

ARTICLES OF INCORPORATION
OF
VILLAGE MEWS ASSOCIATION, INC.

In compliance with the requirements of N.J.S.A. Title 15A, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit, and do hereby certify:

ARTICLE I

The name of the corporation is Village Mews Association, Inc., hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at Suite 205A, 76 South Orange Avenue, South Orange, New Jersey 07079.

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and control of the common elements within that certain tract of property described in Exhibit "A" of a Master Deed to be recorded in the Essex County Register's Office.

- (a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Master Deed as same are applicable to the property described therein and recorded or to be recorded in the Office of the Register of Essex County, Newark, New Jersey, and as the same may be amended from time to time as therein provided, said Master Deed being incorporated herein as if set forth at length;
- (b) To fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of said Master Deed and the By-Laws of the Association; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

- (e) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of New Jersey by law may now or hereafter have or exercise.

ARTICLE IV

REGISTERED AGENT

JAMES W. SHUE, whose address is Suite 205A, 76 South Orange Avenue, South Orange, New Jersey 07013 is hereby appointed the original Registered Agent of the Association.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee interest in any unit which is subject to the Master Deed aforesaid is subject to assessment by the Association; and who qualifies in accordance with the By-Laws, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Ownership of any such unit shall be the sole qualification for membership.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors. The initial Board of Directors shall be composed of three (3) persons, who need not be members of the Association. After the first special meeting, the Board of Directors shall consist of five (5) members, or such greater number as may be fixed by the Board, all as more specifically set forth in the Association By-Laws. The number of directors may be changed as per the By-Laws of the Association. The names and addresses of persons who are to act in the capacity of directors until the selection of their successors are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| George Y. Sadowick | 101 Eisenhower Parkway Roseland, New Jersey 07068 |
| Paul Rosenberg | 101 Eisenhower Parkway Roseland, New Jersey 07068 |
| Alan R. Hammer | 101 Eisenhower Parkway Roseland, New Jersey 07068 |

ARTICLE VII

DURATION

The corporation shall exist perpetually.

