

**COUNTRY PLACE
HOMEOWNERS ASSOCIATION, INC.**

ARTICLES OF INCORPORATION

As Of August 1, 1982

**COUNTRY PLACE
HOMEOWNERS ASSOCIATION, INC.**

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BE IT KNOWN:

This day came and appeared JAMES L. LARKIN, to me well known, who being duly sworn declared:

Availing himself of the authority of Chapter Two (2) of the Title Twelve (12). Louisiana Revised Statutes and the Laws of the State of Louisiana relative to non-profit Corporations, and pursuant thereto, he does hereby establish a Non-Profit Corporation, on a non-stock basis, under the following Articles:

**Article I
NAME**

The name of the Corporation is:
COUNTRY PLACE HOMEOWNERS ASSOCIATION, INC.

**Article II
PURPOSE AND POWERS OF THE ASSOCIATION**

This Corporation shall be Non-Profit Corporation as provided in Chapter 2 of Title 12 of Louisiana Revised Statutes and no pecuniary gain or profit shall accrue to or be enjoyed by the Members thereof either directly or indirectly, and the specific purposes of which it is formed are to provide for the development, improvement, maintenance, preservation, operation and control of the Common Area and the facilities situated therein, and for the enforcement of protective Covenants of record affecting any portion of, and for architectural control of the development of privately owned tracts and/or Common Areas, and/or structures thereon within the following described lands:

TRACT 1

Commence at the intersection of the center line of Country Lane as dedicated by Plat recorded in Conveyance Book 450, page 636. records of Bossier Parish, Louisiana, with the South line of Section 9, T18N, R12W. Bossier Parish, Louisiana:

Run thence North 0 deg. 11'50" East 485 ft;

Thence on a curve to the right having the following data: D-56 Deg. 30'11", T-150.0 ft., R-279.15 ft, a distance of 275.38 ft.;

Thence North 33 deg. 18' West 80.0 ft. for the Point of Beginning of description of the property herein to be described:

Run thence Southwesterly along the Westerly boundary of said Country Lane 30 ft.;

Thence North 33 deg. 18' West 80 ft.;

Thence North 01 deg. 50' East 160 ft.;

Thence North 32 deg. 42' East 230 ft.;

Thence North 89 deg. 51'20" East 110 ft.;

Thence North 33 deg. 18' West 140.0 ft.;

Thence North 56 deg. 42' East 30 ft.;

Thence South 33 deg. 18' East 240 ft.;

Thence Southerly and Westerly along the Westerly boundary of said Country Lane first on a curve to the right 204.2 ft. and then South 56 deg. 42' West 260 ft to the Point of Beginning.

TRACT 2

Commence at the Northeast corner of the tract described next above which lies in the Westerly boundary of Country Lane:

Run thence North 56 deg.42' East 60 ft. for the Point of Beginning of the tract herein to be described:

Run thence Northerly along the Easterly boundary of said Country Lane 120 ft.;

Run thence North 56 deg. 42'East 130.0 ft.;

Thence South 33 deg. 18' East 270 ft.;

Thence South 56 deg. 42' West 160 ft. to intersection with the Easterly boundary of said Country Lane;

Thence Northerly along said Easterly boundary of Country Lane North 33 deg. 18' West 155 ft. to the Point of Beginning;

AND

such other lands and property as the Association may in any manner acquire and/or which may come under its authority under a Declaration of Covenants, Conditions, and Restrictions or other acts assigning duties which it legally may discharge, in the public records of Bossier Parish, Louisiana; and to promote the health, safety and welfare of the residents within the such lands.

For the accomplishment of the purposes for which it is formed, and solely for such purposes, the Corporation shall have the powers hereinafter set out; and in good faith and to the extent necessary to accomplish such purposes shall:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration" applicable to the property as may be recorded in the Office of the Clerk of Court of Bossier Parish, Louisiana. by the owner of any lands lying within the tract described above and/or as the same may be amended from time to time as therein provided: and/or other duties it legally may perform, as may be assigned to it by acts recorded in the Public Records of Bossier Parish, Louisiana.

