may be cast either orally or in writing. If an action, other than the election of directors, is to be taken by vote of the shareholders, it shall be authorized by a majority of the votes cast by the holders of shares entitled to vote on the action, unless a greater vote is required by the articles of incorporation or the Act. Except as otherwise provided in the articles of incorporation, directors shall be elected by a plurality of the votes cast at an election.

SECTION 9. RECORD DATE FOR DETERMINATION OF SHAREHOLDERS. For the purpose of determining shareholders entitled to notice of and to vote at a meeting of shareholders or an adjournment of a meeting, the board of directors may fix a record date, which shall not precede the date on which the resolution fixing the record date is adopted by the board. The date shall not be more than sixty (60) nor less than ten (10) days before the date of the meeting. If a record date is not fixed, the record date for determination of shareholders entitled to notice of or to vote at a meeting of shareholders shall be the close of business on the day next preceding the day on which notice is given, or if no notice is given, the day next preceding the day on which the meeting is held. When a determination of shareholders of record entitled to notice of or to vote at a meeting of shareholders has been made as provided in this Section, the determination applies to any adjournment of the meeting, unless the board of directors fixes a new record date under this Section for the adjourned meeting. For the purpose of determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, the board of directors may fix a record date, which shall not precede the date on which the resolution fixing the record date is adopted by the board and shall not be more than ten (10) days after the board resolution. If a record date is not fixed and prior action by the board of directors is required with respect to the corporate action to be taken without a meeting, the record date shall be the close of business on the day on which the resolution of the board is adopted. If a record date is not fixed and prior action by the board of directors is not required, the record date shall be the first date on which a signed written consent is delivered to the corporation as provided in Section 12 of this Article. For the purpose of determining shareholders entitled to receive payment of a share dividend or distribution, or allotment of a right, or for the purpose of any other action, the board of directors may fix a record date, which shall not precede the date on which the resolution fixing the record date is adopted by the board. The date shall not be more than sixty (60) days before the payment of the share dividend or distribution or allotment of a right or other action. If a record date is not fixed, the record date shall be the close of business on the day on which the resolution of the board of directors relating to the corporate action is adopted.

SECTION 10. PROXIES. A shareholder entitled to vote at a meeting of shareholders or to express consent or dissent without a meeting may authorize one or more other persons to act for him or her by proxy. A proxy shall be signed by the shareholder or his or her authorized agent or representative. A proxy is not valid after the expiration of three (3) years from its date unless otherwise provided in the proxy.

SECTION 11. INSPECTORS OF ELECTION. The board of directors, in advance of a shareholders' meeting, may appoint one (1) or more inspectors of election to act at the meeting or any adjournment thereof. If inspectors are not so appointed, the person presiding at a shareholders' meeting may, and on request of a shareholder entitled to vote thereat shall, appoint one (1) or more inspectors. In case a person appointed fails to appear or act, the vacancy may be filled by appointment made by the board of directors in advance of the meeting or at the meeting by the person presiding thereat. The inspectors shall determine the number of shares outstanding and the voting power of each, the shares represented at the meeting, the existence of a quorum, the validity and effect of proxies, and shall receive votes, ballots or consents, hear and determine challenges and questions arising in connection with the right to vote, count and tabulate votes, ballots or consents, determine the result, and do such acts as are proper to conduct the election or vote with fairness to all shareholders. On request of the person presiding at the meeting or a shareholder entitled to vote thereat, the inspectors shall make and execute a written report to the person presiding at the meeting of any of the facts found by them and matters determined by them. The report is prima facie evidence of the facts stated and of the vote as certified by the inspectors.

SECTION 12. ACTION BY WRITTEN CONSENT. The articles of incorporation may provide that any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. The written consents shall bear the date of signature of each shareholder who signs the consent. No written consents shall be effective to take the corporate action referred to unless, within sixty (60) days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than ten (10) days before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand, by certified or registered mail, return receipt requested. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented in writing. Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote if, before or after the action, all the shareholders entitled to vote consent in writing.

An electronic transmission consenting to an action transmitted by a shareholder or proxy holder, or by a person authorized to act for the shareholder or proxy holder, is written, signed, and dated for the purposes of this Section if the electronic transmission is delivered with information from which the corporation can determine that the electronic transmission was transmitted by the shareholder or proxy holder, or by the person authorized to act for the shareholder or proxy holder, and the date on which the electronic transmission was transmitted. The date on which an electronic transmission is transmitted is the date on which the consent was signed for purposes of this Section. A consent given by electronic transmission is not delivered

until reproduced in paper form and the paper form delivered to the corporation by delivery to its registered office in this state, its principal place of business, or an officer or agent of the corporation having custody of the book in which proceedings of meetings of shareholders are recorded. Delivery to a corporation's registered office shall be made by hand or by certified or registered mail, return receipt requested. Delivery to a corporation's principal place of business or to an officer or agent of the corporation having custody of the book in which proceedings of meetings of shareholders are recorded shall be made by hand, by certified or registered mail, return receipt requested, or in any other manner provided in the articles of incorporation or bylaws or by resolution of the board of directors of the corporation.

SECTION 13. PARTICIPATION IN MEETING BY TELEPHONE. Unless otherwise restricted by the articles of incorporation, by oral or written permission of a majority of the shareholders, a shareholder may participate in a meeting of shareholders by a conference telephone or by other means of remote communication through which all persons participating in the meeting may communicate with the other participants. All participants shall be advised of the means of remote communication and the names of the participants in the meeting shall be divulged to all participants. Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.

Unless otherwise restricted by the articles of incorporation or these bylaws, the board of directors may hold a meeting of shareholders conducted solely by means of remote communication. Subject to any guidelines and procedures adopted by the board of directors, shareholders and proxy holders not physically present at a meeting of shareholders may participate in the meeting by means of remote communication and are considered present in person and may vote at the meeting if all of the following are met:

(a) The corporation implements reasonable measures to verify that each person considered present and permitted to vote at the meeting by means of remote communication is a shareholder or proxy holder.

(b) The corporation implements reasonable measures to provide each shareholder and proxy holder a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with the proceedings.

(c) If any shareholder or proxy holder votes or takes other action at the meeting by means of remote communication, a record of the vote or other action is maintained by the corporation.

