

ARTICLES OF INCORPORATION
OF
TIMBERGROVE HOMEOWNER'S ASSOCIATION

STATE OF LOUISIANA

PARISH OF ORLEANS

BE IT KNOWN, on this 5th day of October, 1982, personally came and appeared before me, the undersigned Notary Public, the several subscribers hereto, each of the full age of majority, who declared to me, in the presence of the undersigned competent witnesses, that, availing themselves of the provisions of the Louisiana Business Corporations Law, relative to non-profit corporations (La. R.S. 12:201 et seq), they do hereby organize themselves, their successors and assigns, into a corporation in pursuance of that law, under and in accordance with the following articles of incorporation:

ARTICLE I.

NAME

The name of the corporation shall be TIMBERGROVE HOMEOWNER'S ASSOCIATION, INC.

ARTICLE II.

DEFINITIONS

As used in these Articles of Incorporation, unless the context otherwise requires:

- A. Association means the corporation created by these Articles of Incorporation.
- B. Private Street refers to the immovable property and improvements thereon described on Exhibit "A".
- C. Lot means any one of the twenty-seven (27) lots comprising the Property.
- D. Member or Members means the Owner or Owners of individual Lots, or owner of a condominium unit situated on any such Lot, who, by virtue of these Articles of Incorporation are members of the Association.
- E. Owner or Owners means the owner of individual Lots, including a condominium unit situated on any such Lot.

- F. Property means the twenty-seven (27) lots in Timber-Grove Subdivision, designated as Lots 1 through 21 in Square 1, and Lots 1 through 6 in Square 2, as shown on a Plan of Subdivision by J. J. Krebs & Sons, Inc., dated October 6, 1981, registered C.O.B. 774, folio 158, and on a Plan of Resubdivision by the same surveyor, dated July 6, 1982, registered C.O.B. 782, folio 179, Orleans Parish, Louisiana, including additional lots which may be added by an extension of said subdivision on adjacent land.
- G. Servitudes, Restrictions and Privileges means those servitudes, restrictions and privileges imposed upon the Lots and the Private Street for the benefits of the Owners by Carriage Homes Builders, Inc. and Manor Heights Co., Inc. by Act before Camille A. Cutrone, Notary Public, of even date herewith.

All other words or phrases shall have the meanings ascribed to them in the Act referred to in paragraph H. above.

ARTICLE III.

PURPOSE

The Association is organized for the purpose of acquiring and managing the Private Street, as well as other Common Areas, for the use and benefit of the Owners pursuant to the provisions of the Servitudes, Restrictions and Privileges set forth in the Act referred to in paragraph H. of Article II. hereinabove.

ARTICLE IV.

POWERS

- A. To operate and manage the Private Street, as well as all other Common Areas, for the use and benefit of the Owners of the Property as the agent of said Owners.
- B. To carry out all of the powers and duties vested in it pursuant to the Servitudes, Restrictions and Privileges created by the Act set forth in paragraph H. of Article II. hereinabove.
- C. To exercise and enjoy all of the powers, rights and privileges granted to or conferred upon non-profit corporations by the Louisiana Corporation Law, La. R.S. 12:201, et seq.

ARTICLE V.

MEMBERSHIP

The qualification of members, the manner of their admission and voting by members shall be as follows:

- A. This Association shall be organized without any capital stock.
- B. All Owners of Lots, including condominium units situated on any such Lot, in the Property shall be members of the Association, and no other person or other entities shall be entitled to membership.
- C. Persons shall become members of the Association by the recording in the Conveyance records of the Parish of Orleans, State of Louisiana, of a deed or other instrument establishing a change of record title to a Lot and the delivery to the Association of a certified copy of such instrument, the new owner designated by such instrument, thereby becoming a member of the Association, and the membership of the prior owner shall at that time be terminated.
- D. The interest of any member in any part of the Common Areas or in the funds and assets of the Association cannot be conveyed, assigned, mortgaged, hypothecated or transferred in any manner, except as an appurtenance to his Lot.
- E. Voting by the members of the Association in the affairs of the Association shall be on the basis of:

One (1) vote per Lot, including owners of any condominium unit situated on any such Lot. Provided that until such time that all of the property has been built upon and occupied as single family dwellings, Manor Heights Co., Inc. and Carriage Homes Builders, Inc. shall be entitled to cast a majority of votes on all resolutions and motions brought before the membership on all corporate action and in all elections of the Board of Directors.

