



**Tom Schedler**  
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

**EAGLE LANDING PROPERTY OWNER'S ASSOCIATION, INC.**

Domiciled at MADISONVILLE, LOUISIANA,

Was filed and recorded in this Office on August 24, 2012,

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. Title 12, Chapter 2.

St. Tammany Parish 20  
Instrument #: 1870273  
Registry #: 2169909 bdp  
09/04/2012 3:45:00 PM  
MB X CB MI X UCC

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,

August 27, 2012

*Secretary of State*

AL 40926432N



Certificate ID: 10302902#YNJ62

To validate this certificate, visit the following web site, go to Commercial Division, Certificate Validation, then follow the instructions displayed.  
[www.sos.louisiana.gov](http://www.sos.louisiana.gov)



**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana, I do hereby Certify that*  
the attached document(s) of

**EAGLE LANDING PROPERTY OWNER'S ASSOCIATION, INC.**

are true and correct and are filed in the Louisiana Secretary of State's Office.  
Original Filing 08/24/2012 7 pages

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,

August 27, 2012

*Secretary of State*  
AL 40926432N



Certificate ID: 10302903#8QK73

To validate this certificate, visit the following  
web site, go to **Commercial Division**,  
**Certificate Validation**, then follow the  
instructions displayed.  
[www.sos.louisiana.gov](http://www.sos.louisiana.gov)

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JONES FUSSELL

003/009

**ARTICLES OF INCORPORATION  
OF**

**EAGLE LANDING PROPERTY  
OWNER'S ASSOCIATION, INC.**

**UNITED STATES OF AMERICA  
STATE OF LOUISIANA  
PARISH OF ST. TAMMANY**

**BE IT KNOWN**, that on this 24<sup>th</sup> day of August, in the year of Our Lord, two thousand and twelve:

**BEFORE ME**, the undersigned Notary Public, duly commissioned and qualified in and for the state and parish aforesaid, therein residing, and in the presence of the undersigned competent witnesses:

**PERSONALLY CAME AND APPEARED:**

**EAGLE LANDING DEVELOPERS, L.L.C.**, a Louisiana limited liability company, doing business in the Parish of St. Tammany, State of Louisiana, herein represented by Vaughn Knight and Stephen M. Blanc, Sr., its duly authorized sole members, its address being 324 Pencarrow Circle, Madisonville, Louisiana 70447; with its mailing address being P.O. Box 1425, Madisonville, Louisiana 70447 (hereinafter referred to as the "Developer").

who declared to me, in the presence of the undersigned competent witnesses, that availing itself of the provisions of Louisiana Non-Profit Corporation Law, Chapter 12, Section 201-269 of the Louisiana Revised Statutes, now in effect and as amended; and who does hereby organize a non-profit corporation in pursuance of that law, and in accordance with the following articles of incorporation:

The undersigned does hereby adopt the following as the Articles of Incorporation of Eagle Landing Property Owner's Association, Inc., for the purpose of forming a corporation under the Louisiana Non-Profit Corporation Law, Chapter 12, Sections 201-269, inclusive, of the Louisiana Revised Statutes now in effect and as amended.

**ARTICLE I.  
NAME**

The name of the corporation shall be: Eagle Landing Property Owner's Association, Inc., (hereinafter referred to as the "Association").

**ARTICLE II.  
PURPOSE**

The purpose for which the Association is organized is to provide a legal entity which shall obtain rights, privileges and obligations under restrictive covenants for Eagle Landing Subdivision established by the Developer, October 28, 2009, and recorded in the official records of St. Tammany Parish, Louisiana, as Instrument No. 1747423, as same may be amended from

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time to time, hereinafter referred to as "Restriction Covenants", for the development, management, regulation, operation and maintenance of the subdivision easements, improvements, green spaces, common areas, detention ponds, entrance features, and other properties of every kind and character, described in the Restrictive Covenants of Eagle Landing Subdivision.