ARTICLE III. DIRECTORS

SECTION 1. NUMBER AND TERM OF DIRECTORS. The number of directors which shall constitute the whole board shall be not less than one (1) nor more than five (5). The first board shall consist of one (1) director. Thereafter, the number of directors which shall constitute the board of directors for each ensuing year shall be determined at the annual meeting by vote of the shareholders prior to such election; provided, however, that if a motion is not made and carried to increase or decrease the number of directors, the board shall consist of the

same number of directors as were elected for the preceding year. The shareholders may also increase or decrease the number of directors at any meeting of the shareholders or by a written consent in lieu thereof. Either the shareholders or the board of directors may fill the vacancy caused by an increase in the number of directors. The first board of directors shall hold office until the first annual meeting of shareholders. At the first annual meeting of shareholders and at each annual meeting thereafter, the shareholders shall elect directors to hold office until the succeeding annual meeting, except in the case of classification of directors as permitted by the Act. A director shall hold office for the term for which he or she is elected and until his or her successor is elected and qualified, or until his or her resignation or removal. Directors need not be shareholders and may serve continuous terms.

SECTION 2. VACANCIES. Unless otherwise limited by the articles of incorporation, if a vacancy, including a vacancy resulting from an increase in the number of directors, occurs in the board of directors, the vacancy may be filled as follows:

- (a) The shareholders may fill the vacancy.
- (b) The board may fill the vacancy.
- (c) If the directors remaining in office constitute fewer than a quorum of the board of directors, they may fill the vacancy by the affirmative vote of a majority of all the directors remaining in office.

Unless otherwise provided in the articles of incorporation, if the holders of any class or classes of stock or series are entitled to elect one (1) or more directors to the exclusion of other shareholders, vacancies of that class or classes or series may be filled only by one (1) of the following:

- (a) By a majority of the directors elected by the holders of that class or classes or series then in office, whether or not those directors constitute a quorum of the board of directors.
- (b) By the holders of shares of that class or classes of shares, or series.

Unless otherwise limited by the articles of incorporation or these bylaws, in the case of a corporation the board of directors of which are divided into classes, any director chosen to fill a vacancy shall hold office until the next election of the class for which the director shall have been chosen, and until his or her successor is elected and qualified. If because of death, resignation, or other cause, a corporation has no directors in office, an officer, a shareholder, a personal representative, administrator, trustee, or guardian of a shareholder, or other fiduciary entrusted with like responsibility for the person or estate of a shareholder, may call a special meeting of shareholders in accordance with the articles of incorporation or these bylaws. A vacancy that will occur at a specific date, by reason of a resignation effective at a later date under Section 4 of this Article or otherwise, may be filled before the vacancy occurs but the newly elected or appointed director may not take office until the vacancy occurs.

SECTION 3. REMOVAL. The shareholders may remove one (1) or more directors with or without cause unless the articles of incorporation provide that directors may be removed only for cause. The vote for removal shall be by a majority of shares entitled to vote at an election of directors, unless the articles of incorporation require a higher vote for removal without cause.

SECTION 4. RESIGNATION. A director may resign by written notice to the corporation. The resignation is effective upon its receipt by the corporation or a later time as set forth in the notice of resignation.

SECTION 5. POWERS. The business and affairs of the corporation shall be managed by its board of directors except as otherwise provided in the Act or in the articles of incorporation.

SECTION 6. LOCATION OF MEETINGS. Regular or special meetings of the board of directors may be held either in or outside the State of Michigan.

SECTION 7. ORGANIZATION MEETING OF BOARD. The first meeting of each newly elected board of directors shall be held at the place of holding the annual meeting of shareholders, and immediately following the same, for the purpose of electing officers and transacting any other business properly brought before it, provided that the organization meeting in any year may be held at a different time and place than that herein provided by a consent of a majority of the directors of such new board. No notice of such meeting shall be necessary to the newly elected directors in order legally to constitute the meeting, provided a quorum shall be present, unless said meeting is not held at the place of holding and immediately following the annual meeting of shareholders.

SECTION 8. REGULAR MEETING OF BOARD. Any regular meeting of the board of directors may be held without notice at such time and at such place as shall from time to time be determined by the board.

SECTION 9. SPECIAL MEETING OF BOARD. Any special meeting of the board of directors may be called by the chief executive officer, or by a majority of the persons then comprising the board of directors, at any time by means of notice of the time and place thereof to each director, given not less than twenty-four (24) hours before the time such special meeting is to be held.

SECTION 10. COMMITTEES OF DIRECTORS. The board of directors may designate one (1) or more committees, each committee to consist of one (1) or more of the directors of the corporation. The board may designate one (1) or more directors as alternate members of any committee, who may replace an absent or disqualified member at a meeting of the committee. In the absence or disqualification of a member of a committee, the members thereof present at a meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the board of directors to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the board of directors creating such committee, may exercise all the powers and authority of the board of directors in the management of the business and affairs of the corporation. A committee does not have the power or authority to amend the articles of incorporation, adopt an agreement of merger or share exchange, recommend to the shareholders the sale, lease or exchange of all or substantially all of the corporation's property and assets, recommend to the shareholders a dissolution of the corporation or a revocation of a dissolution, amend the bylaws of the corporation or fill vacancies in the board of directors; and, unless the resolution of the board of directors creating such committee, the articles of

incorporation or bylaws expressly so provide, a committee does not have the power or authority to declare a distribution, dividend or to authorize the issuance of stock. Any such committee, and each member thereof, shall serve at the pleasure of the board of directors.

SECTION 11. QUORUM AND REQUIRED VOTE OF BOARD AND COMMITTEES. At all meetings of the board of directors, or of a committee thereof, a majority of the members of the board then in office, or of the members of a committee of the board of directors, constitutes a quorum for transaction of business, unless the articles of incorporation, these bylaws, or in the case of a committee, the board resolution establishing the committee, provide for a larger or smaller number. The vote of the majority of members present at a meeting at which a quorum is present constitutes the action of the board of directors or of the committee unless the vote of a larger number is required by the Act, the articles of incorporation, or these bylaws, or in the case of a committee, the board resolution establishing the committee. Amendment of these bylaws by the board of directors requires the vote of not less than a majority of the members of the board then in office. If a quorum shall not be present at any meeting of the board of directors, the directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

SECTION 12. ACTION BY WRITTEN CONSENT. Action required or permitted to be taken under authorization voted at a meeting of the board of directors or a committee of the board of directors, may be taken without a meeting if, before or after the action, all members of the board then in office or of the committee consent to the action in writing or by electronic transmission. The written consents shall be filed with the minutes of the proceedings of the board of directors or committee. The consent has the same effect as a vote of the board of directors or committee for all purposes.

