

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9827451
EFFECTIVE DATE: 07/21/1998
COUNTY : BARTOW
REFERENCE : 0093
PRINT DATE : 07/22/1998
FORM NUMBER : 311

JEFFREY A. WATKINS
200 WEST MAIN STREET
SUITE A
CARTERSVILLE, GA 30120

CERTIFICATE OF INCORPORATION

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

PLANTERS HOMEOWNERS ASSOCIATION, INC.
A DOMESTIC NONPROFIT CORPORATION

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

**ARTICLES OF INCORPORATION
OF
PLANTERS HOMEOWNERS ASSOCIATION, INC.**

In compliance with the requirements of Georgia Law, the undersigned, has this day voluntarily associated a corporation not for profit and do hereby certify:

ARTICLE I

The name of the Corporation is PLANTERS HOMEOWNERS ASSOCIATION, INC., (hereinafter called the "Association").

ARTICLE II

The initial principal office and mailing address of the Association is located at 1310 Hwy 411, NE, Cartersville, Georgia 30120.

ARTICLE III

Jeffrey A. Watkins, whose address is 200 West Main Street, Suite A, Cartersville, Bartow County, Georgia 30120, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

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 architectural control of the residence Lots and Common Area within that certain tract of property described in the Declaration of Covenants, Conditions, Restrictions and Easements for Planters Subdivision as the same are recorded in the Superior Court Records, Bartow County, Georgia, and to promote the health, safety and welfare of the residents within the

above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) 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 Declaration of Covenants, Conditions, Restrictions and Easements, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Superior Court of Bartow County, Georgia, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(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 Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(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 Association;

(d) borrow money, and with the assent of two-thirds (2/3) of the Class A and Class B 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) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Class A and Class B members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) the Class A and Class B members;

(g) 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 Georgia by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, 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. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI
VOTING RIGHTS

The Association shall have three classes of voting member-ship:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. For issues which require a vote of Class A members, those Owners which are also Class C members shall be entitled to one (1) vote for each Lot owned despite the membership in two (2) classes. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership as set forth in the Declaration.

Class C. Class C members shall be the Owners of Additional Annual Assessment Lots only, and with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. For issues which require a vote of Class A members, those Owners which are also Class C members shall be entitled to one (1) vote for each Lot owned despite the membership in two (2) classes. When more than one person holds an interest in any Lot, all such persons shall be

members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot. Class C members shall vote as a separate class only on issues regarding the Additional Annual Assessment Lots. For all other purposes, Class C members shall vote as Class A members.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall initially be managed by a Board of two (2) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Terry Howren	1310 Hwy 411, NE Cartersville, Georgia 30120
Michael Howren	1310 Hwy 411, NE Cartersville, Georgia 30120

At the first annual meeting to be held as set forth in the Declaration, the members shall elect one director for a term of one year and one director for a term of two years; and at each annual meeting thereafter the members shall elect directors to fill the vacated positions for a term of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Class A and Class B 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 IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

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

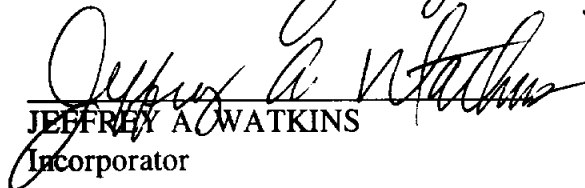
ARTICLE XI

INCORPORATOR

The name and address of the incorporator is:

Jeffrey A. Watkins
White, Choate & Watkins, LLC
200 West Main Street, Suite A
Cartersville, Georgia 30120

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Georgia, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 16th day of July, 1998.



JEFFREY A. WATKINS
Incorporator



Secretary of State
Lewis A. Massey

CORPORATIONS DIVISION
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 657-1375

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # <u>1020300516</u>	PENDING CONTROL # <u>P237802</u>	CONTROL # <u>927451</u>
Docket Code <u>311</u>	Corporation Type <u>DP</u>	
Date Filed <u>7/21/98</u>	Amount Received \$ <u>60</u>	Check/Receipt # <u>1124</u>
Jurisdiction (County) Code <u>8</u>		
Examiner <u>93</u>		Date Completed _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. <u>981540242</u> Corporate Name Reservation Number <u>PLANTERS HOMEOWNERS ASSOCIATION, INC.</u> Corporate Name (exactly as appears on name reservation)
2. <u>JEFFREY A. WATKINS</u> <u>770-382-7017</u> Applicant/Attorney Telephone Number <u>200 WEST MAIN STREET, SUITE A</u> Address <u>CARTERSVILLE</u> <u>GEORGIA</u> <u>30120</u> City State Zip Code

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM) FEES ARE NON-REFUNDABLE.
2. ORIGINAL ARTICLES OF INCORPORATION
3. ONE COPY OF ARTICLES OF INCORPORATION

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been or will be mailed or delivered to the authorized newspaper as required by law.

Jeffrey A. Watkins
Authorized Signature

7-16-98
Date