UNITED STATES OF AMERICA

State of Louisiana

UNION JUSTICE AND CONFIDENCE

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

HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION,

Domiciled at Slidell, Louisiana, Parish of St. Tammany,

A corporation organized under the provisions of R. S. 1950, Title 12, Chapter 2, as amended,

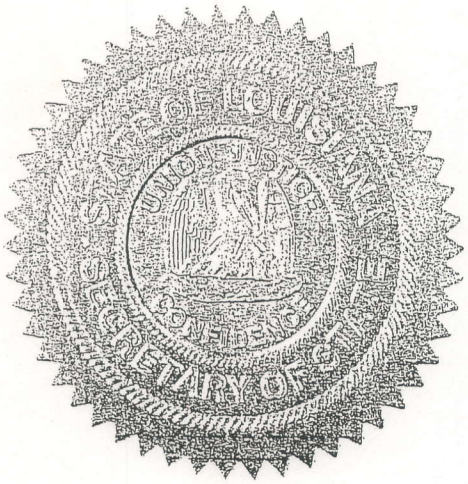
By Act executed on March 17, 1980, and acknowledged on March 17, 1980 and March 20, 1980, the date when corporate existence began,

Was filed and recorded in this Office on March 24, 1980, in the Record of Non-Profit Corporations Book 50,

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,
March 24, 1980.

Jim Brown
Secretary of State



UNITED STATES OF AMERICA

State of Louisiana

UNION JUSTICE AND CONFIDENCE

James H. "Jim" Brown

SECRETARY OF STATE

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

a copy of an Amendment to the Articles of Incorporation of

HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION,

A Louisiana corporation domiciled at Slidell, amending

Article II,

Said Amendment being by Act before a Notary Public in and for the Parish of St. Tammany, on May 6, 1980,

Was recorded in this Office on May 15, 1980, the date Amendment became effective, and filed in the Record of Non-Profit Corporations Book 50.

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,

May 15, 1980.

Jim Brown

Secretary of State

STATE OF LOUISIANA UNION JUSTICE AND CONFIDENCE SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION

STATE OF LOUISIANA

BE IT KNOWN BY THESE PRESENTS, THAT WE, THE UNDERSIGNED, ALL OF THE FULL AGE OF MAJORITY, DECLARED, IN THE PRESENCE OF THE UNDERSIGNED COMPETENT WITNESSES, THAT, AVAILING OURSELVES OF THE BENEFITS AND PROVISIONS OF THE CONSTITUTION OF THE STATE OF LOUISIANA AND THE LAWS OF SAID STATE RELATIVE TO THE ORGANIZATION OF NON-PROFIT CORPORATIONS, AND PARTICULARLY OF THE PROVISIONS OF LOUISIANA REVISED STATUTES, TITLE 12, SECTIONS 201 INCLUSIVE, WE HAVE UNITED TO FORM, AND DO BY THESE PRESENTS FORM AND ORGANIZE OURSELVES, AS WELL AS ALL OTHER PERSONS WHO MAY HEREAFTER JOIN OR BECOME ASSOCIATED WITH US OR OUR SUCCESSORS, INTO A NON-PROFIT CORPORATION FOR THE OBJECTS AND PURPOSES AND UNDER THE COVENANTS, STIPULATIONS AND AGREEMENTS FOLLOWING, TO-WIT:

ARTICLE I

THE NAME AND TITLE OF THIS CORPORATION SHALL BE HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION, HEREAFTER CALLED THE "ASSOCIATION", AND, UNDER AND BY SAID NAME, UNLESS SOONER DISSOLVED IN ACCORDANCE WITH LAW, IT SHALL EXIST AND CONTINUE, AND SHALL HAVE AND ENJOY CORPORATE EXISTENCE AND SUCCESSION, IN PERPETUITY, DURING WHICH TIME IT, GENERALLY, SHALL POSSESS ALL THE POWERS, RIGHTS, PRIVILEGES, CAPACITIES AND IMMUNITIES WHICH NON-PROFIT CORPORATIONS ARE AUTHORIZED, AND MAY HEREAFTER BE AUTHORIZED, TO POSSESS UNDER THE CONSTITUTION AND LAWS OF THIS STATE, AND PARTICULARLY OF THE PROVISIONS OF LOUISIANA REVISED STATUTES, TITLE 12, SECTIONS 201, THROUGH 269 INCLUSIVE.

alford, guillot & anderson, ltd., a law corporation - p. o. box 870 - slidell, louisiana 70459 telephone 643-6440

ARTICLE II

OBJECT, PURPOSE AND POWERS OF THE ASSOCIATION

THIS ASSOCIATION DOES NOT CONTEMPLATE PECUNIARY GAIN OR PROFIT TO THE MEMBERS THEREOF, AND THE SPECIFIC OBJECTS AND PURPOSES FOR WHICH IT IS FORMED ARE TO PROVIDE FOR MAINTENANCE, PRESERVATION AND ARCHITECTURAL CONTROL OF THE RESIDENCE LOTS AND COMMON AREA WITHIN THAT CERTAIN TRACT OF PROPERTY DESCRIBED AS:

ALL THAT CERTAIN PARCEL OF LAND BEING SITUATED IN SECTIONS 4 AND 38, TOWNSHIP 9 SOUTH, RANGE 14 EAST, 9TH WARD, ST. TAMMANY PARISH, LOUISIANA, BEING MORE FULLY DESCRIBED AS FOLLOWS: FROM THE SECTION CORNER COMMON TO SECTIONS 4, 5 AND 38 IN SAID TOWNSHIP AND RANGE, ALSO THE POINT OF BEGINNING, GO SOUTH 19 DEGREES, 39 MINUTES, 38 SECONDS WEST 230.00 FEET; THENCE SOUTH 72 DEGREES, 36 MINUTES, 12 SECONDS EAST 374.85 FEET; THENCE NORTH 13 DEGREES, 34 MINUTES, 28 SECONDS EAST 775.21 FEET; THENCE SOUTH 70 DEGREES, 40 MINUTES, 47 SECONDS EAST ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF U. S. HIGHWAY NO. 190 A DISTANCE OF 80.40 FEET; THENCE SOUTH 13 DEGREES, 34 MINUTES, 28 SECONDS WEST 772.51 FEET; THENCE NORTH 72 DEGREES, 36 MINUTES, 12 SECONDS WEST 15.03 FEET; THENCE SOUTH 13 DEGREES, 34MINUTES, 28 SECONDS WEST 25.05 FEET; THENCE SOUTH 72 DEGREES, 36 MINUTES, 12 SECONDS EAST 135.00 FEET; THENCE SOUTH 10 DEGREES, 34 MINUTES, 06 SECONDS WEST 230.88 FEET; THENCE SOUTH 59 DEGREES WEST 314.72 FEET; THENCE NORTH 31 DEGREES WEST 15.30 FEET, THENCE SOUTH 59 DEGREES WEST 120.00 FEET; THENCE SOUTH 31 DEGREES EAST 111.65 FEET; THENCE SOUTH 65 DEGREES, 45 MINUTES WEST 488.34 FEET; THENCE NORTH 24 DEGREES, 15 MINUTES WEST 120.00 FEET; THENCE SOUTH 75 DEGREES, 20 MINUTES, 21 SECONDS WEST 96.60 FEET; THENCE NORTH 86 DEGREES, 30 MINUTES WEST 65.00 FEET; THENCE NORTH 03 DEGREES, 30 MINUTES EAST 120.62 FEET; THENCE GO ALONG A CURVE TO THE RIGHT, WHOSE RADIUS IS 369.11 FEET AND ARC IS 21.26 FEET; THENCE NORTH 86 DEGREES, 30 MINUTES WEST 23.75 FEET; THENCE NORTH 03 DEGREES, 30 MINUTES EAST 170.00 FEET; THENCE NORTH 86 DEGREES, 30 MINUTES WEST 195.00 FEET; THENCE NORTH 03 DEGREES, 30 MINUTES EAST 290.00 FEET; THENCE NORTH 86 DEGREES, 30 MINUTES WEST 120.00 FEET; THENCE NORTH 03 DEGREES, 30 MINUTES EAST 609.81 FEET; THENCE NORTH 69 DEGREES EAST 24.49 FEET; THENCE NORTH 17 DEGREES, 45 MINUTES WEST 87.00 FEET; THENCE NORTH 61 DEGREES EAST 36.00 FEET; THENCE NORTH 71 DEGREES EAST 121.00 FEET; THENCE NORTH 00 DEGREES, 15 MINUTES EAST 19.12 FEET; THENCE NORTH 68 DEGREES EAST 38.52 FEET; THENCE SOUTH 63 DEGREES, 14 MINUTES EAST 7.57 FEET; THENCE SOUTH 19 DEGREES, 30 MINUTES, 06 SECONDS WEST 185.57 FEET; THENCE SOUTH 70 DEGREES, 29 MINUTES, 53 SECONDS EAST 417.54 FEET; THENCE NORTH 19 DEGREES, 30 MINUTES, 07 SECONDS EAST 132.34 FEET; THENCE SOUTH 63 DEGREES, 14 MINUTES EAST 312.35 FEET BACK TO THE POINT OF BEGINNING.

