

FICHE PAGE  
94386 001

ARTICLES OF INCORPORATION  
OF  
HOLLAND EAST HOMEOWNERS' ASSOCIATION, INC.  
(a corporation not for profit)

29058

TO THE JUDGE OF PROBATE OF LIMESTONE COUNTY, ALABAMA:

This is to certify that, for the purpose of forming a corporation pursuant to the provisions of the "Alabama Nonprofit Corporation Act," 1975 Code of Alabama Section 10-3A-1, et seq., the undersigned do hereby make and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

"HOLLAND EAST HOMEOWNERS' ASSOCIATION, INC."

The corporation is sometimes referred to herein as the "Corporation" or the "Association".

ARTICLE II

DEFINITIONS

- 2.1 Articles: These Articles of Incorporation of the Association.
- 2.2 Association: The Holland East Homeowners' Association, Inc., its successors and assigns.
- 2.3 Board: The Board of Directors of the Association
- 2.4 By-Laws: The duly enacted By-Laws of the Association.
- 2.5 Holland East: That certain subdivision according to the survey as recorded in Map Book F, Page 121, in the Office of the Judge of Probate of Limestone County, Alabama.
- 2.6 Lot: Any residential lot in the subdivision known as Holland East, Athens, Limestone County, Alabama.

FICHE PAGE  
94386 002

### ARTICLE III

#### PRINCIPAL OFFICE AND AGENT

The initial registered office of the Association shall be at 1705 Foxcroft Drive, Athens, Alabama 35611. The registered agent of the Corporation shall be William C. Ming, 1705 Foxcroft Drive, Athens, Alabama 35611.

### ARTICLE IV

#### OBJECTS AND PURPOSES

This Association shall be a corporation not for profit, without capital stock, and shall be operated to maintain, repair, and improve that certain lot known as Lot 13, Holland East Subdivision, which is more particularly shown on the survey as recorded in Plat Book F, Page 121, in the Office of the Judge of Probate of Limestone County, Alabama (hereinafter referred to as the "Park") and other non-profitable purposes and activities within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986, as amended, and to do such other things as may be necessary and proper for the carrying out and accomplishments of the above objects and purposes and of such other objects and purposes as are deemed necessary and proper by its Directors, and no part of its net earnings shall inure to the benefit of any private shareholder or member of the Association or any person having a personal or private interest in the activities of the Association.

### ARTICLE V

#### POWERS

In furtherance of the objects and purposes set forth in Article IV, the Association shall have and exercise all of the powers of a not for profit corporation organized and existing under the laws



FICHE PAGE  
94386 003

of the State of Alabama and such additional powers as are reasonably necessary to implement the powers of the Association, which powers shall include but not be limited to, the power:

5.1 To make, establish and enforce reasonable rules pertaining to and governing the use of the Park.

5.2 To make, levy and collect assessments, dues and or fees from its Members and to expend the proceeds of such assessments, dues and/or fees for the benefit of its Members.

5.3 To contract with others to provide the services, benefits and advantages desired.

5.4 To maintain, repair, and improve those portions of the Park that the Association has the duty or right to maintain, repair, and improve under these Articles, the By-Laws of the Association, and any restrictions of record applicable to the Park.

5.5 To contract for the maintenance, repair, or improvement of the Park.

5.6 To employ personnel to perform the services required or authorized by these Articles and by the By-Laws of the Association to accomplish the objectives.

5.7 To reconstruct after casualty or other loss any improvements that may be made to the Park consistent with applicable restrictions.

5.8 To make additional improvements on and to the Park, consistent with any and all applicable restrictions.

5.9 To enforce by legal action the provisions of these Articles and the By-Laws.

#### ARTICLE VI

#### INCORPORATORS

The name and residence of the incorporator of the Corporation is as follows

Bill Ming  
1705 Foxcroft Drive  
Athens, Alabama 35611

FICHE PAGE  
94386 004

ARTICLE VII

**BOARD OF DIRECTORS**

The business and affairs of the Association shall be managed by a Board of Directors which shall be elected by the Association Members in accordance with these Articles and the By-Laws.

The Board shall initially be comprised of six (6) directors. The names and addresses of the initial Board of Directors, who shall hold office until the first meeting of the Board of Directors of the Corporation, and thereafter until their successors are elected, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Bill Ming	1705 Foxcroft Drive
David Christopher	103 Masters Drive
Bob Baker	301 East Pryor Street
Brian Moore	1713 High Pointe
Bill Hunt	1709 Foxcroft Drive
Ricky Burgreen	103 Ridgelawn Drive

After the expiration of the term of the initial Board of Directors, the Directors shall be elected for a term of two (2) years.

The Board of Directors shall have authority to make and alter By-Laws and the further authority to determine the amount of all assessments, fees, dues and levies, to prescribe the qualifications and privileges of members, and to prepare, adopt, promulgate and enforce rules and regulation to govern the use (subject to restrictions of record) and maintenance of the Park, and to exercise all such other powers and to do all such other lawful acts and things which this



FICHE PAGE  
94386 005

Association might do, unless prohibited from doing so by applicable laws, or the Articles of Incorporation, or by the By-Laws.

