

CERTIFICATE OF INCORPORATION
OF
CHADWICK HOMEOWNERS' ASSOCIATION, INC.

The Alabama Non-Profit Corporation Act

Article 1. Name. The name of the corporation is Chadwick Homewoners' Association, Inc.

Article 2. Principal Office. The principal office of the corporation shall be located at 139 Chadwick Drive
Helena, AL 35080

Article 3. Purposes. To maintain and increase the beauty, quality and value of the Chadwick Subdivision thereby making Chadwick a premier residential community, while increasing the quality of life of the families that live here.

Article 4. Powers. The Corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the (applicable state not-for-profit or other act) and Section 501 (c) (3) of the Internal Revenue Code.

Article 5. Service of Notice and Registered Office. The post office address to which the Secretary of State shall mail any notice required by law shall be 139 Chadwick Drive
Helena, AL 35080

The initial Registered Agent at such address shall be
Joseph Barry Tidwell

Article 6. Duration. The period of the duration of the corporation shall be perpetual.

Article 7. Directors. The names and addresses of the three (3) initial directors of the corporation are set forth as follows: ✓ Joseph Barry Tidwell ✓ 139 Chadwick Drive

G. Mathew Pope

Helena, AL 35080

307 Chadwick Place

Helena, AL 35080

Christopher B. Blackerby

211 Chadwick Lane

Helena, AL 35080

Inst # 1995-05861

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SHELBY COUNTY JUDGE OF PROBATE
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Article 8. Incorporators. The names and addresses of the incorporators of the incorporation are set forth as follows:

Joseph Barry Tidwell

139 Chadwick Drive

Helena, AL 35080

G. Mathew Pope

307 Chadwick Place

Helena, AL 35080

Christopher B. Blackerby

211 Chadwick Lane

Helena, AL 35080

Article 9. Amendments. All provisions of this Certificate of Incorporation shall be subject to amendment, consistent with the provisions of the (applicable state not-for-profit or other act) and Section 501 (c) (3) of the Internal Revenue Code of 1954, by the affirmative vote of all the members entitled to vote in respect thereof, given at the annual meeting or at any special meeting, provided that notice of the proposed amendment is included in the notice of such meeting.

Article 10. Dissolution. Upon the dissolution of the corporation, any assets remaining thereafter shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of two-thirds of the members entitled to vote in respect thereof, provided, however, that such organization or organizations shall be exempt under Section 501 (c) (3) of the Internal Revenue Code.

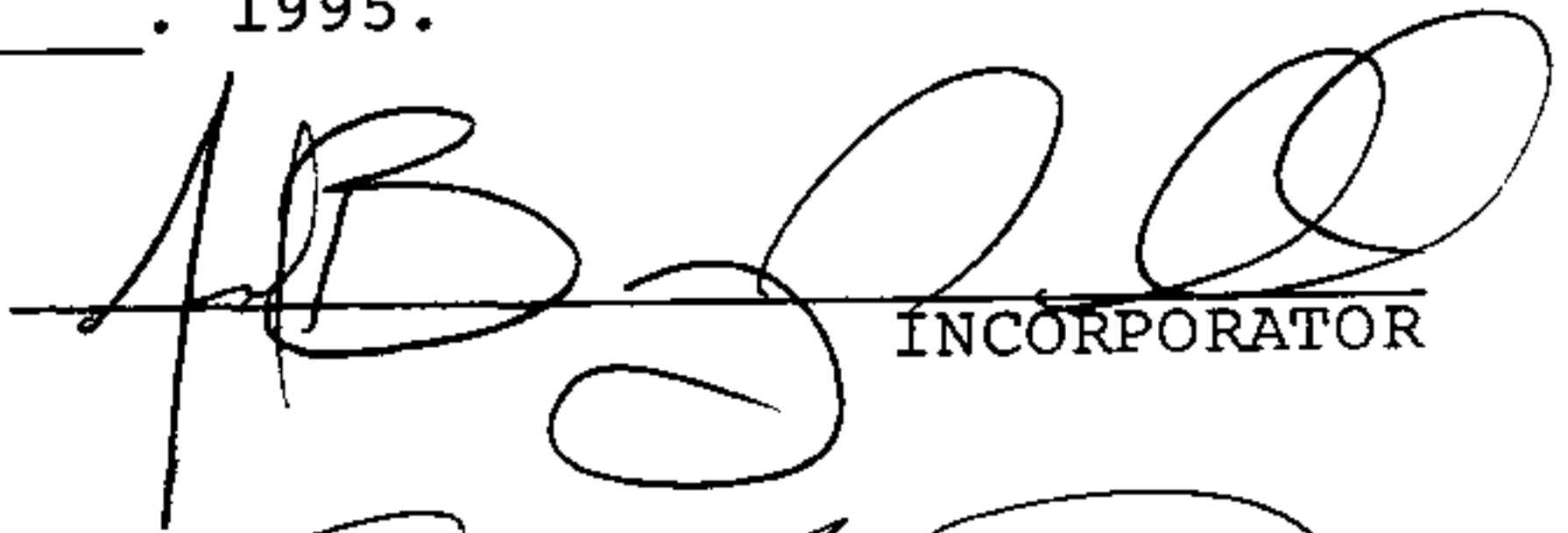
Article 11. Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons 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 12. Voting Rights. The Association shall have one class of voting membership:

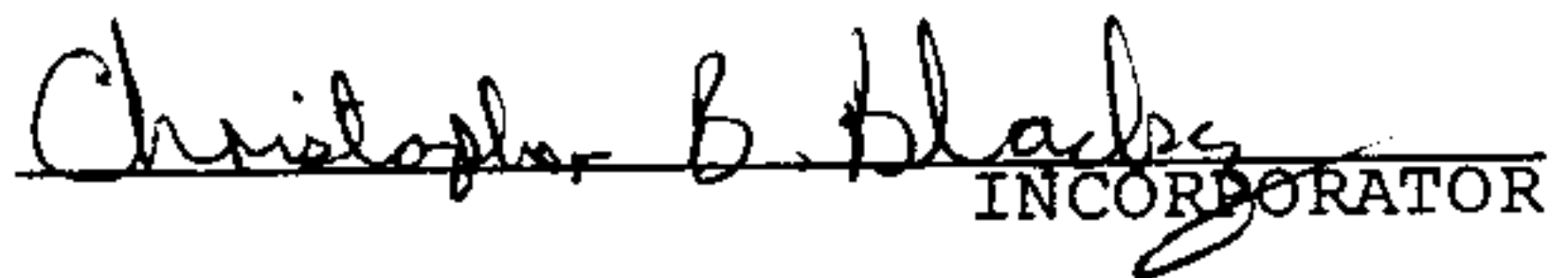
Class A. Class A members shall be all Owners that have paid dues and assessments, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all

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.

IN WITNESS WHEREOF, we have hereunto signed our names this the 27th day of February, 1995.


INCORPORATOR


INCORPORATOR


INCORPORATOR

State of Alabama

County

Shelby

CERTIFICATE OF Non-Profit

OF

Chadwick Homeowners' Association, Inc.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of non-profit incorporation of Chadwick Homeowners' Association, Inc., duly signed and verified pursuant to the provisions of Section _____ 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 non-profit incorporation of Chadwick Homeowners' Association, Inc., and attaches hereto a duplicate original of the Articles of non-profit incorporation.

GIVEN Under My Hand and Official Seal of this the 7th day of March, 1995.

Patricia Geyer Schumacher

Judge of Probate

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