

Articles of Incorporation
of
Morris Mill Pond Cooperative, Inc.

Name. The name of the corporation is Morris Mill Pond Cooperative, Inc.

Registered Office. The registered office is to be located at Rt 3, Lot #3, 180-3, Georgetown, Delaware 19947, County of Sussex. The registered agent in charge thereof is Rene Arauz.

Purpose. This corporation is a cooperative, formed for the purpose of acquiring, producing, building, operating, furnishing, exchanging, or distributing manufactured housing in a manufactured housing park and services primarily associated therewith for the benefit of its members.

Incorporator. The name and mailing address of the incorporator is as follows:

Name: Rene Arauz Address: Rt 3 Lot #3 180-03
Georgetown, DE 19947

Directors. The powers of the incorporator are to terminate upon filing the Certificate of Incorporation, and the names and mailing addresses of the persons who are to serve as directors until their successors are elected are as follows:

Rene Arauz	Rt 3 Lot #3 180-03 Georgetown, DE 19947
Ray Panaro	P.O. Box 1531 Millsboro, DE 19966
Fritz Gottfried	Rt 3 Box 180-15 Georgetown, DE 19947
Tim Greenwalt	Rt 3 Box 180-4 Georgetown, DE 19947
James Snow	Rt 3 Box 180-13B Georgetown, DE 19947

Non-stock. The Corporation shall not have any capital stock. This Corporation is organized without shares and the number of the Membership interests shall not exceed the total number of manufactured housing lots in the manufactured housing park owned by the Corporation.

Perpetual Existence. The Corporation shall have perpetual existence.

Director Control. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. The directors of the Corporation shall be determined as provided in the Bylaws of the Corporation. The directors

shall have the power to make, alter, or repeal the Bylaws of the Corporation.

Property Rights. The property rights of members shall be equal with respect to their membership interests; all other property interests will be determined by occupancy or leasehold agreements.

Maximum Member Capital. The maximum percentage of capital that may be owned or controlled by any member shall be one out of the maximum number of membership interests available based on the total number of lots in the manufactured housing park owned by the cooperative; therefore represented as a fraction this member maximum is 1/24, and this number represented as a percent is 4.2%.

Distribution Upon Dissolution. Upon dissolution of the cooperative, assets shall be distributed, with any balance not eligible for distribution to member households to be given to another cooperative or non-profit corporation, contributions which are tax deductible under the current Internal Revenue Service Regulations.

Non-discrimination. Membership in the cooperative shall be limited to households which are residents of the manufactured housing park owned by the cooperative. Membership shall be available without discrimination on the basis of sexual orientation, age, sex, race, creed, color, marital status, familial status, physical or mental disability or national origin.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this __20th__ day of August, A.D. 2003.

Rene Arauz, Incorporator
Rt 3 Lot #3 180-3
Georgetown, DE 19947