**ARTICLE III.**  
**DOMICILE AND MAILING ADDRESS**

The domicile of this corporation shall be St. Tammany Parish, Louisiana, and its registered office shall be located at 324 Pencarrow Circle, Madisonville, Louisiana 70447. The corporation's mailing address shall be Post Office Box 1425, Madisonville, Louisiana 70447.

**ARTICLE IV.**  
**POWERS**

The Association's powers shall include and be governed by the following provisions:

A. The Association shall have all the powers authorized by the Laws of the State of Louisiana, and in particular the Louisiana Non-Profit Corporation Law as it now exists and as it may be amended from time to time, except in instances where the Non-Profit Corporation Law as aforesaid conflicts with the provisions of these Articles of Incorporation or by the By-Laws executed this date, the Articles and By-Laws shall govern.

B. The Association shall have all of the powers, duties and obligations allowed by law, except as limited by these Articles of Incorporation, the By-Laws of the Association executed in connection with these Articles, and the Restriction Covenants, as all of these documents may be amended from time to time. The said power shall include, but is not limited to, the following:

1. To make and collect assessments against members in order to pay the costs necessary for the orderly maintenance of Eagle Landing Subdivision.
2. To use the proceeds of assessments in the exercise of its powers and duties as provided for in the Restriction Covenants, Articles and By-Laws.
3. To maintain and improve easements, the subdivision, road, green spaces, common areas, detention ponds, entrance gates features, and other properties of every kind and character, both movable and immovable, in Eagle Landing Subdivision, and to further maintain and improve property owned by the Association.
4. To enact, amend and enforce reasonable rules and regulations for the use of the property within Eagle Landing Subdivision.
5. To enforce, by all legal means available to the Association, the provisions of the Laws of the State of Louisiana, the Articles, By-Laws, Restrictive Covenants, and Regulations of the Association.

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6. To enter into contracts and agreements for the management, maintenance and improvement of the property in Eagle Landing Subdivision.

7. To borrow monies and open bank accounts in the name of and on behalf of the Association.

C. The ownership of all properties and funds acquired by the Association and the proceeds thereof shall be held and administered in trust by the Officers of the Association, for the benefit of the Association members and the Association property, green spaces and common areas located within Eagle Landing Subdivision in accordance with the provisions of the Restriction Covenants, Articles, By-Laws and the Laws of the State of Louisiana relative to Non-Profit Corporations.

#### **ARTICLE V. MEMBERS**

This corporation is to be organized on a non-stock basis. The Association shall have two classes of voting membership:

A. Every person, group of persons, corporation, partnership, trust or other legal entity, or any combination thereof, who becomes a record owner of a fee interest in any lot with a permanent structure by transfer from the Developer, a builder, or subsequent owner which is or becomes subject to this act of dedication shall be a Class A member of the Association. Each Class A member of the Association shall be entitled to one (1) vote for each lot to which Class A membership is appurtenant, and the vote shall be cast in accordance with the bylaws of the Association.

B. There shall be three hundred (300) Class B memberships, all of which shall be issued to the Developer or its nominee or nominees. The Class B members shall be entitled to one (1) vote for each Class B membership so held, however, each Class B membership shall lapse and become a nullity upon surrender of said class B memberships by the then holders thereof for cancellation on the books of the Association.

Upon the lapse and/or surrender of all the Class B memberships, as provided for in this Article, the Developer shall continue to be a Class A member of the Association as to each and every lot in which the Developer holds the interest otherwise required for such Class A membership.

#### **ARTICLE VI. DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors consisting of such number of Directors as shall be determined by the By-Laws, but having not less than two (2) Directors and not more than five (5) Directors. Directors shall be elected at the annual members meeting in the manner provided by the By-Laws. The Directors may be removed and vacancies on the Board filled as provided by the By-Laws. The Directors named herein shall

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serve until the first election of Directors. The names and addresses of the members of the first Board of Directors are as follows:

Vaughn Knight  
324 Pencarrow Circle  
Madisonville, Louisiana 70447

Stephen M. Blanc, Sr.  
288 Dummyline Road  
Madisonville, Louisiana 70447

The above named Directors shall hold office until their successors are elected and have qualified or until removed from office.