ARTICLE VI.

CORPORATE EXISTENCE

This Association shall continue to exist so long as it shall own the Private Street or any other Common Areas.

ARTICLE VII.

REGISTERED AGENT AND
OFFICE AND RESIDENT AGENT

The registered office and resident agent upon whom service of process may be effected for the Association is David L. Waltemath, and the registered agent's address is #1 Park Timbers Drive, New Orleans, Louisiana 70114.

ARTICLE VII.

DIRECTORS

- A) Subject to the Provisions of these Articles, the Declaration and the Act, all of the powers of this Association are vested in its Board of Directors.
- B) The Board of Directors shall consist of not less than three (3), nor more than five (5) members.
- C) The exact number of directors, the procedure for their election, their terms of office, qualifications, procedures for filling vacancies on the Board, procedures for removal of directors, compensation and the powers and duties of directors shall be established by the By-Laws of this Association.

ARTICLE IX.

DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and the officers of the Association who shall hold office until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
David L. Waltemath	#1 Park Timbers Dr. New Orleans, La. 70114	President
Frederick R. Heebe	701 Madison Street Gretna, La. 70053	Vice-President
Victoria W. Leon	#1 Park Timbers Dr. New Orleans, La. 70114	Secretary/ Treasurer

ARTICLE X.

INCORPORATOR

The following are the original incorporators and subscribers of the Articles of Incorporation of this Association.

<u>NAME</u>	<u>ADDRESS</u>
David L. Waltemath	#1 Park Timbers Drive New Orleans, La. 70114
Frederick R. Heebe	701 Madison Street Gretna, La. 70053

ARTICLE XI.

BY-LAWS

The By-Laws of the Association shall be adopted by the first Board of Directors. The amendment, alteration or rescission of the By-Laws shall be by the Board of Directors, subject to the approval of not less than seventy-five (75%) percent of the Lot Owners, including owners of condominium units situated on any such Lot, as provided in Article V. hereof.

ARTICLE XII.

AMENDMENTS TO ARTICLES OF INCORPORATION

SECTION 1. The Articles of Incorporation may be amended by the members at a duly constituted meeting for such purpose, provided, however, that no amendment shall take effect unless approved by a majority of the members of the Board of Directors and by not less than seventy-five (75%) percent of the Owners as provided in Article V. hereof. Notice of the subject matter of any proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

SECTION 2. No amendment to the Articles of Incorporation shall be effective until the same has been recorded with the Secretary of State of the State of Louisiana and the Recorder of Mortgages for the Parish of Orleans, State of Louisiana.

ARTICLE XIII.

ASSESSMENTS AND FUNDS

- A. All assessments paid by the Owners for the maintenance and operation of the Private Street, as well as Common Areas, shall be utilized by the Association to pay for the cost of said maintenance and operation. The Association shall have no interest in any funds received by it through assessments from the Owners except to

it as agent for said Owners.

- B. The Association shall make no distribution of income to its members, directors or officers, and it shall be conducted as a non-profit corporation.
- C. Any funds held by the Association from its receipts, over and above its common expenses, shall be known as the common surplus of the Association and the same shall be held for the use and benefit of the members in proportion to the percentage of their ownership.
- D. Upon dissolution or final liquidation of this Association, the distribution to the members of this Association of the common surplus in proportion to the percentage of their ownership of Lots shall not constitute or be deemed to be a dividend or distribution of income.

ARTICLE XIV.

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding 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, or any settlement thereof, 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.

THUS DONE AND SIGNED at my office in the City, Parish and State aforesaid, on the day, month and year set forth above, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

Victoria Wilson

Patricia Brehm

INCORPORATORS

MANOR HEIGHTS CO., INC.

By: [Signature]

CARRIAGE HOMES BUILDERS, INC.

By: Daniel P. Watkinson

[Signature]
NOTARY PUBLIC

RESOLVED, that Manor Heights Co., Inc. be and is hereby authorized, empowered and directed to adopt Restrictive Covenants, Servitudes, Restrictions and Privileges for Timbergrove Subdivision, covering and including the following described property, to-wit:

Lots 1-A, 2-A, 3-A, 4, 5, 6, 7, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20 and 21 in Square 1;

Lots 1, 2 and 3 in Square 2.