AND TO PROMOTE THE HEALTH, SAFETY AND WELFARE OF THE RESIDENTS WITHIN THE ABOVE-DESCRIBED PROPERTY AND ANY ADDITIONS THERETO AS MAY HEREAFTER BE BROUGHT WITHIN THE JURISDICTION OF THIS ASSOCIATION FOR THIS PURPOSE TO:

1. EXERCISE ALL OF THE POWERS AND PRIVILEGES AND TO PERFORM ALL OF THE DUTIES AND OBLIGATIONS OF THE ASSOCIATION AS SET FORTH IN THAT CERTAIN DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR HUNTWYCK VILLAGE, A SUBDIVISION IN ST. TAMMANY PARISH,

LOUISIANA, RECORDED IN THE OFFICIAL RECORDS OF ST. TAMMANY PARISH, LOUISIANA, HEREINAFTER CALLED THE "DECLARATION", AND AS THE SAME MAY BE AMENDED FROM TIME TO TIME AS THEREIN PROVIDED, SAID DECLARATION BEING INCORPORATED HEREIN AS IF SET FORTH AT LENGTH AND TERMS USED HEREIN SHALL HAVE THE SAME MEANING AS THE DECLARATION;

2. FIX, LEVY, COLLECT AND ENFORCE PAYMENT BY ANY LAWFUL MEANS, ALL CHARGES AND ASSESSMENTS PURSUANT TO THE TERMS OF THE DECLARATION; TO PAY ALL EXPENSES IN CONNECTION THEREWITH AND ALL OFFICE AND OTHER EXPENSES INCIDENT TO THE CONDUCT OF THE BUSINESS OF THE ASSOCIATION, INCLUDING ALL LICENSES, TAXES OR GOVERNMENTAL CHARGES LEVIED OR IMPOSED AGAINST THE PROPERTY OF THE ASSOCIATION;

3. ACQUIRE (BY GIFT, PURCHASE, OR OTHERWISE), OWN, HOLD, IMPROVE, BUILD UPON, OPERATE, MAINTAIN, CONVEY, SELL, LEASE, TRANSFER, DEDICATE FOR PUBLIC USE OR OTHERWISE DISPOSE OF REAL OR PERSONAL PROPERTY IN CONNECTION WITH THE AFFAIRS OF THE ASSOCIATION;

4. BORROW MONEY, AND WITH THE ASSENT OF TWO-THIRDS (2/3) OF EACH CLASS OF MEMBERS, MORTGAGE, PLEDGE, OR HYPOTHECATE ANY OR ALL OF ITS REAL OR PERSONAL PROPERTY AS SECURITY FOR MONEY BORROWED OR DEBTS INCURRED;

5. DEDICATE, SELL, TRANSFER ALL OR ANY PART OF THE COMMON AREA TO ANY PUBLIC AGENCY, AUTHORITY, OR UTILITY FOR SUCH PURPOSES AND SUBJECT TO SUCH CONDITIONS AS MAY BE AGREED TO BY THE MEMBERS. NO SUCH DEDICATION OR TRANSFER SHALL BE EFFECTIVE UNLESS AN INSTRUMENT HAS BEEN SIGNED BY TWO-THIRDS (2/3) OF EACH CLASS OF MEMBERS, AGREEING TO SUCH DEDICATION, SALE OR TRANSFER;

6. PARTICIPATE IN MERGERS AND CONSOLIDATION WITH OTHER NON-PROFIT CORPORATIONS ORGANIZED FOR THE SAME PURPOSES OR ANNEX ADDITIONAL RESIDENTIAL PROPERTY AND COMMON AREA.

7. HAVE AND TO EXERCISE ANY AND ALL POWERS, RIGHTS AND PRIVILEGES AND ENGAGE IN ANY LAWFUL ACTIVITY FOR WHICH NON-PROFIT CORPORATIONS MAY BE FORMED.

THE GENERALITY OF THE FOREFOING IS LIMITED TO THE EXTENT THAT THE ASSOCIATION SHALL HAVE ONLY SUCH PURPOSES AND SHALL ENGAGE IN ONLY SUCH ACTIVITIES AS ARE PERMISSIBLE FOR TAX EXEMPT CORPORATIONS UNDER SECTION 501 OF THE INTERNAL REVENUE CODE OF 1954, AS IT MAY HEREAFTER BE AMENDED.

ARTICLE III

THE DOMICILE OF THIS ASSOCIATION SHALL BE ST. TAMMANY PARISH, LOUISIANA, AND THE LOCATION AND POST OFFICE ADDRESS OF ITS REGISTERED OFFICE SHALL BE 747 ROBERT ROAD, SLIDELL, LOUISIANA, 70458.

ARTICLE IV

THE FULL NAMES AND POST OFFICE ADDRESSES OF THE ASSOCIATION'S REGISTERED AGENTS ARE:

RANDALL K. BRADEN
747 ROBERT ROAD
SLIDELL, LOUISIANA 70458

NEIL ALFORD
P. O. BOX 870, 542 Old Spanish Trail,
SLIDELL, LOUISIANA 70459

ARTICLE V

OFFICERS

THE OFFICERS OF THE ASSOCIATION SHALL CONSIST OF A PRESIDENT, A VICE-PRESIDENT, A SECRETARY, A TREASURER AND SUCH OTHER OFFICERS AS THE DIRECTORS MAY ELECT OR APPOINT. ANY TWO OR MORE OFFICES MAY BE HELD BY THE SAME PERSON, EXCEPT THE OFFICE OF PRESIDENT AND SECRETARY. THE PRESIDENT, THE VICE-PRESIDENT, THE SECRETARY, AND THE TREASURER ARE TO BE ELECTED ANNUALLY BY THE BOARD OF DIRECTORS AND SHALL SERVE FOR ONE YEAR OR UNTIL THEIR SUCCESSORS ARE DULY ELECTED AND INSTALLED.