SECTION 13. COMPENSATION OF DIRECTORS. The board of directors, by affirmative vote of a majority of directors in office and irrespective of any personal interest of any of them, may establish reasonable compensation of directors for services to the corporation as directors or officers, but approval of the shareholders is required if the articles of incorporation, these bylaws or any provisions of the Act so provide.

SECTION 14. PARTICIPATION IN MEETING BY TELEPHONE. By oral or written permission of a majority of the board of directors, a member of the board of directors or of a committee designated by the board may participate in a meeting by means of conference telephone or other means of remote communication through which all persons participating in the meeting can communicate with the other participants. Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.

ARTICLE IV. NOTICES

SECTION 1. NOTICE. Whenever any notice or communication is required to be given by mail to any director or shareholder under any provision of the Act, or of the articles of incorporation or of these bylaws, it shall be mailed, except as otherwise provided in the Act, to such director or shareholder at the address designated by him or her for that purpose or, if none is

designated, at his or her last known address. The notice or communication is given when deposited, with postage thereon prepaid, in a post office or official depository under the exclusive care and custody of the United States postal service. The mailing shall be registered, certified or other first class mail except where otherwise provided in the Act. When a notice is required or permitted by the Act to be given in writing, electronic transmission is written notice. When a notice or communication is permitted by the Act to be transmitted electronically, the notice or communication is given when electronically transmitted to the person entitled to the notice or communication in a manner authorized by the person. Neither the business to be transacted at, nor the purpose of, a regular or special meeting of the board of directors need be specified in the notice of the meeting. In addition to any other form of notice to a shareholder permitted by the articles of incorporation, the bylaws, or the Act, any notice given to a shareholder by a form of electronic transmission to which the shareholder has consented is effective.

SECTION 2. WAIVER OF NOTICE. When, under the Act or the articles of incorporation or these bylaws, or by the terms of an agreement or instrument, a corporation or the board of directors or any committee thereof may take action after notice to any person or after lapse of a prescribed period of time, the action may be taken without notice and without lapse of the period of time, if at any time before or after the action is completed the person entitled to notice or to participate in the action to be taken or, in case of a shareholder, by his or her attorney-in-fact, submits a signed waiver or a waiver by electronic transmission of such requirements. Neither the business to be transacted at, nor the purpose of, a regular or special meeting of the board of directors need be specified in the waiver of notice of the meeting. Attendance of a person at a meeting of shareholders constitutes a waiver of objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or transacting business at the meeting and a waiver of objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented. A director's attendance at or participation in a meeting waives any required notice to him or her of the meeting unless he or she at the beginning of the meeting, or upon his or her arrival, objects to the meeting or the transacting of business at the meeting and does not thereafter vote for or assent to any action taken at the meeting.

ARTICLE V. OFFICERS

SECTION 1. SELECTION. The board of directors, at its first meeting and at its organization meeting following the annual meeting of shareholders, shall elect or appoint a president, a secretary and a treasurer. The board of directors may also elect or appoint a chairman of the board, one (1) or more vice presidents and such other officers, employees and agents as it shall deem necessary who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the board. Two (2) or more offices may be held by the same person but an officer shall not execute, acknowledge or verify an instrument in more than one (1) capacity if the instrument is required by law or the articles or bylaws to be executed, acknowledged or verified by two (2) or more officers.

SECTION 2. COMPENSATION. The salaries of all officers, employees and agents of the corporation shall be fixed by the board of directors; provided, however, that the board may delegate to the officers the fixing of compensation of assistant officers, employees and agents.

SECTION 3. TERM, REMOVAL AND VACANCIES. Each officer of the corporation shall hold office for the term for which he or she is elected or appointed and until his or her successor is elected or appointed and qualified, or until his or her resignation or removal. An officer elected or appointed by the board of directors may be removed by the board with or without cause at any time. An officer may resign by written notice to the corporation. The resignation is effective upon its receipt by the corporation or at a subsequent time specified in the notice of resignation. Any vacancy occurring in any office of the corporation shall be filled by the board of directors.

SECTION 4. CHIEF EXECUTIVE OFFICER. If the board of directors desires to elect or appoint a chief executive officer, the board shall designate the chairman of the board or president as such officer at the first meeting of each newly elected board of directors; provided, however, that if a motion is not made and carried to change the designation, the designation shall be the same as the designation for the preceding year; provided, further, that the designation of the chief executive officer may be changed at any special meeting of the board of directors. The president shall be the chief executive officer whenever the office of chairman of the board is vacant. The chief executive officer shall be responsible to the board of directors for the general supervision and management of the business and affairs of the corporation and shall see that all orders and resolutions of the board are carried into effect. The chairman of the board or president who is not the chief executive officer shall be subject to the authority of the chief executive officer, but shall exercise all of the powers and discharge all of the duties of the chief executive officer during the absence or disability of the chief executive officer.

SECTION 5. CHAIRMAN OF THE BOARD OF DIRECTORS. If the board of directors elects or appoints a chairman of the board, he or she shall be elected or appointed by, and from among the membership of, the board of directors. He or she shall preside at all meetings of the shareholders, of the board of directors and of any executive committee. He or she shall perform such other duties and functions as shall be assigned to him or her from time to time by the board of directors. He or she shall be, ex officio, a member of all standing committees. Except where by law the signature of the president of the corporation is required, the chairman of the board of directors shall possess the same power and authority to sign all certificates, contracts, instruments, papers and documents of every conceivable kind and character whatsoever in the name of and on behalf of the corporation which may be authorized by the board of directors. During the absence or disability of the president, or while that office is vacant, the chairman of the board of directors shall exercise all of the powers and discharge all of the duties of the president.

SECTION 6. PRESIDENT. During the absence or disability of the chairman of the board, or while that office is vacant, the president shall preside over all meetings of the board of directors, of the shareholders and of any executive committee, and shall perform all of the duties and functions, and when so acting shall have all powers and authority, of the chairman of the board. He or she shall be, ex officio, a member of all standing committees. The president shall,

in general, perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors.

SECTION 7. VICE PRESIDENTS. The board of directors may elect or appoint one or more vice presidents. The board of directors may designate one or more vice presidents as executive or senior vice presidents. Unless the board of directors shall otherwise provide by resolution duly adopted by it, such of the vice presidents as shall have been designated executive or senior vice presidents and are members of the board of directors in the order specified by the board of directors (or if no vice president who is a member of the board of directors shall have been designated as executive or senior vice president, then such vice presidents as are members of the board of directors in the order specified by the board of directors) shall perform the duties and exercise the powers of the president during the absence or disability of the president if the office of the chairman of the board is vacant. The vice presidents shall perform such other duties as may be delegated to them by the board of directors, any executive committee, the chairman of the board or the president.

