

1879

**ARTICLES OF INCORPORATION
OF**

**LITTLE RIDGE HOMEOWNER'S ASSOCIATION, INC.
(a corporation not for profit)**

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

This is to certify that, for the purpose of forming a corporation pursuant to the provisions of the "Alabama Non-Profit Corporation Act" (1975 Code of Alabama Title 10, Sections 3A-1 - 3A-225, inclusive), the undersigned do hereby make and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

"LITTLE RIDGE HOMEOWNER'S ASSOCIATION, INC."

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

ARTICLE II

PRINCIPAL OFFICE AND AGENT

The initial registered office of the Corporation shall be 4041 Cross Grove Circle, Birmingham, Alabama 35242. The registered agent of the Corporation shall be Frank Jarman, 4041 Cross Grove Circle, Birmingham, Alabama 35242. ✓

ARTICLE III

OBJECTS, PURPOSES AND POWERS

SECTION 3.1 This Corporation shall be a Corporation not for profit organized for non-profitable purposes and activities within the meaning of Section 501 (c) (7) of the Internal Revenue Code of 1986, as amended, and no part of its net earnings shall inure to the benefit of any private shareholder or member of the Corporation.

3.2 This Corporation is organized to establish, maintain, operate and provide all community services of every kind and nature required or desired by the owners of lots and/or homes within Little Ridge, a subdivision as shown by the plat recorded in the office of the Judge of Probate of Shelby County in Map Book 9, pages 174A and B, solely for the general use of and benefits and advantages to all lot owners, including but not limited to, road maintenance, traffic control, garbage and waste collection and disposal, general parking within roadway areas, enforcement of restrictive covenants applicable to Little Ridge, to present a unified effort to the members in protecting the value of the property of members of the corporation in Little Ridge, to engage in such other activities as may be to the mutual benefit of the owners of property in Little Ridge and to do such other things as may be necessary and proper for the carrying out and accomplishment of the above objects and purposes and of such other objects and purposes as are deemed necessary and proper by its Directors.

3.3 In furtherance of the aforesaid objects, purposes and powers, the Corporation shall have and exercise all of the powers of a Corporation Not for Profit organized and existing under the laws of the State of Alabama and all the powers reasonably necessary to implement the powers of the Corporation, which powers shall include but are not limited to, the power:

3.3.1 To make, levy and collect an annual maintenance charge from its members and to extend the proceeds of such maintenance charge for the benefit of its members.

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

3.3.3 To enforce by legal action suits on behalf of the Corporation.

3.3.4 To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of Alabama, for the administration and regulation of the affairs of the Corporation.

ARTICLE IV

MEMBERSHIP

SECTION 4. The members of this Corporation shall constitute one class and shall consist of all owners of property in Little Ridge. No person other than a developer in Little Ridge or designees of such developer, who does not own property in Little Ridge may be a member of the Corporation. The first Board of Directors named in these Articles of Incorporation shall also be members of the Corporation until January 1, 1990, or until such Director or Directors resign or vacate said office, whichever shall first occur. Fees, dues and assessments

required of members shall be set in the manner prescribed by the By-Laws of the Corporation.

4.2 Membership in this Corporation cannot be assigned, hypothecated or transferred in any manner except as may be provided in the By-Laws.

ARTICLE V

TERM

This Corporation shall exist perpetually.

ARTICLE VI

SUBSCRIBERS

The names and residences of the three incorporators of the Corporation are as follows:

- | | |
|-----------------------|--|
| (1) Frank Jarman | 4041 Cross Grove Circle
Birmingham, Alabama 35242 |
| (2) Peggy Andrie | 4529 Little Ridge Drive
Birmingham, Alabama 35242 |
| (3) J. Vance Davidson | 4005 Cross Grove Circle
Birmingham, Alabama 35242 |

ARTICLE VII

BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors consisting of not less than seven (7) directors. The first Board of Directors shall consist of seven (7) members. Change in the number of directors shall be permitted by amendment to the By-Laws of the Corporation or by amendment to the Articles of Incorporation. The Board of Directors shall be elected by the members of the Corporation entitled to vote. The names and addresses of the

first Board of Directors who shall hold office until January 1, 1990 and thereafter until their successors are elected and have qualified, are as follows:

Frank Jarman	4041 Cross Grove Circle Birmingham, AL 35242
Peggy Andrie	4529 Little Ridge Drive Birmingham, AL 35242
J. Vance Davidson	4005 Cross Grove Circle Birmingham, AL 35242
Steve Price	2008 Little Ridge Circle Birmingham, AL 35242
Robert Brady	4538 Little Ridge Drive Birmingham, AL 35242
Bill Kalchthaler	3005 Cross Grove Lane Birmingham, AL 35242
Lucille Belford	4037 Cross Grove Circle Birmingham, AL 35242

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Among other things, the Board of Directors shall have authority to make and alter By-Laws and the further authority to exercise all such other powers and to do all such other lawful acts and things which this Corporation, or its members might do, unless prohibited from doing so by applicable laws, or the Articles of Incorporation, or by the By-Laws of this Corporation.

ARTICLE VIII

OFFICERS

The officers of the Corporation shall consist of a President, one or more Vice-Presidents, and a Secretary/Treasurer. The officers of the Corporation shall be elected by the Board of Directors of the Corporation in accordance with the provisions of the By-Laws of the Corporation. Any two (2) or more offices may be held by the same

person, except the offices of President and Secretary/Treasurer.

ARTICLE IX

INDEMNIFICATION

Every director and every officer of the Corporation shall be indemnified by the Corporation 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 Corporation, 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 Corporation. 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 X

AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two-thirds (2/3) of the Voting Members of the Corporation.

ARTICLE XI

BY-LAWS

The Corporation shall adopt By-Laws governing the conduct of the affairs of the Corporation. The By-Laws shall be altered, amended,

or rescinded by a majority vote of the Directors or by three-fourths (3/4) of the voting members of the Corporation.

ARTICLE XII

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be located at 4041 Cross Grove Circle, Birmingham, Alabama, or at such other place or places as may be designated from time to time by the Board of Directors.

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 29 day of MARCH, 1989.

Frank J. Jernigan (SEAL)

Beggy A. Andrie (SEAL)

Allance Anderson (SEAL)

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STATE OF ALABAMA)
COUNTY OF SHELBY)

Before me, the undersigned Notary Public, in and for said County and State, personally appeared Frank Jarman, Peggy Andrie and J. Vance Davidson, who are known to me, and who, after first being duly sworn, deposed under oath and said that the foregoing Articles of Incorporation were prepared under their direction and that they had knowledge of the facts stated therein, that said facts are true, and that they executed the same freely and voluntarily and for the purposes stated therein.

Given under my hand and official seal, this the 28th
day of March, 1989.

Bernice E. Clinton

Notary Public

My commission expires: MY COMMISSION EXPIRES JULY 12, 1992

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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

LITTLE RIDGE HOMEOWNER'S ASSOCIATION, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of LITTLE RIDGE HOMEOWNER'S 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 him by law, hereby issues this Certificate of INCORPORATION of LITTLE RIDGE HOMEOWNER'S ASSOCIATION, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 29th day of MARCH, 19 89.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

Thomas A. Howden, Jr.
Judge of Probate

89 MAR 29 AM 8:25

Thomas A. Howden, Jr.
JUDGE OF PROBATE

Rec 35.00
Jud 1.00
36.00

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