ARTICLE VI

BOARD OF DIRECTORS

THE CORPORATE POWERS AND MANAGEMENTS OF THIS ASSOCIATION SHALL BE VESTED IN, AND EXERCISED BY A BOARD OF DIRECTORS WHO NEED NOT BE MEMBERS OF THE ASSOCIATION. THE NUMBER OF DIRECTORS SHALL BE NOT LESS THAN FIVE MEMBERS NOR MORE THAN TEN MEMBERS AND SHALL BE ELECTED AS HEREINAFTER PROVIDED. THE FIRST ANNUAL MEETING OF THE MEMBERS SHALL BE HELD WITHIN ONE YEAR FROM THE DATE OF THE INCORPORATION OF THE ASSOCIATION AT 747 ROBERT ROAD, SLIDELL, LOUISIANA.

FAILURE TO ELECT DIRECTORS ANNUALLY SHALL NOT DISSOLVE THIS ASSOCIATION NOR IMPAIR ITS CORPORATE EXISTENCE OR MANAGEMENT, BUT THE DIRECTORS THEN IN OFFICE SHALL REMAIN IN OFFICE UNTIL THEIR SUCCESSORS SHALL HAVE BEEN DULY ELECTED AND INSTALLED.

A MAJORITY OF THE DIRECTORS SHALL CONSTITUTE A QUORUM, AND A QUORUM SHALL BE NECESSARY TO CONSIDER ANY QUESTION THAT MAY COME BEFORE ANY MEETING OF THE DIRECTORS. IF A QUORUM IS NOT PRESENT AT A DULY ASSEMBLED MEETING, A MAJORITY OF THOSE PRESENT MAY ADJOURN THE MEETING FROM TIME TO TIME, BUT MAY NOT TRANSACT ANY OTHER BUSINESS UNTIL A QUORUM IS SECURED. A QUORUM BEING PRESENT, THE AFFIRMATIVE VOTE OF A MAJORITY OF THE DIRECTORS PRESENT SHALL BE NECESSARY TO DECIDE ANY QUESTIONS.

THE BOARD OF DIRECTORS SHALL HAVE THE POWER TO MAKE, ALTER AND ANNUL SUCH BY-LAWS, RULES AND REGULATIONS FOR THE GOVERNMENT OF THE AFFAIRS OF THIS ASSOCIATION AS IT MAY DEEM PROPER, PROVIDED THEY ARE IN ACCORDANCE WITH AND DO NOT CONFLICT WITH THESE ARTICLES.

MEETINGS OF THE BOARD OF DIRECTORS MAY BE HELD OUTSIDE OF THE STATE OF LOUISIANA.

THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO ACT IN THE CAPACITY OF INITIAL DIRECTORS UNTIL THE SELECTION OF THEIR SUCCESSORS ARE:

NAME	ADDRESS
JEFFREY P. PAYSON	8303 SOUTHWEST FREEWAY, SUITE 610 HOUSTON, TEXAS 77074
LAURA F. WRENN	747 ROBERT ROAD SLIDELL, LOUISIANA 70458
RANDALL K. BRADEN	747 ROBERT ROAD SLIDELL, LOUISIANA 70458
ANDREW E. HOWARD	747 ROBERT ROAD SLIDELL, LOUISIANA 70458
LEONARD E. GLESSNER	747 ROBERT ROAD SLIDELL, LOUISIANA 70458

AT THE FIRST ANNUAL MEETING THE MEMBERS SHALL ELECT THREE (3) DIRECTORS FOR A TERM OF ONE YEAR AND TWO (2) DIRECTORS FOR A TERM OF TWO YEARS; AND AT EACH ANNUAL MEETING THEREAFTER THE MEMBERS SHALL ELECT THREE (3) DIRECTORS IN ONE YEAR AND TWO (2) DIRECTORS IN THE NEXT YEAR IN CONTINUING SEQUENCE, ALL FOR A TERM OF OFFICE OF TWO YEARS.

ARTICLE VII

MEMBERSHIP

THE MEMBERSHIP INCLUDES 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. 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 VIII

VOTING RIGHTS

THIS ASSOCIATION IS ORGANIZED ON A NON-STOCK BASIS WITH TWO (2) CLASSES OF VOTING MEMBERSHIPS:

CLASS A. CLASS A MEMBERS SHALL BE ALL OWNERS, WITH THE EXCEPTION OF THE DECLARANT, 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.

