

ASHFORD GLEN HOMEOWNERS ASSOCIATION, INC 85-08258

MAY 24, 1985

FULTON

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BACON RICHARD A

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DUPLICATE

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*I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that*

"ASHFORD GLEN HOMEOWNERS ASSOCIATION, INC."

has been duly incorporated under the laws of the State of Georgia on the 24th day of May, 1985, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 24th day of May in the year of our Lord One Thousand Nine Hundred and Eighty Five and of the Independence of the United States of America the Two Hundred and Nine.

*Max Cleland*

SECRETARY OF STATE, EX-OFFICIO CORPORATION  
COMMISSIONER OF THE STATE OF GEORGIA

STATE OF GEORGIA  
COUNTY OF FULTON

ARTICLES OF INCORPORATION

OF

ASHFORD GLEN HOMEOWNERS ASSOCIATION, INC.

Article 1. Name. The name of the Corporation is Ashford Glen Homeowners Association, Inc.

Article 2. Duration. The Corporation shall have perpetual duration.

Article 3. Applicable Statute. The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

Article 4. Purposes and Powers. The Corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. In way of explanation and not of limitation, the purposes for which it is formed are:

(a) to be and constitute the Association to which reference is made in the Declaration of Covenants, Conditions, and Restrictions for Ashford Glen Homeowners Association (hereinafter the "Declaration"), establishing a plan of development recorded or to be recorded in the Office of the Clerk of the Superior Court of DeKalb County, Georgia, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the By-Laws, and as provided by law; and

(b) to provide an entity for the furtherance of the interests of the Owners in the development.

In furtherance of its purposes, the Corporation shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by the Board of Directors:

(a) all of the powers conferred upon nonprofit corporations by common law and the statutes of the State of Georgia in effect from time to time;

(b) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, or the Declaration, including, without limitation, the following:

(i) to fix and to collect assessments or other charges to be levied against the Properties;

(ii) to manage, control, operate, maintain, repair, and improve property subjected to the Declaration or any other property for which the Corporation by rule, regulation, Declaration, or contract has a right or duty to provide such services;

(iii) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under any Declaration or By-Laws;

(iv) to engage in activities which will actively foster, promote, and advance the common interests of all Owners;

(v) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Corporation;

(vi) to borrow money for any purpose as may be limited in the By-Laws;

(vii) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(viii) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals;

(ix) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and

(x) to provide any and all supplemental municipal services as may be necessary or proper.

(xi) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 4 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article 4.

Article 5. Membership. The Corporation shall be a membership corporation without certificates or shares of stock. Each Owner of a Lot in the development shall be entitled to one (1) vote for each Lot owned.

Article 6. Board of Directors. The business and affairs of the Corporation shall be conducted, managed, and controlled by a Board of Directors. The Board shall consist of three (3) members. The names and addresses of the initial Board of Directors are as follows:

Gilbert R. Addicks	Linda Bader
124 Johnson Ferry Road	124 Johnson Ferry Road
Atlanta, Georgia 30328	Atlanta, Georgia 30328

Marla Bennett  
124 Johnson Ferry Road  
Atlanta, Georgia 30328

The method of election and term of office, removal and filling of vacancies shall be as set forth in the By-Laws. The Board may delegate such operating authority to such companies, individuals, or committees as it, in its discretion, may determine.

Article 7. Dissolution. The Corporation may be dissolved only as provided in the Declaration, By-Laws, and by the laws of the State of Georgia.

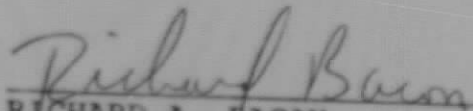
Article 8. Amendments. These Articles may be amended as provided by the Georgia Nonprofit Corporation Code, provided that no amendment shall be in conflict with the Declaration, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

Article 9. Incorporator. The name and address of the incorporator is as follows:

Richard A. Bacon  
Hyatt & Rhoads, P.C.  
2200 Peachtree Center Harris Tower  
233 Peachtree Street, N.E.  
Atlanta, Georgia 30303

Article 10. Registered Agent and Office. The initial registered office of the Corporation is 2200 Peachtree Center Harris Tower, 233 Peachtree Street, N.E., Atlanta, Georgia, 30303, and the initial registered agent at such address is Richard A. Bacon.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.

  
RICHARD A. BACON

2200 Peachtree Center Harris Tower  
233 Peachtree Street, N.E.  
Atlanta, Georgia 30303  
(404) 659-6600

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SECRETARY OF STATE  
CORPORATIONS DIVISION

# HYATT & RHOADS, P.C.

ATTORNEYS

WAYNE S. HYATT (GA & DC)  
JAMES S. RHOADS (GA, DC & PA)  
D. R. SLOAN, JR. (GA)  
PHILIP S. DOWNER (GA)  
JAMES J. SCAVO (GA)  
BETH S. WEISSMAN (GA)  
P. MICHAEL NAGLE (MD & GA)  
DONALD B. KUPERMAN (GA)  
RICHARD A. BACON (GA)  
KENNETH E. CHADWICK (VA)  
GEORGE E. NOWYCK, JR. (GA)  
LINDA BRYANT CURRY (GA)  
ROBERT E. DUNGAN (GA)  
JEFFREY A. MURLEY (GA)  
DAVID F. DUNBAR (CA)  
CLARA L. PRYER (GA)  
ROBERT H. DELLECKER (GA & FL)  
JO ANNE P. STUBBLEFIELD (GA)  
FREDERICK D. EVANS II (GA)  
DONNA L. VALENTI (CA)  
STEPHEN H. MOWARTY (VA)  
SANDRA C. OLTERS (VA)  
LISA M. MYCKOWIAK (DC & MD)  
WILLIAM M. NOLAN (CA & TX)

ATLANTA  
2200 PEACHTREE CENTER HARRIS TOWER  
233 PEACHTREE STREET, N.E.  
ATLANTA, GEORGIA 30303  
404/659-8600

WASHINGTON, D.C.  
1275 K STREET, N.W.  
WASHINGTON, D.C. 20005  
202/682-1800

PITTSBURGH  
PITTSBURGH, PENNSYLVANIA  
412/261-3434

SAN DIEGO  
1725 CENTRAL SAVINGS TOWER  
225 BROADWAY  
SAN DIEGO, CALIFORNIA 92101  
619/232-0811

May 24, 1985

Mr. Max Cleland  
Secretary of State  
Corporations Division  
Suite 306, West Tower  
2 Martin Luther King, Jr., Drive, S.E.  
Atlanta, Georgia 30334

RE: CONSENT TO APPOINTMENT AS REGISTERED AGENT

Dear Sir:

I, Richard A. Bacon, do hereby consent to serve as registered agent for the corporation, Ashford Glen Homeowners Association, Inc.

This 24th day of May, 1985.

Sincerely,



Richard A. Bacon

RAB: jll

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# State of Georgia



## OFFICE OF SECRETARY OF STATE

*I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that*

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"ASHFORD GLEN HOMEOWNERS ASSOCIATION, INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effect for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this  
27th day of February, in the year of our Lord  
One Thousand Nine Hundred and Eighty Five and  
of the Independence of the United States of America the Two  
Hundred and  
Nine.

*Max Cleland*

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SECRETARY OF STATE, EX-OFFICIO CORPORATION  
COMMISSIONER OF THE STATE OF GEORGIA