

**ARTICLES OF INCORPORATION
OF
LONG BRANCH HOMEOWNERS' ASSOCIATION, INC.,
AN ALABAMA NONPROFIT CORPORATION**

WHEREAS, Long Branch, LLC, was the developer of the subdivision commonly known as Long Branch ("Subdivision") and being located in Calera, Alabama;

WHEREAS, Long Branch, LLC, did cause a Declaration of Protective Covenants for Long Branch, as amended, ("Declaration") to be prepared for the mutual benefit of all land owners of property within the Subdivision, as amended, and said Declaration was recorded as Instrument Number 20041222000697420 in the Office of the Judge of Probate for Shelby County, Alabama.

WHEREAS, in the Declaration, Long Branch LLC, claimed to have caused a Homeowners' Association to have been formed for the purpose of providing for the assessment, collection and application of all charges imposed under the Declaration, the enforcement of all covenants under the Declaration and all liens created by the Declaration, and the creation, operation, management and maintenance of the facilities and services referred to in the Declaration and for further purposes.

WHEREAS, the undersigned have diligently inquired into whether a Homeowners' Association was actually formed or not; and, after such inquiry, the undersigned have determined that such a Homeowners' Association was not formed. Further, in said inquiry, the undersigned have been unable to find any predecessor in interests to the Subdivision that is willing or able to assist with the formation of a Homeowners' Association pursuant to the terms of the Declaration.

WHEREAS, the undersigned, in good faith, have deemed it to be in the best interests of the Lot Owners of the Subdivision, pursuant to Public Policy and the terms of the Declaration, that a Homeowners' Association be formed.

NOW, THEREFORE, BE IT RESOLVED, that the undersigned hereby files this Articles of Incorporation of Long Branch Homeowners' Association, Inc., an Alabama Nonprofit Corporation, for the purpose of forming a Homeowners' Association ("Association") for the Long Branch Subdivision under Title 35, Chapter 20 as a Nonprofit Corporation under Section 10A-1-3.05 and 10A-3-3.02 of the Code of Alabama 1975, and pursuant to the terms of the Declaration of Protective Covenants for Long Branch, as amended, recorded as Instrument Number 20041222000697420 in the Office of the Judge of Probate for Shelby County Alabama.

NOW, THEREFORE, BE IT FURTHER RESOLVED, as follows:

**ARTICLE I
NAME**

The name of the Corporation shall be Long Branch Homeowners' Association, Inc.

ARTICLE II
PERIOD OF DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III
PURPOSES, OBJECTS AND POWERS

The purposes, objects and powers of the Corporation are:

- (a) To own and operate an association of homeowners in the Long Branch Subdivision, being located in Calera, Alabama, and to provide for the general maintenance, preservation, repair, control and upkeep of the Subdivision, which is subject to the Declaration.
- (b) To receive and exercise the rights, powers and duties of the homeowners pursuant to the terms of the Declaration, and to administer, oversee and enforce all of the provisions of the Declaration.
- (c) To own, operate, maintain, manage, repair and designate Common Areas, as defined in the Declaration.
- (d) To the extent provided in the Declaration, to control the architecture, specifications, design, appearance, siting and landscaping of all of the improvements, renovation and new construction, as defined in the Declaration, to be constructed, placed or permitted to remain on any Lot, as defined in the Declaration, and all alterations, changes and additions thereto.
- (e) To perform and carry out the acts, duties and responsibilities delegated to the Association in the Declaration, these Articles of Incorporation and the Bylaws of this Association, and all amendments or changes to any of the foregoing.
- (f) To make, levy, collect and enforce Assessments, as defined in the Declaration, and to use and expend such Assessments in the manner set forth in the Declaration.
- (g) To contract for services, material and labor, including contracting for the management and maintenance of Common Area, and any or all other portions owned or under control of the Association.
- (h) To own, lease, license, operate, purchase, acquire, hold, improve, develop, manage, sell, convey, transfer, exchange, release and dispose of, either alone or in conjunction with others, real and personal property, tangible and intangible, of every kind, character and description.
- (i) To enforce the provisions of the Declaration in any manner, including without limitation, by legal and equitable actions as may from time to time be necessary or appropriate.
- (j) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, partnership, limited partnership, corporation, municipality, county, state, territory, government or governmental subdivision.