CLASS B. THE CLASS B MEMBER(S) SHALL BE THE DECLARANT (AS DEFINED IN THE DECLARATION), SHALL BE ENTITLED TO THREE (3) VOTES FOR EACH LOT OWNED. THE CLASS B MEMBERSHIP SHALL CEASE AND BE CONVERTED TO CLASS A MEMBERSHIP ON THE HAPPENING OF EITHER OF THE FOLLOWING EVENTS, WHICHEVER OCCURS EARLIER:

(A) WHEN THE TOTAL VOTES OUTSTANDING IN THE CLASS A MEMBERSHIP EQUALS THE TOTAL VOTES OUTSTANDING IN THE CLASS B MEMBERSHIP; OR

(B) ON JANUARY 1, 1990.

ARTICLE IX

DISSOLUTION

THE ASSOCIATION MAY BE DISSOLVED WITH THE ASSENT GIVEN IN WRITING AND SIGNED BY NOT LESS THAN TWO-THIRDS (2/3) OF EACH CLASS OF MEMBERS. UPON 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 THIS ASSOCIATION WAS CREATED. IN THE EVENT THAT SUCH DEDICATION

IS REFUSED ACCEPTANCE, SUCH ASSETS SHALL BE GRANTED, CONVEYED AND ASSIGED TO ANY NON-PROFIT CORPORATION, ASSOCIATION, TRUST OR OTHER ORGANIZATION TO BE DEVOTED TO SUCH SIMILAR PURPOSES.

ARTICLE X

AMENDMENTS

AMENDMENT OF THESE ARTICLES SHALL REQUIRE THE ASSENT OF SEVENTY-FIVE PERCENT (75%) OF THE VOTING MEMBERSHIP.

ARTICLE XI

VA/FHA APPROVAL

AS LONG AS THERE IS A CLASS B MEMBERSHIP, THE FOLLOWING ACTIONS WILL REQUIRE THE PRIOR APPROVAL OF THE VETERANS ADMINISTRATION AND/OR THE FEDERAL HOUSING ADMINISTRATION; ANNEXATION OF ADDITIONAL PROPERTIES, MERGERS AND CONSOLIDATIONS, MORTGAGING OF COMMON AREA, DEDICATION OF COMMON AREA, DISSOLUTION AND AMENDMENT OF THESE ARTICLES.

ARTICLE XII

INCORPORATORS

THE NAME AND POST OFFICE ADDRESS OF EACH INCORPORATOR IS:

NAME	ADDRESS
JEFFREY P. PAYSON	8303 SOUTHWEST FREEWAY, SUITE 610 HOUSTON, TEXAS 77074
LAURA F. WRENN	747 ROBERT ROAD SLIDELL, LOUISIANA 70458
RANDALL K. BRADEN	747 ROBERT ROAD SLIDELL, LOUISIANA 70458
ANDREW E. HOWARD	747 ROBERT ROAD SLIDELL, LOUISIANA 70458
LEONARD E. GLESSNER	747 ROBERT ROAD SLIDELL, LOUISIANA 70458

ARTICLE XIII

NOTICE OF MEETINGS

WRITTEN NOTICE OF EACH MEETING OF THE MEMBERS SHALL BE GIVEN BY, OR AT THE DIRECTION OF, THE SECRETARY OR PERSON AUTHORIZED TO CALL THE MEETING, BY MAILING A COPY OF SUCH NOTICE, POSTAGE PREPAID, NOT LESS THAN FIFTEEN (15) NOR MORE THAN FIFTY (50) DAYS BEFORE SUCH MEETING TO EACH MEMBER ENTITLED TO VOTE, THEREAT, ADDRESSED TO THE MEMBER'S ADDRESS LAST APPEARING ON THE BOOKS OF THE ASSOCIATION, OR SUPPLIED BY SUCH MEMBER TO THE ASSOCIATION FOR THE PURPOSE OF NOTICE. SUCH NOTICE SHALL SPECIFY THE PLACE, DAY AND HOUR OF THE MEETING, AND THE PURPOSE OF THE MEETING. NOTICE OF ANNUAL MEETINGS OTHER THAN THE INITIAL SHALL NOT BE REQUIRED.

IN WITNESS WHEREOF, WE HAVE ADOPTED AND EXECUTED THESE ARTICLES OF INCORPORATION, IN THE PRESENCE OF THE UNDERSIGNED COMPETENT WITNESSES.

