

STATE OF GEORGIA
Secretary of State
Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF INCORPORATION

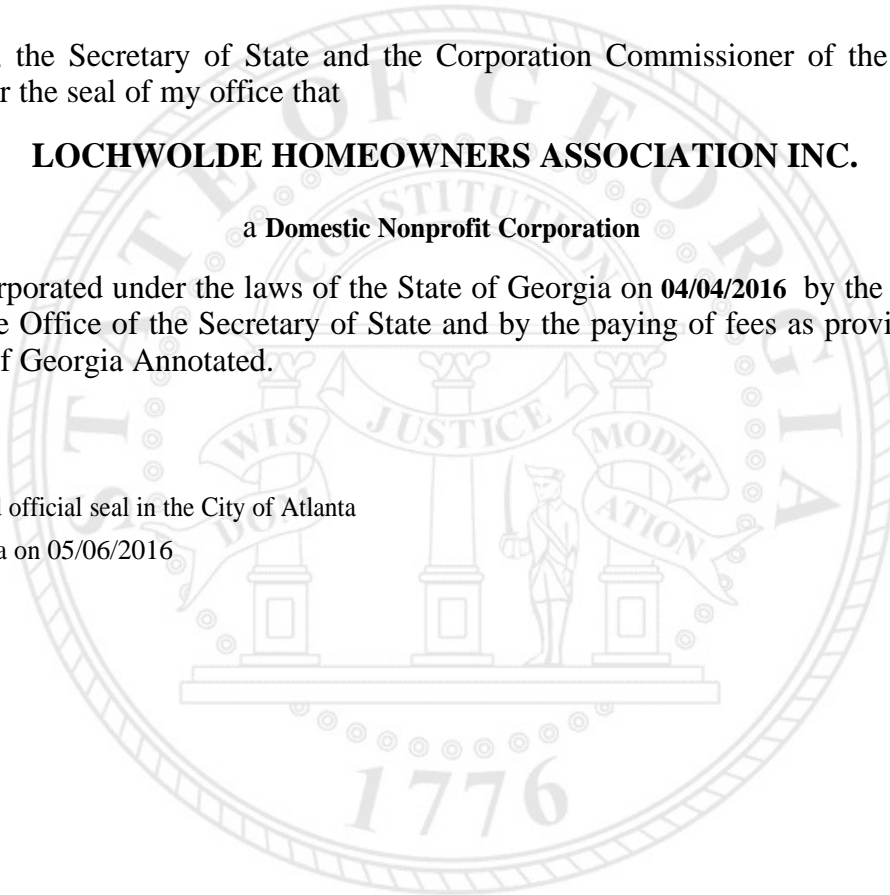
I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

LOCHWOLDE HOMEOWNERS ASSOCIATION INC.

a Domestic Nonprofit Corporation

has been duly incorporated under the laws of the State of Georgia on **04/04/2016** by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on 05/06/2016



B. P. Kemp

Brian P. Kemp
Secretary of State

ARTICLES OF INCORPORATION
OF
LOCHWOLDE HOMEOWNERS ASSOCIATION, INC.

Article 1. Name. The name of the corporation is Lochwolde Homeowners Association, Inc. (the "Association").

Article 2. Principal Office. The initial principal office of the Association is:

P.O. Box 391266
Snellville, GA 30039

Article 3. Duration. The Association shall have perpetual duration.

Article 4. Applicable Statute. The corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

Article 5. Purposes and Powers. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members.

(a) In way of explanation and not of limitation, the purposes for which it is formed are:

(i) to be and constitute the Association to which reference is made in the Bylaws and Declaration of Covenants, Conditions, and Restrictions for Lochwolde Subdivision ("Declaration"), recorded in Deed Book 48206, Page 861, *et seq.* in the records of Gwinnett 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 of the Association ("By-Laws") and as provided by law; and

(ii) to provide an entity for the furtherance of the interest of the Owners (as such term is defined in the Declaration) in the development.

(b) In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by the board of directors:

(i) 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;

(ii) 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:

- (1) to fix and to collect assessments or other charges to be levied;
- (2) to manage, control, operate, maintain, repair, and improve property subjected to the Declaration or any other property for which the Association by rule, regulation, declaration, or contract has a right or duty to provide such services;
- (3) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;
- (4) to engage in activities which will actively foster, promote, and advance the common interest of all owners of property subject to the Declaration;
- (5) 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 Association;
- (6) to borrow money for any purpose;
- (7) 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;
- (8) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interest in such corporations, firms, or individuals;
- (9) to adopt, alter, and amend or repeal such By-Laws as may be necessary to desirable for the proper management of the affairs of the Association; provided, however, 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
- (10) to provide any and all supplemental municipal services as may be necessary or proper.