SECTION 8. SECRETARY. The secretary shall attend all meetings of the shareholders, and of the board of directors and of any executive committee, and shall preserve in the books of the corporation true minutes of the proceedings of all such meetings. He or she shall safely keep in his or her custody the seal of the corporation, if any, and shall have authority to affix the same to all instruments where its use is required or permitted. He or she shall give all notice required by the Act, these bylaws or resolution. He or she shall perform such other duties as may be delegated to him or her by the board of directors, any executive committee, the chairman of the board or the president.

SECTION 9. TREASURER. The treasurer shall have custody of all corporate funds and securities and shall keep in books belonging to the corporation full and accurate accounts of all receipts and disbursements; he or she shall deposit all moneys, securities and other valuable effects in the name of the corporation in such depositories as may be designated for that purpose by the board of directors. He or she shall disburse the funds of the corporation as may be ordered by the board of directors, taking proper vouchers for such disbursements, and shall render to the president and the board of directors whenever requested an account of all his or her transactions as treasurer and of the financial condition of the corporation. If required by the board of directors, he or she shall keep in force a bond in form, amount and with a surety or sureties satisfactory to the board of directors, conditioned for faithful performance of the duties of his or her office, and for restoration to the corporation in case of his or her death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind in his or her possession or under his or her control belonging to the corporation. He or she shall perform such other duties as may be delegated to him or her by the board of directors, any executive committee, the chairman of the board or the president.

SECTION 10. ASSISTANT SECRETARIES AND ASSISTANT TREASURERS. The assistant secretary or assistant secretaries, in the absence or disability of the secretary, shall perform the duties and exercise the powers of the secretary. The assistant treasurer or assistant treasurers, in the absence or disability of the treasurer, shall perform the duties and exercise the powers of the treasurer. Any assistant treasurer, if required by the board of directors, shall keep in force a bond as provided in Section 9 of this Article. The assistant secretaries and assistant

treasurers, in general, shall perform such duties as shall be assigned to them by the secretary or by the treasurer, respectively, or by the board of directors, any executive committee, the chairman of the board or the president.

SECTION 11. DELEGATION OF AUTHORITY AND DUTIES BY BOARD OF DIRECTORS. All officers, employees and agents shall, in addition to the authority conferred, or duties imposed, on them by these bylaws, have such authority and perform such duties in the management of the corporation as may be determined by resolution of the board of directors not inconsistent with these bylaws.

ARTICLE VI. INDEMNIFICATION

SECTION 1. INDEMNIFICATION OF DIRECTORS AND OFFICERS: CLAIMS BY THIRD PARTIES. The corporation shall, to the fullest extent authorized or permitted by the Act or other applicable law, as the same presently exist or may hereafter be amended, but, in the case of any such amendment, only to the extent such amendment permits the corporation to provide broader indemnification rights than before such amendment, indemnify a director or officer (an "Indemnitee") who was or is a party or is threatened to be made a party to a threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal, other than an action by or in the right of the corporation, by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, whether for profit or not, against expenses, including attorneys' fees, judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with the action, suit, or proceeding, if the Indemnitee acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation or its shareholders, and with respect to a criminal action or proceeding, if the Indemnitee had no reasonable cause to believe his or her conduct was unlawful. The termination of an action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, does not, of itself, create a presumption that the Indemnitee did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the corporation or its shareholders, and, with respect to a criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

SECTION 2. INDEMNIFICATION OF DIRECTORS AND OFFICERS: CLAIMS BROUGHT BY OR IN THE RIGHT OF THE CORPORATION. The corporation shall, to the fullest extent authorized or permitted by the Act or other applicable law, as the same presently exist or may hereafter be amended, but, in the case of any such amendment, only to the extent such amendment permits the corporation to provide broader indemnification rights than before such amendment, indemnify an Indemnitee who was or is a party or is threatened to be made a party to a threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation,

partnership, joint venture, trust, or other enterprise, whether for profit or not, against expenses, including attorneys' fees, and amounts paid in settlement actually and reasonably incurred by the Indemnitee in connection with the action or suit, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the corporation or its shareholders. Indemnification shall not be made under this Section for a claim, issue, or matter in which the Indemnitee has been found liable to the corporation except to the extent authorized in Section 6 of this Article.

SECTION 3. ACTIONS BROUGHT BY THE INDEMNITEE. Notwithstanding the provisions of Sections 1 and 2 of this Article, the corporation shall not be required to indemnify an Indemnitee in connection with an action, suit, proceeding or claim (or part thereof) brought or made by such Indemnitee except as otherwise provided herein with respect to the enforcement of this Article, unless such action, suit, proceeding or claim (or part thereof) was authorized by the board of directors of the corporation.

SECTION 4. APPROVAL OF INDEMNIFICATION. Except as otherwise provided in Section 8 of this Article, indemnification under Sections 1 and 2 of this Article, unless ordered by the court, shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the Indemnitee is proper in the circumstances because such Indemnitee has met the applicable standard of conduct set forth in Sections 1 or 2 of this Article, as the case may be, and upon an evaluation of the reasonableness of expenses and amounts paid in settlement. This determination and evaluation shall be made in any of the following ways:

- (a) By a majority vote of a quorum of the board of directors consisting of directors who are not parties or threatened to be made parties to the action, suit, or proceeding.
- (b) If a quorum cannot be obtained in subsection (a), by majority vote of a committee duly designated by the board of directors and consisting solely of two (2) or more directors not at the time parties or threatened to be made parties to the action, suit or proceeding.
- (c) By independent legal counsel in a written opinion, which counsel shall be selected in one (1) of the following ways:
 - (i) By the board of directors or its committee in the manner prescribed in subsection (a) or (b)
 - (ii) If a quorum of the board of directors cannot be obtained under subsection (a) and a committee cannot be designated under subsection (b), by the board of directors.
- (d) By all independent directors (if any directors have been designated as such by the board of directors or shareholders of the corporation) who are not parties or threatened to be made parties to the action, suit, or proceeding.
- (e) By the shareholders, but shares held by directors, officers, employees, or agents who are parties or threatened to be made parties to the action, suit, or proceeding may not be voted.

In the designation of a committee under subsection (b) or in the selection of independent legal counsel under subsection (c)(ii), all directors may participate.

