

ARTICLES OF INCORPORATION
OF
ALLEN DRIVE CONDOMINIUM OWNERS ASSOCIATION, INC.

We, the undersigned natural persons acting as incorporators of a corporation under the Alabama Nonprofit Corporation Act, Section 10-3A-1, *et seq. Code of Alabama*, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation shall be ALLEN DRIVE CONDOMINIUM OWNERS ASSOCIATION, INC., a nonprofit corporation (the "Association").

ARTICLE II

DEFINITIONS

- 2.1 **Association:** ALLEN DRIVE CONDOMINIUM OWNERS ASSOCIATION, Inc. its successors and assigns.
- 2.2 **Association Land:** Land which may at any time hereafter be owned by the Association for so long as the Association or successor thereof may be the owner thereof.
- 2.3 **Board:** The Board of Directors of the Association.
- 2.4 **By-Laws:** The duly enacted By-Laws of the Association.
- 2.5 **Common Areas:** Property which has been or will be conveyed to the Association or otherwise defined or designated as Common Areas by notation on a record map or plat.
- 2.6 **Community:** The Community shall be comprised to include all property and lots shown according to the Map and Survey of Allen Drive Condominiums, as recorded in Map Book 37, at Page 55 in the Office of the Judge of Probate of Shelby County, Alabama.
- 2.7 **Declaration:** The Declaration of Condominium for Allen Drive Condominiums applicable to the Community as recorded in Instrument # 200608007000380970 in the Office of the Judge of Probate of Shelby County, Alabama.

2.8 **Member:** Each person or entity that is or becomes a record owner of fee simple title of any Lot located in the Community, their successors and assigns.

2.9 **Unit:** Any Unit located in the Community and platted of record.

2.10 **Unit Owner:** The owner or owners of record title to any Unit.

ARTICLE III

PERIOD OF DURATION

The period of its duration is perpetual, unless and until hereafter lawfully dissolved.

ARTICLE IV

PURPOSE AND POWERS

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide for the ownership, maintenance, preservation and architectural control of the condominium and the common areas within that certain development known as Allen Drive Condominiums, and to promote the health, safety and welfare of the users of said Community, and for these purposes, the Association shall have the following powers:

1. The Association shall have all of the powers now conferred or which may be hereafter conferred on a non-profit corporation under the laws of the State of Alabama which are not in conflict with the terms of these Articles.

(a) To estimate the amount of the annual budget and to make and collect assessments against Unit owners in the Community, to defray the costs, expenses and losses of the Community.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) To maintain, repair, replace, sanitize and operate the Community.

(d) To purchase insurance upon the Community and insurance for the protection of the Association and its members, including fidelity bond coverage for all persons having access to the funds of the Association.

(e) To make and amend reasonable rules and Regulations respecting the use of the Community.

(f) To reconstruct improvements after casualty and to further improve the Community.

(g) To contract for the management of the Community as provided for in the Declaration and to delegate to such managing agent all powers and duties of the Association except such as are specifically required by the Declaration to have approval of the board of Directors or the membership of the Association.

(h) To employ personnel to perform the services required for proper operation of the Community.

(i) To make such distributions of any profit, surplus or reserve funds of the Association to the members of the Association at such times and in such manner, and to do such other acts, as may be required to comply with the provisions of Section 501(c)(4) of the Federal Internal Revenue Code, as amended and applicable Revenue Rulings, and other Federal and State statutes providing for an exemption from Federal and State income taxes for non-profit organizations.

(j) To retain legal counsel.

(k) To sue and be sued with respect to all matters applicable to the Community and to file liens for the collection of assessments.

(l) Provide for the indemnification of its officers and board and maintain directors' and officers' liability insurance.

(m) Exercise all other powers that may be exercised in this state by legal entities of the same type as the Association.

(n) Exercise any other powers necessary and proper for the governance and operation of the Association.

2. All funds and the title to all properties acquired by the Association and the proceeds thereof shall be paid in trust for members of the Association in accordance with the provisions of the Declaration, these Articles and the Bylaws.

ARTICLE V

MEMBERSHIP

This Association shall issue no shares of stock of any kind or nature whatsoever. Each person or entity who is the sole record owner of a fee or undivided fee interest in any Unit in the Community, shall be a member of the Association. There shall be one member of the Association for each Unit of the Community. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association. The members shall enjoy such qualifications, rights and voting rights as may be fixed in the Bylaws of the Association.

ARTICLE VI

REGISTERED AGENT

The address of the initial registered office of the Association is 243 Applegate Trace, Pelham, Alabama 35124, and the name of the initial registered agent at such address is Kerry Carter.

ARTICLE VII

BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Association is three (3), and the names and addresses and term of the persons who are to serve as the initial Directors are:

Kerry Carter
243 Applegate Trace
Pelham, Alabama 35124

Tonya Genry
243 Applegate Trace
Pelham, Alabama 35124

Tarayn Carter
243 Applegate Trace
Pelham, Alabama 35124

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator of the corporation is as follows:

Kerry Carter
243 Applegate Trace
Pelham, Alabama 35242

Tonya Genry
243 Applegate Trace
Pelham, Alabama 35124

Tarayn Carter
243 Applegate Trace
Pelham, Alabama 35124

ARTICLE IX

DISSOLUTION

The corporation is not organized for pecuniary profit and no part of its net earning shall inure to the benefit of any member, Director, or individual. The corporation shall be dissolved upon the termination of the Community in the manner provided in the as a neighborhood of Single Family Residences, and dissolution in the manner provided by the Laws of Alabama. Upon dissolution of the corporation, the assets of the corporation, if any, and all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed as then allowed by law.

IN WITNESS WHEREOF, the incorporators thereto have hereunto set their hands and seals, this the 14 day of August, 2006.

Kerry Carter
Tonya Genry
Tarayne Carter

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Kerry Carter, Tonya Genry and Tarayne Carter, whose names are signed to the foregoing, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the foregoing they executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal, this the 14th day of August, 2006.

[Signature]
Notary Public

My Commission Expires: 5-13-2008

State of Alabama Shelby County

Certificate of Incorporation Of **Allen Drive Condominium Owners Association, Inc.**

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of Alabama Nonprofit Allen Drive Condominium Owners Association, Inc., duly signed and verified pursuant to the provisions of Section Non Profit 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 her by law, hereby issues this Certificate of Incorporation of Alabama Nonprofit Allen Drive Condominium Owners Association, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 14th day of August 2006.

Patricia Yeager Fuhrmeister

Patricia Yeager Fuhrmeister
Judge of Probate