(k) To operate without profit for the sole and exclusive benefit of its members.

(l) To borrow and lend money and mortgage, pledge, assign, grant security interests and liens in and otherwise encumber, and or all of its assets.

(m) To carry on all other business in connection with the foregoing, to transact any or all lawful business for which corporations may, pursuant to Alabama law, and to have and exercise all powers necessary or convenient to effect the purpose of the Association in accordance with and subject to the terms of the Declaration.

ARTICLE IV **MEMBERS**

This will be a Membership Association. The Association shall be organized on a nonstock basis. The Members of the Association shall consist of all Lot Owners within the Subdivision, as defined by the Declaration. Membership in the Association shall be appurtenant to, and may not be separated from, Ownership of a Lot.

With regard to member's voting rights, there shall be one vote per lot; except, that any owner that owns more than one lot, individually or under any form of business or other entity, shall be restricted to only one membership vote.

ARTICLE V **PRINCIPAL OFFICE AND REGISTERED AGENT**

The location and mailing address of the Principal Office of the Association, until otherwise changed, 136 Marketplace Circle Suite B, Box 168, Calera, AL 35040.

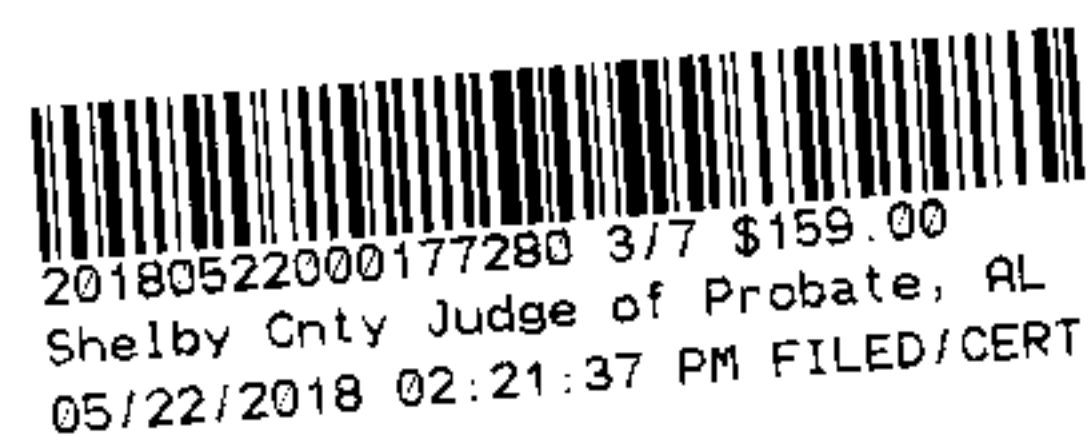
The name and address for the Registered Agent are as follows:

Chris Moates: 136 Marketplace Circle Suite B, Box 168, Calera, AL 35040

ARTICLE VI **INITIAL BOARD OF DIRECTORS**

The names and addresses of the persons who are to serve as Directors until the first annual meeting of the members or until their successors be elected and qualify are:

Chris Moates:	136 Marketplace Circle Suite B, Box 168, Calera, AL 35040
Jim Edwards:	136 Marketplace Circle Suite B, Box 168, Calera, AL 35040
Angela Davis:	136 Marketplace Circle Suite B, Box 168, Calera, AL 35040
Misty Edwards:	136 Marketplace Circle Suite B, Box 168, Calera, AL 35040
Clarencia Jones:	136 Marketplace Circle Suite B, Box 168, Calera, AL 35040



ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is:

Chris Moates: 136 Marketplace Circle Suite B, Box 168, Calera, AL 35040

ARTICLE VIII
INTERNAL AFFAIRS

The following provisions for the regulation of the Association and for the conduct for the affairs of the Association and the Directors are hereby adopted:

(a) The initial Bylaws of the Association shall be adopted by the Board of Directors. The Board of Directors shall have the sole authority to amend, repeal or alter the Bylaws in whole or in part. The Bylaws may contain any provisions of the affairs of the Association and Directors not inconsistent with Alabama Law or these Articles of Incorporation.