SECTION 5. ADVANCEMENT OF EXPENSES. The corporation shall pay or reimburse the reasonable expenses incurred by an Indemnitee who is a party or threatened to be made a party to an action, suit, or proceeding in advance of final disposition of the proceeding if all of the following apply:

- (a) The Indemnitee furnishes the corporation a written affirmation of his or her good faith belief that he or she has met the applicable standard of conduct, if any, required by the Act for the indemnification of a person under the circumstances.
- (b) The Indemnitee furnishes the corporation a written undertaking, executed personally or on his or her behalf, to repay the advance if it is ultimately determined that he or she did not meet the applicable standard of conduct, if any, required by the Act for the indemnification of a person under the circumstances.
- (c) A determination is made that the facts then known to those making the determination would not preclude indemnification, if any, required by the Act for the indemnification of a person under the circumstances.

The undertaking required by subsection (b) must be an unlimited general obligation of the Indemnitee but need not be secured and may be accepted without reference to the financial ability of the person to make repayment. Determinations and evaluations of reasonableness of payments under this Section shall be made in the manner specified in Section 4 of this Article.

SECTION 6. COURT APPROVAL. An Indemnitee who is a party or threatened to be made a party to an action, suit, or proceeding may apply for indemnification to the court conducting the proceeding or to another court of competent jurisdiction. On receipt of an application, the court after giving any notice it considers necessary may order indemnification if it determines that the Indemnitee is fairly and reasonably entitled to indemnification in view of all the relevant circumstances, whether or not he or she met the applicable standard of conduct set forth in Sections 1 and 2 of this Article or was adjudged liable as described in Section 2 of this Article, but if he or she was adjudged liable, his or her indemnification is limited to reasonable expenses incurred.

SECTION 7. PARTIAL INDEMNIFICATION. If an Indemnitee is entitled to indemnification under Sections 1 or 2 of this Article for a portion of expenses, including reasonable attorneys' fees, judgments, penalties, fines, and amounts paid in settlement, but not for the total amount, the corporation shall indemnify the Indemnitee for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the Indemnitee is entitled to be indemnified.

SECTION 8. ARTICLE PROVISION ELIMINATING OR LIMITING DIRECTOR LIABILITY. To the extent that the articles of incorporation of the corporation include a provision eliminating or limiting the liability of a director pursuant to Section 209(1)(c) of the Act, the corporation shall indemnify a director for the expenses and liabilities described in this Article without a determination that the director has met the standard of conduct set forth in Sections 1 and 2 of this Article, but no indemnification may be made except to the extent authorized in Section 564c of the Act if the director received a financial benefit to which he or she was not entitled, intentionally inflicted harm on the corporation or its shareholders, violated

Section 551 of the Act, or intentionally committed a criminal act. In connection with an action or suit by or in the right of the corporation as described in Section 2 of this Article, indemnification under this Article shall be for expenses, including attorneys' fees, actually and reasonably incurred. In connection with an action, suit, or proceeding other than an action, suit, or proceeding by or in the right of the corporation, as described in Section 1 of this Article, indemnification under this Article shall be for expenses, including attorneys' fees, actually and reasonably incurred, and for judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred.

SECTION 9. INDEMNIFICATION OF EMPLOYEES AND AGENTS. Any person who is not covered by the foregoing provisions of this Article and who is or was an employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, whether for profit or not, may be indemnified to the fullest extent authorized or permitted by the Act or other applicable law, as the same exists or may hereafter be amended, but, in the case of any such amendment, only to the extent such amendment permits the corporation to provide broader indemnification rights than before such amendment, but in any event only to the extent authorized at any time or from time to time by the board of directors.

SECTION 10. OTHER RIGHTS OF INDEMNIFICATION. The indemnification or advancement of expenses provided under Sections 1 through 9 of this Article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under the articles of incorporation, bylaws, or a contractual agreement. The total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses. The indemnification provided for in Sections 1 through 9 of this Article continues as to a person who ceases to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, personal representatives, and administrators of the person.

SECTION 11. DEFINITIONS. "Other enterprises" shall include employee benefit plans; "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and "serving at the request of the corporation" shall include any service as a director, officer, employee, or agent of the corporation which imposes duties on, or involves services by, the director, officer, employee or agent with respect to an employee benefit plan, its participants or its beneficiaries; and a person who acted in good faith and in a manner he or she reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be considered to have acted in a manner "not opposed to the best interests of the corporation or its shareholders" as referred to in Sections 1 and 2 of this Article.

SECTION 12. LIABILITY INSURANCE. The corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the

corporation would have power to indemnify him or her against liability under the pertinent provisions of the Act.

SECTION 13. ENFORCEMENT. If a claim under this Article is not paid in full by the corporation within thirty (30) days after a written claim has been received by the corporation, the claimant may at any time thereafter bring suit against the corporation to recover the unpaid amount of the claim, and, if successful in whole or in part, the claimant shall be entitled to be paid also the expense of prosecuting such claim. It shall be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any proceeding in advance of its final disposition where the required undertaking, if any is required, has been tendered to the corporation) that the claimant has not met the standards of conduct which make it permissible under the Act for the corporation to indemnify the claimant for the amount claimed, but the burden of proving such defense shall be on the corporation. Neither the failure of the corporation (including its board of directors, a committee thereof, independent legal counsel, or its shareholders) to have made a determination prior to the commencement of such action that indemnification of the claimant is proper in the circumstances because such claimant has met the applicable standard of conduct set forth in the Act nor an actual determination by the corporation (including its board of directors, a committee thereof, independent legal counsel or its shareholders) that the claimant has not met such applicable standard of conduct, shall be a defense to the action or create a presumption that the claimant has not met the applicable standard of conduct.

SECTION 14. CONTRACT WITH THE CORPORATION. The right to indemnification conferred in this Article shall be deemed to be a contract right between the corporation and each director or officer who serves in any such capacity at any time while this Article is in effect, and any repeal or modification of this Article shall not affect any rights or obligations then existing with respect to any state of facts then or theretofore existing or any action, suit or proceeding theretofore or thereafter brought or threatened based in whole or in part upon any such state of facts.

SECTION 15. APPLICATION TO A RESULTING OR SURVIVING CORPORATION OR CONSTITUENT CORPORATION. The definition for "corporation" found in Section 569 of the Act, as the same exists or may hereafter be amended is, and shall be, specifically excluded from application to this Article. The indemnification and other obligations set forth in this Article of the corporation shall be binding upon any resulting or surviving corporation after any merger or consolidation with the corporation. Notwithstanding anything to the contrary contained herein or in Section 569 of the Act, no person shall be entitled to the indemnification and other rights set forth in this Article for acting as a director or officer of another corporation prior to such other corporation entering into a merger or consolidation with the corporation.