WITNESSES:

JEFFREY P. PAYSON

WITNESSES:

JANA B. GROSS

CHARLENE R. GRIFFIN

LAURA F. WRENN

RANDALL K. BRADEN

ANDREW E. HOWARD

LEONARD E. GLESSNER

STATE OF TEXAS

COUNTY OF HARRIS

BE IT KNOWN, THAT ON MARCH 17, 1980 , BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, DULY COMMISSIONED, QUALIFIED AND SWORN WITHIN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY CAME AND APPEARED:

JEFFREY P. PAYSON

TO ME KNOWN TO BE THE IDENTICAL PERSON WHO EXECUTED THE ABOVE AND FOREGOING INSTRUMENT, WHO DECLARED AND ACKNOWLEDGED TO ME, NOTARY, IN THE PRESENCE OF THE UNDERSIGNED COMPETENT WITNESSES, THAT HE EXECUTED THE ABOVE AND FOREGOING INSTRUMENT OF HIS OWN FREE WILL, AS HIS OWN ACT AND DEED, FOR THE USES, PURPOSES AND BENEFITS THEREIN EXPRESSED.

WITNESSES:

Melinda Grayless

Lynn D. Whittredge

JEFFREY P. PAYSON

NOTARY PUBLIC COUNTY OF HARRIS

Barbara Schader

NOTARY PUBLIC

BARBARA SCHADER

Notary Public in and for Harris County, Texas

My Commission Expires May 4, 1980

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

BE IT KNOWN, THAT ON March 20, 1980 , BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, DULY COMMISSIONED, QUALIFIED AND SWORN WITHIN AND FOR THE STATE AND PARISH AFORESAID, PERSONALLY CAME AND APPEARED:

LAURA F. WRENN, RANDALL K. BRADEN, ANDREW E. HOWARD AND LEONARD E. GLESSNER TO ME KNOWN TO BE THE IDENTICAL PERSONS WHO EXECUTED THE ABOVE AND FOREGOING INSTRUMENT, WHO DECLARED AND ACKNOWLEDGED TO ME, NOTARY, IN THE PRESENCE OF THE UNDERSIGNED COMPETENT WITNESSES, THAT THEY EXECUTED THE ABOVE AND FOREGOING INSTRUMENT OF THEIR OWN FREE WILL, AS THEIR OWN ACT AND DEED, FOR THE USES, PURPOSES AND BENEFITS THEREIN EXPRESSED.

WITNESSES:

Jana B. Gross
JANA B. GROSS

Charlene R. Griffin
CHARLENE R. GRIFFIN

Laura F. Wrenn
LAURA F. WRENN

Randall K. Braden
RANDALL K. BRADEN

Andrew E. Howard
ANDREW E. HOWARD

Leonard E. Glessner
LEONARD E. GLESSNER

Neil
NEIL ALFORD NOTARY PUBLIC

AMENDMENT OF ARTICLES OF INCORPORATION
OF
HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

BE IT KNOWN, That on May 6, 1980, before me a Notary Public for St. Tammany Parish, Louisiana, and in the presence of the undersigned competent witnesses, PERSONALLY CAME AND APPEARED:

HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION, a non-profit corporation organized under the laws of the State of Louisiana, domiciled in the Parish of St. Tammany, the articles of incorporation of which are recorded at Misc. Book 18, folio 302 in the official records of St. Tammany Parish, Louisiana, whose mailing address is 747 Robert Road, Slidell, Louisiana 70458, appearing herein by and through Andrew E. Howard, its President, duly authorized by the Unanimous Consent Agreement to Amend Articles of Incorporation of Huntwyck Village Homeowners Association dated May 5, 1980, a multiple original of which is annexed hereto and made a part hereof;

who declared that Article II of the Articles of Incorporation of HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION be amended to henceforward read as follows:

ARTICLE II

OBJECT, PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific objects and purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots within that certain tract of property described as:

All that certain parcel of land being situated in Sections 4 and 38, Township 9 South, Range 14 East, 9th Ward, St. Tammany Parish, Louisiana, being more fully described as follows:

From the Section Corner common to Sections 4, 5 and 38 in said Township and Range, go South 19 degrees, 39 minutes, 38 seconds West 230.00 feet to the Point of Beginning. Thence from the Point of Beginning go South 72 degrees, 36 minutes, 12 seconds East 374.85 feet to a point; thence North 13 degrees, 34 minutes, 28 seconds East 775.21 feet to a point on the Southerly Right-of-Way Line of U. S. Hwy. 190; thence along said Southerly Right-of-Way Line South 70 degrees, 40 minutes, 47 seconds East 80.40 feet to a point; thence South 13 degrees, 34 minutes, 28 seconds West 772.51 feet to a point; thence North 72 degrees, 36 minutes, 12 seconds West 15.03 feet to a point; thence South 13 degrees, 34 minutes, 28 seconds West 25.05 feet to a point; thence South 72 degrees, 36 minutes, 12 seconds East 135.00 feet to a point; thence South 10 degrees, 34 minutes, 06 seconds West 230.88 feet to a point; thence South 59 degrees, 00 minutes, 00 seconds ' st