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration: to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(c) 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 Corporation;

(d) Borrow money; and with the assent of two-thirds (2/3) of each Class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) 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 Louisiana by law may now or hereafter have or exercise.

(f) Adopt by-laws for regulation of the Corporation.

Article III
MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any tract of land which is subject by covenants or record to assessment by the Corporation, including contract purchasers, shall be member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of a tract which is subject to assessment by the Corporation.

Membership in the Corporation shall be evidenced by an appropriate certificate, in form and substance as prescribed by the Bylaws.

Article IV
VOTING RIGHTS

There shall be one class of voting members. All owners of lots which are subject to assessment under the Declaration, as amended, shall be entitled to one vote for each lot owned, as defined in Article I, Section 5, of the Declaration. When more than one person owns an interest in any lot subject to assessment, all such persons shall be exercised as the co-owners may determine among themselves, but in no event shall more than one (1) vote be cast with respect to any lot.
(See Note 1)

Article V
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors in the number fixed in the Bylaws but not less than three (3), who need not be members of the Association. The number of directors may be fixed and changed by amendment of the Bylaws of the Association.

Article VI
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

Article VII
DURATION

The Corporation shall exist perpetually.

Article VII
AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

Article IX
FHA/VA APPROVAL

As long as there is a Class B membership, the following action will require the prior approval of the Federal Housing Administration or the Veterans Administration, annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

Article X
FIRST BOARD OF DIRECTORS

The initial Board of Directors shall be composed of three (3) members, who shall serve for a term of one (1) year, or until their respective successors have qualified.

Article XI
MEMBERS OF FIRST BOARD OF DIRECTORS

James L. Larkin 205 Pine Lake Drive Haughton, La. 71037	W.D. Compton 2518 Benton Road Bossier City, La. 71010
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L.C. Odom
Dunlap, Tennessee

Shall constitute the first Board of Directors.

Article XII
REGISTERED OFFICE

The Registered Office of the Corporation shall be located at 205 Pine Lake Drive, Haughton, Bossier Parish, Louisiana.
(See Note 2)

Article XIII
REGISTERED AGENT

The registered Agents shall be and their respective addresses are as follows, each being fully empowered in the premises:

James L. Larkin 205 Pine Lake Drive Haughton, La. 71037	W.D. Compton 2518 Benton Road Bossier City, La. 71010
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(See Note 3)

Article XIV
INCORPORATION

The sole incorporator is:

James L. Larkin
205 Pine Lake Drive
Haughton, La. 71037

Article XV
LIMITATION OF LIABILITY

No member of this Corporation shall ever be held liable or responsible for contracts, debts or defaults of this Corporation in any further sum than the unpaid assessments, in any, owing by him or her to the Corporation nor shall any mere informality in organization have the effect of rendering these Articles of Incorporation null or of exposing the members to any liability other than as above provided.

WITNESSES:

(signed) Darla Hunsicker

(signed) Eleanor S. Robertson

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(signed) James L. Larkin
Sole Incorporator

THUS DONE AND PASSED, in my office in the City of Shreveport, Caddo Parish, on this the 10th day of September, 1975, in the presence of Darla Hunsicker and Eleanor S. Robertson, competent witnesses residing in the aforesaid Parish, who hereunto subscribe their names together with the said Appearer, James L. Larkin, Incorporator, and me, Notary, after reading of the whole.

(signed) Charles E. Tooke, Jr.
Notary Public

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- NOTES -

NOTE 1: Reads as Amended on April 7, 1980.

NOTE 2: Updated annually with the Secretary of State, State of Louisiana. Currently the Registered Office of the Corporation is: 11 Country Lane, Haughton, Louisiana 71037.

NOTE 3: Updated annually with the Secretary of State, State of Louisiana. Currently, the Registered Agents of the Corporation are:

Sunny Minton
104 Country Lane
Haughton, LA 71037

J. Fred Price
26 Sunnybrook Lane
Haughton, LA 71037