SECTION 16. SEVERABILITY. Each and every paragraph, sentence, term and provision of this Article shall be considered severable in that, in the event a court finds any paragraph, sentence, term or provision to be invalid or unenforceable, the validity and enforceability, operation, or effect of the remaining paragraphs, sentences, terms, or provisions shall not be affected, and this Article shall be construed in all respects as if the invalid or unenforceable matter had been omitted.

ARTICLE VII.
STOCK AND TRANSFERS

SECTION 1. SHARE CERTIFICATES: REQUIRED SIGNATURES. The shares of the corporation shall be represented by certificates which shall be signed by the chairman of the board of directors, vice chairman of the board of directors, president or a vice president and which also may be signed by another officer of the corporation. The certificate may be sealed with the seal of the corporation or a facsimile of the seal. The signatures of the officers may be facsimiles if the certificate is countersigned by a transfer agent or registered by a registrar other than the corporation itself or its employee. If an officer who has signed or whose facsimile signature has been placed upon a certificate ceases to be an officer before the certificate is issued, it may be issued by the corporation with the same effect as if he or she were the officer at the date of issue.

SECTION 2. SHARE CERTIFICATES: REQUIRED PROVISIONS. A certificate representing shares of the corporation shall state upon its face all of the following:

- (a) That the corporation is formed under the laws of this state.
- (b) The name of the person to whom issued.
- (c) The number and class of shares, and the designation of the series, if any, which the certificate represents.

A certificate representing shares issued by a corporation which is authorized to issue shares of more than one (1) class shall set forth on its face or back or state on its face or back that the corporation will furnish to a shareholder upon request and without charge a full statement of the designation, relative rights, preferences and limitations of the shares of each class authorized to be issued, and if the corporation is authorized to issue any class of shares in series, the designation, relative rights, preferences and limitations of each series so far as the same have been prescribed and the authority of the board to designate and prescribe the relative rights, preferences and limitations of other series.

SECTION 3. REPLACEMENT OF LOST OR DESTROYED SHARE CERTIFICATES. The corporation may issue a new certificate for shares or fractional shares in place of a certificate theretofore issued by it, alleged to have been lost or destroyed, and the board of directors may require the owner of the lost or destroyed certificate, or his or her legal representative, to give the corporation a bond sufficient to indemnify the corporation against any claim that may be made against it on account of the alleged lost or destroyed certificate or the issuance of such new certificate.

SECTION 4. REGISTERED SHAREHOLDERS. The corporation shall have the right to treat the registered holder of any share as the absolute owner thereof, and shall not be bound to recognize any equitable or other claim to, or interest in, such share on the part of any other person, whether or not the corporation shall have express or other notice thereof, save as may be otherwise provided by the statutes of Michigan.

SECTION 5. TRANSFER AGENT AND REGISTRAR. The board of directors may appoint a transfer agent and a registrar in the registration of transfers of its securities.

SECTION 6. REGULATIONS. The board of directors shall have power and authority to make all such rules and regulations as the board shall deem expedient regulating the issue, transfer and registration of certificates for shares in this corporation.

ARTICLE VIII.
GENERAL PROVISIONS

SECTION 1. DISTRIBUTIONS IN CASH OR PROPERTY. The board of directors may authorize and the corporation may make distributions to its shareholders subject to restriction by the articles of incorporation and/or unless otherwise limited by the articles of incorporation, these bylaws or the Act.

SECTION 2. RESERVES. The board of directors shall have power and authority to set apart such reserve or reserves, for any proper purpose, as the board in its discretion shall approve, and the board shall have the power and authority to abolish any reserve created by the board.

SECTION 3. VOTING SECURITIES. Unless otherwise directed by the board of directors, the chairman of the board or president, or in the case of their absence or inability to act, the vice presidents, in order of their seniority, shall have full power and authority on behalf of the corporation to attend and to act and to vote, or to execute in the name or on behalf of the corporation a consent in writing in lieu of a meeting of shareholders or a proxy authorizing an agent or attorney-in-fact for the corporation to attend and vote at any meetings of security holders of corporations in which the corporation may hold securities, and at such meetings he or she or his or her duly authorized agent or attorney-in-fact shall possess and may exercise any and all rights and powers incident to the ownership of such securities and which, as the owner thereof, the corporation might have possessed and exercised if present. The board of directors by resolution from time to time may confer like power upon any other person or persons.

SECTION 4. CHECKS. All checks, drafts and orders for the payment of money shall be signed in the name of the corporation in such manner and by such officer or officers or such other person or persons as the board of directors shall from time to time designate for that purpose.

SECTION 5. CONTRACTS, CONVEYANCES, ETC. When the execution of any contract, conveyance or other instrument has been authorized without specification of the executing officers, the chairman of the board, president or any vice president, and the secretary or assistant secretary, may execute the same in the name and on behalf of this corporation and may affix the corporate seal thereto. The board of directors shall have power to designate the officers and agents who shall have authority to execute any instrument on behalf of this corporation.

SECTION 6. CORPORATE BOOKS AND RECORDS. The corporation shall keep books and records of account and minutes of the proceedings of its shareholders, board of directors and executive committees, if any. The books, records and minutes may be kept outside this state. The corporation shall keep at its registered office, or at the office of its transfer agent in or outside the State of Michigan, records containing the names and addresses of all

shareholders, the number, class and series of shares held by each and the dates when they respectively became holders of record. Any of the books, records or minutes may be in written form or in any other form capable of being converted into written form within a reasonable time. The corporation shall convert into written form without charge any record not in written form, unless otherwise requested by a person entitled to inspect the records.

SECTION 7. FISCAL YEAR. The fiscal year of the corporation shall be fixed by resolution of the board of directors.

SECTION 8. SEAL. If the corporation has a corporate seal, it shall have inscribed thereon the name of the corporation and the words "Corporate Seal" and "Michigan." The seal may be used by causing it or a facsimile to be affixed, impressed or reproduced in any other manner.

ARTICLE IX. AMENDMENTS

SECTION 1. The shareholders or the board of directors may amend or repeal the bylaws or adopt new bylaws unless the articles of incorporation provide that the power to adopt new bylaws is reserved exclusively to the shareholders or that these bylaws or any particular bylaw shall not be altered or repealed by the board of directors. Such action may be taken by written consent or at any meeting of shareholders or the board of directors; provided that if notice of any such meeting is required by these bylaws, it shall contain notice of the proposed amendment, repeal or new bylaws. Amendment of these bylaws by the board of directors requires the vote of not less than a majority of the members of the board then in office.