(c) 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 5 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provisions of this Article 5.

Article 6. Membership. The Association shall be a membership corporation without certificates or shares of stock. Each Person who is the Owner of a Lot (as such capitalized terms are defined in the Declaration) subject to the Declaration is a member and shall be entitled to vote as set forth herein and in the Declaration and the By-Laws.

Article 7. Board of Directors. The business and affairs of the Association shall be governed by a board of directors, the number, qualification, and method of election of which shall be as set forth in the By-Laws. The initial Board of Directors shall consist of the Persons listed below:

President – Bill Oliver – P.O. Box 391266, Snellville, GA 30039
Vice President – Harry St. Louis - P.O. Box 391266, Snellville, GA 30039
Secretary – Michelle Archie - P.O. Box 391266, Snellville, GA 30039
Treasurer – Patrick White - P.O. Box 391266, Snellville, GA 30039

Article 8. Indemnification of Directors. To the extent consistent with the Georgia Nonprofit Corporation Code, as it exists on the date hercof or as it may hereafter be amended, the Association shall indemnify its officers and directors as required by the Declaration and By-Laws. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

Article 9. Dissolution. The Association may be dissolved only upon a resolution duly adopted by the board of directors and the affirmative vote of members who are Owners of not less than two-thirds (2/3) of the Lots, and the approval of the Gwinnett County Board of Commissioners, if required by local ordinance. Upon dissolution of the Association, any remaining real property of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that acceptance of such dedication is refused, 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 10. Merger and Consolidation. The Association may merge or consolidate only upon a resolution duly adopted by the board of directors and the affirmative vote of members who are Owners of not less than two-thirds (2/3) of the Lots.

Article 11. Amendments. These Articles may be amended only upon a resolution duly adopted by the board of directors and the affirmative vote of at least two-thirds (2/3) of the total eligible votes of the members; provided however, no members shall be entitled to vote on any amendment to these Articles of Incorporation for the sole purpose of complying with the requirements of any governmental or quasi governmental entity or institutional lender authorized to fund, insure or guarantee mortgages on individual Lots, as such requirements may exist from time to time, which amendments may be adopted by the board of directors.

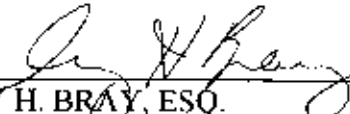
The board of directors, upon adoption of a resolution adopted by at least two-thirds (2/3) of the board of directors, may without the need for a membership vote, adopt an amendment to these Articles to adopt the Georgia Property Owners Association Act.

Article 12. Incorporator. The name and address of the incorporator is as follows:

Amy H. Bray, Esq.
Rubin Lublin, LLC
3740 Davinci Ct., Suite 150
Peachtree Corners, Georgia 30092

Article 13. Registered Agent. The initial registered agent of the Corporation is Amy H. Bray, Esq., Rubin Lublin, LLC, at the address of 3740 Davinci Ct., Suite 150, Peachtree Corners, Georgia 30092.

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



AMY H. BRAY, ESQ.

Rubin Lublin, LLC
3740 Davinci Ct., Suite 150
Peachtree Corners, Georgia 30092

RECORDED
INDEXED
11/18/04
PM 2:04



Brian P. Kemp
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.georgia.gov/corporations

**TRANSMITTAL INFORMATION
GEORGIA PROFIT OR NONPROFIT CORPORATIONS**

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: Associations@rubinlublin.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. _____
Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

Lochwolde Homeowners Association, Inc.

Corporate Name (List exactly as it appears in articles)

2. Amy H. Bray, Esq. 770-246-3316
Name of person filing articles (Certificate will be mailed to this person at address below.) Telephone Number

3740 Davinci Court, Suite 150

Address

Peachtree Corners GA 30092
City State Zip Code

3. Mail the following items to the Secretary of State at the above address:

- 1) This transmittal form;
- 2) The Articles of Incorporation; and
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (List of legal organs is posted at web site; or, the Clerk of Superior Court can advise you of the official organ in a particular county.)

Signature of Authorized Person:  Date: 03/31/2016

Print Name: Amy H. Bray

Request certificates and obtain entity information via the Internet: sos.georgia.gov/corporations