(b) The business and affairs of the Corporation shall be managed by the Board of Directors. The number of Directors comprising the initial Board of Directors shall be the number of persons listed as Directors in Article VI hereof. Thereafter, the number of Directors of the Association shall be fixed from time to time by the Bylaws, or in the absence of a Bylaw fixing the number of Directors, then the number of Directors shall be the same as the number comprising the initial Board of Directors. The number of Directors may be increased or decreased from time to time by amendment to the Bylaws, provided that the Board of Directors shall consist of not less than the number as required by Alabama Law, and that no decrease shall have the effect of shortening the term of any incumbent Director.

(c) The Association reserves the right from time to time to amend, alter or repeal each and every provision contained in these Articles of Incorporation, or to add one or more additional provisions, in the manner now or hereafter prescribed by the Bylaws, Declaration or Alabama Law.

ARTICLE IX
INTERNAL REVENUE SERVICE EXEMPTION STATUS

No part of the net earnings of the Association shall inure to the benefit of or be distributed to its Directors, Officers, or other private person or entities, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Association shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE X
DISSOLUTION AND LIQUIDATION

Upon the dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event that such dedication has refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI
LIABILITY

Pursuant to Alabama Law, all noncompensated Officers of the Association shall be immune from suit and not subject to civil liability arising from the conduct of the affairs of the Association except when the act or omission of such Officer, which gives rise to a cause of action, amounts to willful or wanton misconduct or fraud, or gross negligence. For purposes of this Article XI, the term "Officer" shall include the Association's Directors, Officers, Trustees and the members of any other governing body of the Association.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this instrument as of the dates listed below.

Date: May 18th, 2018


Chris Moates, Incorporator and Director

Date: May 19, 2018


Jim Edwards, Director


Date: May 19, 2018


Angela Davis, Director

Date: May 18th 2018


Misty Edwards, Director

Date: May 21st 2018


Clarcencia Jones, Director

THIS INSTRUMENT PREPARED BY:

Tommy B. Majors IV, *Esq.*
The Majors Law Firm, LLC
270 Doug Baker Blvd., STE 700-201
Birmingham, AL 35242



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Shelby Cnty Judge of Probate, AL
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John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, John H. Merrill, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

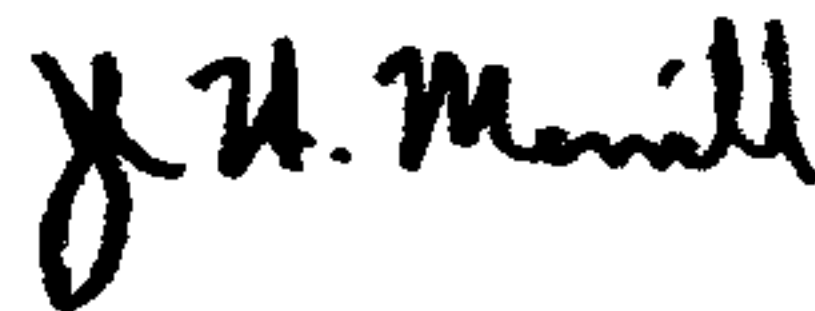
Long Branch Homeowners' Association, Inc.

This name reservation is for the exclusive use of The Majors Law Firm, 4320
Eagle Point Pkwy, Birmingham, AL 35242 for a period of one year beginning May
18, 2018 and expiring May 18, 2019

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

May 18, 2018

Date



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John H. Merrill

Secretary of State



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