314.72 feet to a point; thence North 31 degrees, 00 minutes, 00 seconds West 15.3 feet to a point; thence South 59 degrees, 00 minutes 00 seconds West 120.0 feet to a point; thence South 31 degrees, 00 minutes, 00 seconds East 111.65 feet to a point; thence South 65 degrees, 45 minutes, 00 seconds West 488.34 feet to a point; thence North 24 degrees, 15 minutes, 00 seconds West 120.00 feet to a point; thence South 75 degrees, 20 minutes, 21 seconds West 96.6 feet to a point; thence North 86 degrees, 30 minutes, 00 seconds West 65.0 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 120.62 feet to a point; thence go along a curve to the right, whose radius is 369.11 feet and arc is 21.26 feet; thence North 86 degrees, 30 minutes, 00 seconds West 23.75 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 170.00 feet to a point; thence North 86 degrees, 30 minutes, 00 seconds West 195.0 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 290.0 feet to a point; thence North 86 degrees, 30 minutes, 00 seconds West 120.0 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 476.35 feet to a point; thence go North 84 degrees, 00 minutes, 00 seconds East 16.97 feet to a point; thence go along a curve to the right, whose radius is 466.9 feet and arc is 8.4 feet; thence North 03 degrees, 30 minutes, 00 seconds East 104.85 feet to a point; thence North 45 degrees, 00 minutes, 00 seconds East 43.54 feet to a point; thence South 89 degrees, 04 minutes, 20 seconds East 68.60 feet to a point; thence South 70 degrees, 29 minutes, 53 seconds East 417.54 feet to a point; thence South 19 degrees, 30 minutes, 07 seconds West 120.0 feet to a point; thence South 70 degrees, 29 minutes, 53 seconds East 187.88 feet to a point; thence South 62 degrees, 26 minutes, 55 seconds East 122.54 feet back to the Point of Beginning.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

1. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, and Restrictions for Huntwyck Village, a subdivision in St. Tammany Parish, Louisiana, recorded in the official records of St. Tammany Parish, Louisiana, hereinafter called the "Declaration", and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length and terms used herein shall have the same meaning as the Declaration;
2. Fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
3. Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
4. Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, or hypothecate any or all

of its real or personal property as security for money borrowed or debts incurred;

5. Dedicate, sell, transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;
6. Participate in mergers and consolidation with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area.
7. Have and to exercise any and all powers, rights and privileges and engage in any lawful activity for which non-profit corporations may be formed.

The generality of the foregoing is limited to the extent that the Association shall have only such purposes and shall engage in only such activities as are permissable for tax exempt corporations under Section 501 of the Internal Revenue Code of 1954, as it may hereafter be amended.

THUS DONE AND PASSED in multiple original, in my office in Slidell, Louisiana, on the day, month and year first above written, in the presence of the undersigned competent witnesses, who have hereunto signed their names with the said appearer and me, Notary, after reading of the whole.

WITNESSES:

Jana B. Gross
JANA B. GROSS

Theresa A. Jones
THERESA A. JONES

HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION

BY: Andrew E. Howard
ANDREW E. HOWARD, PRESIDENT

Neil
NEIL ALFORD - NOTARY PUBLIC

UNANIMOUS CONSENT AGREEMENT
TO AMEND
ARTICLES OF INCORPORATION
OF
HUNTWYCK VILLAGE HOMEOWNERS ASSOCIATION

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

Be it known that, GENERAL HOMES-LOUISIANA, INC., a corporation organized under the laws of the State of Louisiana, domiciled in the Parish of St. Tammany, the articles of incorporation ot which are recorded at Misc. Book 11, folio 315 in the official records of St. Tammany Parish, Louisiana, whose mailing address is 747 Robert Road, Slidell, La. 70458, appearing herein by and through Randall K. Braden, its Executive Vice President, duly authorized by resolution of the Board of Directors of said corporation dated January 23, 1979, a certified copy whereof is recorded at COB 912, folio 306 in the official records of St. Tammany Parish, Louisiana, being all the members of record, entitled to vote, of Huntwyck Village Homeowners Association, a corporation existing under the laws of Louisiana, domiciled in the Parish of St. Tammany, organized by act recorded at Misc. Book 18, folio 302 in the offical records of St. Tammany Parish, Louisiana, and in order to obviate the necessity of a meeting of the members of said corporation, do and hereby consent to the following corporate action on the part of such corporation.

1.