#### ARTICLE VIII

##### OFFICERS

The officers of the Association shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer, and if deemed necessary by the Board of Directors, such other officers consistent with the purposes of the Association which are necessary for the efficient operation of the Association and its facilities. The officers of the Association shall be appointed or elected by the Board of Directors of the Association in accordance with the provisions of the By-Laws. Any two (2) or more offices may be held by the same person except for the office of President and Secretary.

#### ARTICLE IX

##### MEMBERS

9.1 Each person or entity having a fee simply ownership interest in a Lot within Holland East Subdivision may, upon payment to the Association of the membership fee to be established from time to time by the Board of Directors, become a Member of the Association. Where a Lot is owned by more than one individual person or entity, the owners of such Lot shall only be entitled to one (1) Membership in the Association and such Membership may be in the name of one or more of the owners of the Lot.

9.2 When entitled to vote, each Member of the Association shall have one (1) vote for each Lot in which such Member has a fee simple ownership interest. With respect to any Lot owned by more than one person or entity, the owners of such Lot shall have but one (1) vote among themselves to cast for such Lot. For purposes of these Articles and the By-Laws of the

FICHE PAGE  
94386 006

Association, a fee simple ownership interest in a Lot shall be deemed to include only those persons or entities listed as grantees in the last deed of record.

#### ARTICLE X

##### INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney fees reasonably incurred by or imposed upon him in connection with any proceeding, or settlement thereof, to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

#### ARTICLE XI

##### TERM

The Association shall exist perpetually.

#### ARTICLE XII

##### DISPOSITION OF ASSETS UPON DISSOLUTION

No Director or officer of the Association or other private individual shall be entitled to share in the distribution of any of the Association assets upon dissolution of the Association. Unless agreed to the contrary by at least two thirds of the Members, upon dissolution of the



FICHE PAGE  
94386 007

Association, the assets of the Association shall be granted, conveyed and assigned to an appropriate public body, agency or agencies, utility or utilities or any one or more of them or to any one or more non-profit corporations, associations, trusts or other organizations to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No disposition of the Association's assets shall be effective to divest or diminish any right or title of any Director vested in him under recorded covenants and restrictions applicable to such assets unless made in accordance with the provisions of such covenants and restrictions.

ARTICLE XIII

AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two thirds (2/3) of the Members of the Association entitled to vote.

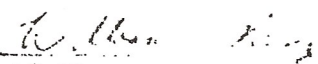
ARTICLE XIV

BY-LAWS

The Association shall adopt By-Laws governing the conduct of the affairs of the Association. The By-Laws shall provide the method by which they may be altered, amended, or rescinded.

IN WITNESS WHEREOF, the subscribing incorporator has hereunto set his hand and seal and caused

these Articles of Incorporation to be executed this 11th day of August, 1961

  
William C. King

FICHE      PAG  
94386      008

STATE OF ALABAMA

COUNTY OF LIMESTONE

Before me, the undersigned Notary Public, in and for said County and State, personally appeared WILLIAM C. MING who is known to me and who, after first being duly sworn, deposed under oath and said that the foregoing Articles of Incorporation were prepared under his direction and that he had knowledge of and was informed of the facts stated therein, that said facts are true, and that he executed the same freely and voluntarily and for the purposes stated therein.

Given under my hand and official seal, this the 11th day of August, 1994.

[NOTARIAL SEAL]

*Michael J. Wheeler* Notary Public  
My Commission expires 12/31/97

THIS INSTRUMENT PREPARED BY:

Daniel M. Wilson  
Balch & Bingham  
204 Gates Avenue  
Huntsville, Alabama 35801



FICHE PAGE

94386 009

# State of Alabama

LIMESTONE

County

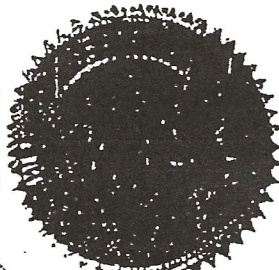
## CERTIFICATE OF INCORPORATION OF

HOLLAND EAST HOMEOWNERS Association, INC.

The undersigned, as Judge of Probate of LIMESTONE County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of HOLLAND EAST HOMEOWNERS ASSOCIATION INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of HOLLAND EAST HOMEOWNERS ASSOCIATION, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 11th day of AUGUST, 19 94



*Michael L. Morris*

Judge of Probate

STATE OF ALABAMA

Established January 1, 1901

I hereby certify that the foregoing instrument was duly recorded

in this office on 8/11/94 at 2:52 PM

in File 94386 Page 01

Deed Tax \$ 25.00

Notary's Fee \$ 1.00

Witness's Fee \$ 0.00

Notary's Signature *Don*