Lot constituting private street, designated "Cypress Grove Court".

All as shown on a plat of subdivision by J. J. Krebs & Sons, Inc. dated March 13, 1981, revised October 6, 1981, registered as a Declaration of Title Change by Subdivision in C.O.B. 774, folio 158 and a plan of resubdivision prepared by J. J. Krebs & Sons, Inc., dated July 6, 1982, registered in C.O.B. 782, folio 179.

FURTHER RESOLVED, that such Restrictive Covenants, Servitudes, Restrictions and Privileges contain such provisions, requirements and stipulations as A. J. Ward, Jr., President of the Corporation shall deem fit and proper in his sole and absolute discretion;

FURTHER RESOLVED, that the aforesaid President be and he is authorized, empowered and directed to adopt Articles of Incorporation for Timbergrove Homeowner's Association, Inc., referred to in the aforesaid Restrictive Covenants, Servitudes, Restrictions and Privileges, containing such provisions as he shall deem fit and proper in his sole and absolute discretion;

FURTHER RESOLVED, that A. J. Ward, Jr. President, be and he is hereby authorized to appear before a Notary Public to execute an Act setting forth the said Restrictive Covenants, Servitudes, Restrictions and Privileges, and to execute Articles of Incorporation for Timbergrove Homeowner's Association, Inc., and to do all things necessary and/or proper to give full effect to the foregoing resolutions.

CERTIFICATE

I, the undersigned Secretary of Manor Heights Co., Inc., do hereby certify that the above and foregoing is a true and correct copy of the minutes of the meeting of the Board of Directors of said Corporation, duly and legally called, convened and held in New Orleans, Louisiana on the 1st day of October, 1982, whereat a quorum of the Directors was present and that the same has not been revoked or rescinded.

New Orleans, Louisiana, the 5th day of October,
1982.

Thomas D. Darr
SECRETARY

RESOLVED, that Carriage Homes Builders, Inc. be and is hereby authorized, empowered and directed to adopt Restrictive Covenants, Servitudes, Restrictions and Privileges for Timbergrove Subdivision, covering and including the following described property, to-wit:

Lots 8, 9 and 10 in Square 1.

Lots 4, 5 and 6 in Square 2.

Situated in the Fifth Municipal District of the City of New Orleans, bounded by Intracoastal Canal, Nolan Canal, Tullis Drive and Section 16. All as shown on a plat of subdivision prepared by J. J. Krebs & Sons, Inc., dated March 13, 1981, revised October 6, 1981, registered as a Declaration of Title Change by Subdivision in C.O.B. 774, folio 158.

FURTHER RESOLVED, that such Restrictive Covenants, Servitudes, Restrictions and Privileges contain such provisions, requirements and stipulations as David L. Waltemath, President of the Corporation shall deem fit and proper in his sole and absolute discretion;

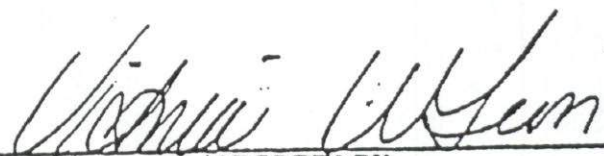
FURTHER RESOLVED, that the aforesaid President be and he is authorized, empowered and directed to adopt Articles of Incorporation for Timbergrove Homeowner's Association, Inc., referred to in the aforesaid Restrictive Covenants, Servitudes, Restrictions and Privileges, containing such provisions as he shall deem fit and proper in his sole and absolute discretion;

FURTHER RESOLVED, that David L. Waltemath, President, be and he is hereby authorized to appear before a Notary Public to execute an Act setting forth the said Restrictive Covenants, Servitudes, Restrictions and Privileges, and to execute Articles of Incorporation for Timbergrove Homeowner's Association, Inc., and to do all things necessary and/or proper to give full effect to the foregoing resolutions.

CERTIFICATE

I, the undersigned Secretary of Carriage Homes Builders, Inc. do hereby certify that the above and foregoing is a true and correct copy of the minutes of the meeting of the Board of Directors of said Corporation, duly and legally called, convened and held in New Orleans, Louisiana on the 1st day of October, 1982, whereat a quorum of the Directors was present and that the same has not been revoked or rescinded.

New Orleans, Louisiana, the 5th day of October,
1982.



SECRETARY