That the Articles of Incorporation of Huntwyck Village Homeowners Association be amended by amending Article II thereof to read as follows:

ARTICLE II

OBJECT, PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific objects and purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots within that certain tract of property described as:

All that certain parcel of land being situated in Sections 4 and 38, Township 9 South, Range 14 East, 9th Ward, St. Tammany Parish, Louisiana, being more fully described as follows:

From the Section Corner common to Sections 4, 5 and 38 in said Township and Range, go South 19 degrees, 39 minutes, 38 seconds West 230.00 feet to the Point of Beginning. Thence from the Point of Beginning go South 72 degrees, 36 minutes, 12 seconds East 374.85 feet to a point; thence North 13 degrees, 34 minutes, 28 seconds East 775.21 feet to a

point on the Southerly Right-of-Way Line of U. S. Hwy. 190; thence along said Southerly Right-of-Way Line South 70 degrees, 40 minutes, 47 seconds East 80.40 feet to a point; thence South 13 degrees, 34 minutes, 28 seconds West 772.51 feet to a point; thence North 72 degrees, 36 minutes, 12 seconds West 15.03 feet to a point; thence South 13 degrees, 34 minutes, 28 seconds West 25.05 feet to a point; thence South 72 degrees, 36 minutes, 12 seconds East 135.00 feet to a point; thence South 10 degrees, 34 minutes, 06 seconds West 230.88 feet to a point; thence South 59 degrees, 00 minutes, 00 seconds West 314.72 feet to a point; thence North 31 degrees, 00 minutes, 00 seconds West 15.3 feet to a point; thence South 59 degrees, 00 minutes 00 seconds West 120.0 feet to a point; thence South 31 degrees, 00 minutes, 00 seconds East 111.65 feet to a point; thence South 65 degrees, 45 minutes, 00 seconds West 488.34 feet to a point; thence North 24 degrees, 15 minutes, 00 seconds West 120.00 feet to a point; thence South 75 degrees, 20 minutes, 21 seconds West 96.6 feet to a point; thence North 86 degrees, 30 minutes, 00 seconds West 65.0 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 120.62 feet to a point; thence go along a curve to the right, whose radius is 369.11 feet and arc is 21.26 feet; thence North 86 degrees, 30 minutes, 00 seconds West 23.75 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 170.00 feet to a point; thence North 86 degrees, 30 minutes, 00 seconds West 195.0 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 290.0 feet to a point; thence North 86 degrees, 30 minutes, 00 seconds West 120.0 feet to a point; thence North 03 degrees, 30 minutes, 00 seconds East 476.35 feet to a point; thence go North 84 degrees, 00 minutes, 00 seconds East 16.97 feet to a point; thence go along a curve to the right, whose radius is 466.9 feet and arc is 8.4 feet; thence North 03 degrees, 30 minutes, 00 seconds East 104.85 feet to a point; thence North 45 degrees, 00 minutes, 00 seconds East 43.54 feet to a point; thence South 89 degrees, 04 minutes, 20 seconds East 68.60 feet to a point; thence South 70 degrees, 29 minutes, 53 seconds East 417.54 feet to a point; thence South 19 degrees, 30 minutes, 07 seconds West 120.0 feet to a point; thence South 70 degrees, 29 minutes, 53 seconds East 187.88 feet to a point; thence South 62 degrees, 26 minutes, 55 seconds East 122.54 feet back to the Point of Beginning.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

1. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, and Restrictions for Huntwyck Village, a subdivision in St. Tammany Parish, Louisiana, recorded in the official records of St. Tammany Parish, Louisiana, hereinafter called the "Declaration", and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length and terms used herein shall have the same meaning as the Declaration;
2. Fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the

business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

3. Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
4. Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
5. Dedicate, sell, transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;
6. Participate in mergers and consolidation with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area.
7. Have and to exercise any and all powers, rights and privileges and engage in any lawful activity for which non-profit corporations may be formed.

The generality of the foregoing is limited to the extent that the Association shall have only such purposes and shall engage in only such activities as are permissable for tax exempt corporations under Section 501 of the Internal Revenue Code of 1954, as it may hereafter be amended.

2.

Andrew E. Howard, President, may appear before any notary public and execute a notarial act of amendment putting this amendment into authentic form, to do any and all things necessary and proper to carry out the consent and agreement contained in this document and to fulfill the objects and purposes thereof.

3.

To waive any and all requirements for notice amending the Articles of Incorporation of Huntwyck Village Homeowners Association by amending the above article.

IN WITNESS WHEREOF, I have hereunto signed my name in multiple original at Slidell, St. Tammany Parish, Louisiana on May 5, 1980.

WITNESSES:

Jana B. Gross

JANA B. GROSS

Theresa A. Jones

THERESA A. JONES

GENERAL HOMES - LOUISIANA, INC.

BY: Randall K. Braden

RANDALL K. BRADEN,
EXECUTIVE VICE PRESIDENT

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

I, the undersigned Secretary of Huntwyck Village Homeowners Association, a corporation existing under the laws of Louisiana, domiciled in the Parish of St. Tammany, hereby certify that the subscriber, General Homes-Louisiana, Inc., to the foregoing instrument constitute all of the members entitled to vote of said corporation.

IN WITNESS WHEREOF, I hereto set my hand, May 5, 1980 at Slidell, Louisiana.

Laura F. Wrenn

LAURA F. WRENN - SECRETARY