EXHIBIT D

CONSENT OF BOARD OF DIRECTORS OF THE COMPANY

See Attached

**CONSENT IN LIEU OF SPECIAL MEETING
OF BOARD OF DIRECTORS OF
CRW PLASTICS USA, INC.**

WHEREAS, Section 525 of the Michigan Business Corporation Act provides in part that unless prohibited by the articles of incorporation or bylaws, action required or permitted to be taken under authorization voted at a meeting of the board of directors or a committee of the board, may be taken without a meeting if, before or after the action, all members of the board then in office or of the committee consent to the action in writing; and

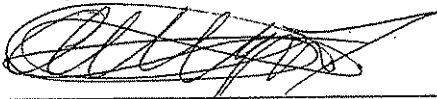
WHEREAS, the undersigned, being the sole Director of CRW Plastics USA, Inc., a Michigan corporation (herein called the "Corporation"), desires that the action expressed in the resolutions set forth below be taken in lieu of a Special Meeting of Board of Directors.

NOW, THEREFORE, the undersigned consents to the action expressed in the following resolutions as of the date appearing after these resolutions:

RESOLVED, that the Board of Directors hereby adopts, approves and authorizes its President, Derian Campos, to execute and file an Application for Exemption of New Personal Property with the Clerk of Genoa Township and the Michigan State Tax Commission, under Act 328 of the Public Acts of 1998; and

RESOLVED FURTHER, that the officers of the Corporation, and each of them, shall be, and they hereby are, and each of them hereby is, authorized, empowered and directed to take or cause to be taken any and all such further actions and to execute and deliver or cause to be executed and delivered all such further notarial certificates, agreements, documents, certificates and undertakings in the name and on behalf of the Corporation, as such officer shall determine to be necessary, appropriate or desirable to carry into effect the transactions contemplated by and the intent and purpose of any and all of the foregoing resolutions; and all actions previously taken by any officer of the Corporation in connection with the transactions contemplated by the foregoing resolutions are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation as fully as if such actions had been presented to this Board of Directors for its approval prior to such actions being taken.

This consent is executed (by original or facsimile) as of the 18th day of August 2009.



Derian Campos



Genoa Charter Township

2911 Dorr Road • Brighton, Michigan 48116 • (810) 227-5225 • Fax (810) 227-3420 • www.genoa.org

September 23, 2009

Dear Wildwood Area Resident,

On September 21, 2009 several of your neighbors attended a Township Board meeting and expressed opposition and/or confusion related to the proposed paving project at the meeting's Call to the Public. Additionally our office has received a number of email and telephone inquiries related to this subject. The purpose of this correspondence is to clarify the status of the proposed district and explain the process by which such projects are approved.

Public Act 188 of 1954 is the statute that allows Michigan townships to assess the costs of road improvements to benefiting properties by levying taxes. You can view Public Act 188 through this website: www.legislature.mi.gov. The Act requires public hearings and statutory notices. At the public hearings you will be able to express your support or opposition to the project and ask any questions you may have. Much of the confusion seems to be related to the assumption that the district has somehow already been approved and that no notice was given. This is not the case. There also seems to be confusion related to how the costs for this project are to be spread.

In July the Township received petitions signed by 66.66% of the affected properties supporting the project. Because of drainage concerns, especially on the western end of Wildwood, it was recommended that survey work be performed prior to final design. On September 8 the Board approved a contract with our Engineering Consultant to perform this work. This step is common due diligence but may have lead to the misunderstanding that the Township had somehow "approved" the project without public input.

After the Township receives a petition for the establishment of a special assessment district several steps have to occur before anything shows up on your taxes. First the petitions are formally received by the Township Board and a Public Hearing is set. This public hearing is tentatively set for December 7, 2009 at 6:30 p.m. Per Public Act 188 you will receive a notice from the Township in your mail. The notice will also appear in the Livingston County Press and Argus, on the Township's website (www.genoa.org) and posted at the Township Hall. The Public Hearings are your opportunity to express support or opposition and to ask any questions you may have. You are encouraged to attend or submit your comments in writing.

The conceptual total project cost is \$372,000. The Township has a policy in place that provides for Township at-large participation where certain criteria are met. This policy permits, but does not obligate, Township participation. The policy states in substantive part:

Supervisor
Gary T. McCritrie

Clerk
Paulette A. Skolarus

Treasurer
Robin L. Hunt

Manager
Michael C. Archinal

Trustees

H. James Mortensen • Jean W. Ledford • Todd W. Smith • Steven Wildman

- The township may financially support the public road special assessment district up to 25% of the total project with a maximum of \$1,000.00 per parcel contribution from the General Fund.
- Petitions from residents asking for the township contribution of general funds shall require a "super" majority of signatures (i.e. at least 66%) from property owners within the district, unless the board determines that there is some compelling necessity to waive the requirement.

Applying this policy results in a Township at-large contribution of \$57,000 leaving a balance of \$315,000. Apportioning \$315,000 on the 57 parcels yields a pro-rata share of \$5,526.32. Public Act 188 allows for the actual project cost and assessment to exceed the estimate by 10%, so the per parcel cost could be as high as \$6,079.

The Township maintains a revolving loan fund to front the money for this type of special assessment. If the improvement is made, the contractor gets paid by the Township's revolving loan fund, the properties are assessed over a period of years and the fund gets reimbursed. Road assessments are typically spread over a period of three to five years. Some residents have asked why we cannot sell bonds with a twenty year payoff such as when sewers were installed. Because of the administrative costs associated with going to the bond market it is not economically sound practice unless the cost of the project exceeds \$1,000,000. Another benefit to self funding is that the Township does not charge interest to fund the project.

Many of the inquiries have been related to how the district can be opposed or how someone can remove their name from the petition. Once a petition is signed we verify ownership and presume the signatures are valid. Because the petition was signed by owners representing a majority of the properties there is no way I am aware of for the petition to be invalidated.

Because of the concerns expressed and the questions we have received I am encouraging those who do not want the project to go forward to contact the Township in writing or attend the Public Hearing and voice your opposition. Public Act 188 permits, but does not obligate, the Township Board to proceed with the project. I can not speak for the Board but I am confident they will consider all information put before them in deliberating this matter and deciding whether or not to move forward. I hope this letter has helped to clarify the situation. Should you have any questions please feel free to contact me at 810.227.5225 or mike@genoa.org.

Best regards,

Michael Archinal / 

Michael Archinal, Manager

Cc: Township Board

Mike

From: Cybart Kim [KimCyb@GlacierHills.org]
Sent: Tuesday, September 29, 2009 1:06 PM
To: Mike; Polly
Subject: Wildwood Road Update

Hello Mike & Polly,

Bert Knickerbocker and I have been able to contact residents representing 23 of the 38 parcels that signed the petition.

