

UNITED STATES OF AMERICA
 State of Louisiana
 559030

James H. "Jim" Brown
 SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

a copy of the Articles of Incorporation of

GRANDE HILLS ESTATES HOMEOWNERS ASSOCIATION, INC.

Domiciled at Metairie, Louisiana, Parish of Jefferson.

A corporation organized under the provisions of R.S. Title 12, Chapter 2, as amended,

By Act before a Notary Public in and for the Parish of St. Tammany, State of Louisiana, on September 28, 1984, the date when corporate existence began,

Was filed and recorded in this Office on September 28, 1984, in the Record of Non-Profit Corporations Book 341,

And all fees having been paid as required by law, the corporation is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. 1950, Title 12, Chapter 2, as amended.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on, September 28, 1984.

Jim Brown

Secretary of State



FILED FOR RECORD

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Grande Hills Estates Homeowners Association, Inc. Waldheim, Louisiana	Articles of Incorporation of the Grande Hills Estates Homeowners Association, Inc. (A Non-profit Corporation)	GHE-1
		Association Document

Revisions are shown by R and (Text).

Note: This is a cover page only and not to be construed as part of the official document.

APPROVAL

ORIGINATED	APPROVED	RECORDED
Individual Requesting Incorporation of The GHEHA [9/28/1984] (signed) Everett E. Revercomb, Jr.	Incorporation of The GHEHA Granted by the Louisiana Secretary of State [9/28/1984]	Clerk of Court St. Tammany Parish, LA [10/01/1984]
NOTARY-ATTORNEY [9/28/1984] (signed) Martha L Jumonville	(signed) James H. "Jim" Brown	(signed)

DISTRIBUTION

Official Copies

- Copy 1..... Clerk of Court, St. Tammany Parish, Louisiana
- Copy 2..... File copy – Secretary, GHEHA Board of Managers

The above listed copies will be considered the official copies for the GHEHA. The President will have a photocopy, which will be made available for reference at meetings along with the other documents.

Application Date: 9/28/1984	Revision: 1.00 - The Original Document
Quality of Life through Cooperation	(Document pages numbered 196 to 203) Page 1 of 8

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RECORD OF REVISIONS AND REVIEWS

PAGE	REVISION	DATE	COMMENTS
1-9(0)	1.00	9/28/1984	Original document – Cannot be modified

(#) Number of attachment pages

Application Date: 9/28/1984	Revision: 1.00 - The Original Document
Quality of Life through Cooperation	(Document pages numbered 196 to 203) Page 2 of 8

ARTICLES OF INCORPORATION

UNITED STATES OF AMERICA

OF

STATE OF LOUISIANA

GRANDE HILLS ESTATES
HOMEOWNERS ASSOCIATION, INC.
(A Non-Profit Corporation)

PARISH OF ST. TAMMANY

BE IT KNOWN, that on this 28th day of September, in the year
of Our Lord One Thousand Nine Hundred Eighty-four;

BEFORE ME, Martha Jumonville, a Notary Public in and for the
Parish and State aforesaid,

PERSONALLY CAME AND APPEARED: Everett E. Revercomb, Jr., a
person of the full age of majority, who declared under oath and
in the presence of the undersigned competent witnesses, that
availing himself of the provisions of LSA R.S. 12:201 - 269, he
does hereby organize a non-profit corporation as defined in LSA
R.S. 12:201(7) under and in accordance with these Articles of
Incorporation.

ARTICLE I - NAME

The name of this non-profit corporation is Grande Hills
Estates Homeowners Association, Inc. (A Non-Profit Corporation),
hereinafter referred to as "Association" or "Corporation".

ARTICLE II - PURPOSE

The objects and purposes for which this corporation is
organized are the engagement in any lawful activity for which
non-profit corporations may be formed under the Corporation Law
of Louisiana.

The said corporation shall possess all powers, rights, privileges, and immunities to which non-profit corporations are, or may hereafter be authorized to have and to possess, under the constitution and laws of the State of Louisiana, and particularly LSA R.S. 12:201 - 269. The corporation shall have the power to vest in its Board of Managers all of its corporate powers, subject to such restrictions as may be named in these Articles of Incorporation. However, this corporation is organized and shall be operated exclusively for the benefit of the property owners in Grande Hills Estates Subdivision, including for such purposes, but not exclusively:

1. To own, operate and maintain for the benefit of its members all portions of the property located in Grande Hills Estates Subdivision, if any, conveyed to the Association.
2. To obtain and maintain insurance and pay property taxes on any portion of the property owned by the Association.
3. Enforce and implement the provisions of the Deed Restrictions and Covenants and make assessments provided thereunder.
4. Establish an Architectural Committee in accordance with the Deed Restrictions and Covenants.
5. To appoint and remove members of the Architectural Committee as provided in the Act Creating Deed Restrictions and covenants.

All as more fully set out in Act Creating Deed Restrictions and Covenants duly recorded in St. Tammany Parish simultaneous herewith.