We also spoke to residents representing 11 parcels who did not sign the petition. The overall feedback we received from these residents is opposition to the project for a number of reasons. All residents were encouraged to contact the Township directly with questions or concerns.

We will continue to reach the residents who were not home at the time or who only come out on the weekends.

Also, I want to thank the Township for responding quickly with the letter to the residents. I think it had a positive impact and shows you considered our concerns and took them seriously.

Thank you,

Kim

Kim Cybart
Director of Human Resources

Glacier Hills Inc.
1200 Earhart Rd
Ann Arbor, MI 48105
734.929.6735 Direct
734.929.6901 Fax

Mike

From: Cybart Kim [KimCyb@GlacierHills.org]
Sent: Thursday, September 24, 2009 3:47 PM
To: Mike
Subject: RE: Wildwood Road Update

Thanks very much. This is very helpful and I appreciate the Township's quick response to our concerns.

From: Mike [mailto:Mike@genoa.org]
Sent: Thursday, September 24, 2009 3:13 PM
To: Cybart Kim
Subject: RE: Wildwood Road Update

Kim,

The attached letter is going out tomorrow. You may find it useful. FYI I have already received a few contacts opposing the project.

Mike

From: Cybart Kim [mailto:KimCyb@GlacierHills.org]
Sent: Thursday, September 24, 2009 8:31 AM
To: Polly; Mike
Subject: Wildwood Road Update

Good morning Polly & Mike,

This is a follow-up to the Township meeting held Monday, 9/21/2009.

We've established a neighborhood task force to inform the residents of Wildwood Rd the true meaning of the Petition for Road Improvement recently presented to the Township Board.

The task force has 2 main objectives:

- 1) Knowledge– notify the residents who signed the petition their signature represents their consent to establishing a special assessment district for the project. These residents are being provided a copy of the page they signed so they can read it and fully understand the facts/intent of the Petition.
- 2) Inform – notify the residents who did not sign the petition that a movement is in place to pave the road which will result in a special district assessment. These residents will be provided a copy of the petition so they understand the financial impact of the project.

The task force is informing residents who signed the petition that "technically" they cannot withdraw their signature. However, they can notify the Township that they are not in favor of the petition and wish to have their name withdrawn. It is further explained that although the Board cannot remove their name, their request will be considered as notification of opposition to the petition.

We have two form letters available for residents who wish to contact the Board. One is requesting their name be withdrawn from the Petition and the other is to oppose the petition. I expect you will receive letters from the residents very soon. Some are mailing them today and others are putting them in the drop box.

Our goal is to reach all residents by Sunday. I'll keep you abreast of any further developments.

Thank you,

Kim Cybart

Kim Cybart

Director of Human Resources

Glacier Hills Senior Living Community

1200 Earhart Rd

Ann Arbor, MI 48105

734.929.6735 Direct

734.929.6901 Fax

Adam VanTassell

From: JENNIFER MOORE [JMOORE@ci.wixom.mi.us]

Sent: Thursday, September 24, 2009 9:37 AM

To: Adam VanTassell

Subject: THANK YOU!

Please share with the appropriate individuals:

Thank you for the patch repairs in Earl Lake Heights Subdivision – it was badly needed and we appreciate it.

To Board 10/5/09

**State of Michigan
Department of Environmental Quality**

Land and Water Management Division
525 West Allegan St, 4th Fl.
Lansing MI, 48933
517-373-7055

File No. 09-47-0082-P
Marina Operating Permit Number: 95-15-1320-M

Date: September 25, 2009

PUBLIC NOTICE

North Shore Village, 4312 East Grand River Avenue, Howell, Michigan 48843, has applied to this office for a permit under authority of Part 301, Inland Lakes and Streams, of the Natural Resources and Environmental Protection Act, 1994 PA 451, as amended. The applicant proposes to renew and transfer the existing Marina Operating Permit from the original developer to the North Shore Village Association and continue to operate a marina for private use by North Shore Condominium owners. In addition, the applicant proposes to remove the existing East Dock and associated pilings and replace with a floating dock of the same dimensions at Edgewood Shores Street on East Crooked Lake. The proposed dock has a 6-foot wide by 68-foot long head pier that connects to a boardwalk over wetlands and three 4-foot wide by 20-foot long finger piers which will provide dockage for six water craft. The project is located in T2N, R5E, Section 21, Genoa Township, Livingston County, Michigan, in accordance with plans attached to this notice.

THIS NOTICE IS NOT A PERMIT

The proposed project may also be regulated by one or more additional parts of the Natural Resources and Environmental Protection Act, 1994 PA 451, as amended, that are administered by the Land and Water Management Division (LWMD). The requirements of applicable parts are considered in determining if it is in the public interest to issue a permit.

When a permit application is received requesting authorization to work in or over the inland waters of the State of Michigan, pursuant to PART 301, INLAND LAKES AND STREAMS, OF THE NATURAL RESOURCES AND ENVIRONMENTAL PROTECTION ACT, 1994 PA 451, AS AMENDED, the Act provides that the department submit copies for review to the department of public health, the city, village or township, and the county where the project is to be located, the local soil conservation district, any local watershed council organized under Part 311, and the local port commission. Additional notification is provided to certain persons as required by statute or determined by the department.

Those persons wanting to make comments on the proposed project shall furnish this office with their written comments no later than 20 days from the date of this notice. Written comments will be made part of the record and should reference the above file number. Objections must be factual, specific, and fully describe the reasons upon which any objection is founded. Unless a written request is filed with the department within the 20-day public comment period, the department may make a decision on the application without a public hearing. The determination as to whether a permit will be issued or a public hearing held will be based on evaluation of all relevant factors defined in Sections 30106 and 30311, or permit criteria defined by other appropriate Parts of the NREPA. These Sections address the effect of the proposed work on the public trust or interest including navigation, fish, wildlife, and water quality among other criteria. Public comments received will also be considered.

cc: DNR, Fisheries, Jeff Braunsheidell
DNR, Wildlife, Dave Dominic
Livingston Co. Clerk
Livingston Co. Drain Comm.
Livingston Co. Health Dept.
Livingston Soil Conservation Dist.

Genoa Township Clerk
History Division
Mr. Kevin Gerkin, Adjacent Property Owner
Mr. Michael Arnold, Adjacent Property Owner
Mr. David Bertoncin
North Shore Village, Applicant