No part of the net earnings of the said corporation shall inure to the benefit of or be distributable to its members,

trustees, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE III - DURATION

This corporation shall enjoy a perpetual corporate existence.

ARTICLE IV - REGISTERED AGENT

The full name and post office address of its registered agent is:

Mr. John C. Yemelos
3900 N. Causeway Blvd.
Suite 1400
Metairie, Louisiana 70002.

ARTICLE V - REGISTERED OFFICE

The location and post office address of its registered office is:

3900 N. Causeway Blvd.
Suite 1400
Metairie, Louisiana 70002

ARTICLE VI - BASIS OF ORGANIZATION

This corporation is to be organized on a non-stock basis.

ARTICLE VII - MEMBERSHIP

Membership shall be limited to Lexington Hills Partnership and the Owners, natural or artificial, of residential property located in Grande Hills Estates Subdivision. The Owner of each and every lot therein shall automatically, upon becoming the Owner, be a member of the Association. An Owner shall remain a

member until such time as his ownership for any reason ceases, at which time his membership in the Association will automatically cease. While ownership of a residential lot is the sole qualification for membership, it is not intended that persons, firms, or partnerships who hold an interest as a security for the performance of an obligation shall be considered as members. Membership shall be appurtenant to and may not be separated from ownership of any lot. Membership shall not be transferred, pledged, or alienated in any way except on the sale of such lot and then only to a purchaser, or by intestate succession, testamentary disposition, foreclosure of mortgage of record, or any other legal process. Any prohibited transfer is void and will not be reflected upon the records and books of the Association.

ARTICLE VIII - VOTING RIGHTS

The owner of each lot shall have a number of votes in the Homeowners Association equal to the number of acres contained within said lot. In addition to the votes Owner may have as an owner of lots, Owner shall have 400 votes for a period ending on the earlier of (i) the date Owner conveys its last remaining lot, (ii) 7 years from the date hereof, or (iii) the date Owner files a declaration waiving said additional votes. Any action of the Homeowners Association shall be approved by a majority of the votes cast at a regular or special meeting of the Association.

ARTICLE IX - MEETING OF THE MEMBERSHIP

At least one meeting of the general membership shall be held during each calendar year. Unless and until provided by the

By-Laws, this meeting shall take place on the 15th day of January, or in the event that that day is a legal holiday, on the first legal day thereafter, commencing in 1985.

Members shall be entitled to written notice of the annual meeting at least ten (10) days prior thereto. Voting by written proxy is permissible.

ARTICLE X - MANAGERS

The corporation shall have no fewer than two (2) nor more than five (5) managers. The number, qualifications, term of office, manner of electing and powers, duties of the managers, the time, place and manner of calling, giving notice of and conducting managers' meetings, and the number of managers which shall constitute a quorum shall be prescribed by the By-Laws.

Until provided otherwise by the By-Laws, the following shall constitute and serve as members of the Board of Managers:

John C. Yemelos
3900 Causeway Blvd, Suite 1400
Metairie, Louisiana 70002

Everett E. Revercomb, Jr.
3900 Causeway Blvd, Suite 1400
Metairie, Louisiana 70002

The Board of Managers shall have all powers provided by Louisiana law and shall have specific authority to borrow money, purchase, sell, or lease immovable property, encumber, or otherwise alienate any of the immovable property belonging to the corporation without obtaining the approval or a resolution, authorizing the same by the members of the corporation as contradistinguished from the Board.

ARTICLE XI - BY-LAWS

The Board of Managers shall have the power to make, amend, and repeal By-laws to govern this corporation provided they are in accordance with and do not conflict with these Articles.

ARTICLE XII - INCORPORATORS

The name and address of the Incorporator of this corporation is as follows:

Everett E. Revercomb, Jr.
3900 Causeway Blvd., Suite 1400
Metairie, Louisiana 70002

ARTICLE XIII - INDEMNIFICATION

The corporation may indemnify any officer, manager, employee, or agent of the corporation against any civil, criminal administrative or investigative action brought or threatened to be brought against such officer, manager, employee, or agent, all as provided in LSA R.S. 12:227(A).

ARTICLE XIV - AMENDMENT OF ARTICLES

The Articles may be amended by the Board of Managers or by a two-third (2/3) vote of the membership at any annual or special meeting where written notice is given at least ten (10) days prior to the meeting date to each member.

THUS DONE AND PASSED in my office in the City of Mandeville, Parish of St. Tammany, State of Louisiana, on the day, month, and year hereinabove first written, in the presence of the under-signed witnesses, who hereunto sign their names with the appearer and me, Notary, after reading of the whole.

WITNESSES:

Susan H. Wallace

[Signature]

[Signature]
Everett E. Revercomb, Jr.

Martha L. Jumonville
Martha L. Jumonville, Notary Public

Filed for record October 1, 1984
Truly recorded October 1, 1984
Cartha B. Ransigue - Deputy Clerk
Clerk of Court & ExOfficio recorder