#### **ARTICLE VII.** **OFFICERS**

The Association's affairs shall be administered by the Officers of the Board of Directors of the association. Such Officers shall serve at the pleasure of the Board of Directors. The initial Officers' names and addresses are:

Vaughn Knight, President  
324 Pencarrow Circle  
Madisonville, Louisiana 70447

Stephen M. Blanc, Sr., Secretary/Treasurer  
288 Dummyline Road  
Madisonville, Louisiana 70447

The above named Officers shall hold office and serve until their successors are designated by the Board of Directors and have qualified or until removed from office.

#### **ARTICLE VIII.** **INDEMNIFICATION**

Each Director and each Officer of the Association shall be indemnified by the Association against all liabilities and expenses, including attorney's fees reasonably incurred or imposed on him in connection with any proceeding in which he may be a party, or in which he may become involved, by reason of his being or having been an Officer or Director of the Association, or any settlement thereof, regardless of whether he is an Officer or Director at the time such liabilities and expenses are incurred, unless the Officer or Director is adjudged guilty of willful malfeasance or malfeasance in the performance of his duties. In case of a settlement, the indemnification provided for herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the Association's best interest. The above described right of indemnification shall not be exclusive of all other rights to which such Director or Officer may be entitled but shall be in addition to such other rights.

#### **ARTICLE IX.** **BY-LAWS**

The Board of Directors shall adopt the first By-Laws of the Association. The said By-Laws may be amended, changed or repealed in the manner provided by said By-Laws.



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**ARTICLE X.**  
**AMENDMENTS TO ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended in the following manner:

The notice of any meeting at which a proposed amendment is considered shall include notice of the subject matter of the proposed amendment. Either the Board of Directors or any member of the Association may propose a resolution approving a proposed amendment. An amendment must be approved by a vote or written consent of the members representing fifty one (51%) percent of the total voting power of the Association or may be amended by the Developer without a vote for as long as the Class B memberships are in existence. No amendments shall make any changes in the qualifications for membership without the unanimous approval in writing by all the members. A copy of each amendment shall be certified by the secretary and recorded in the public records of St. Tammany Parish, Louisiana.

**ARTICLE XI.**  
**TERM OF ASSOCIATION**

The Association shall continue to exist as long as the Restrictive Covenants are imposed (as they may be amended) upon the property known as Eagle Landing Subdivision, in St. Tammany Parish, Louisiana, unless the members elect to terminate the Association sooner by two-thirds (2/3) vote of approval of the total voting power of the Association.

**ARTICLE XII.**  
**REGISTERED AGENT**

The full name and post office address of the corporation's registered agent is:

Paul J. Mayronne  
1001 Hwy 190 Serv Rd E #103  
Covington, Louisiana 70433

**ARTICLE XIII.**  
**INCORPORATOR**

Eagle Landing Developers, L.L.C.  
324 Pencarrow Circle  
Madisonville, Louisiana 70447

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THUS DONE AND PASSED in Covington, Louisiana, on the day, month and year herein above first written, in the presence of the undersigned competent witnesses.

WITNESSES:

Rachel L. Miller  
Rachel L. Miller  
Michelle N. Scott  
Michelle N. Scott

EAGLE LANDING DEVELOPERS, L.L.C.

By: Vaughn Knight  
VAUGHN KNIGHT, MEMBER

By: Stephen M. Blanc Sr.  
STEPHEN M. BLANC, SR., MEMBER

Paul J. Mayronne  
PAUL J. MAYRONNE, NOTARY PUBLIC  
LOUISIANA BAR ROLL NO. 25788



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JONES FUSSELL

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**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987**

TO: State Corporation Department  
State of Louisiana

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

On this 24<sup>th</sup> day of August, 2012, before me, Notary Public in and for the state and parish aforesaid, personally came and appeared: Paul J. Mayronne, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of EAGLE LANDING PROPERTY OWNER'S ASSOCIATION, INC., which is a corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 1, 2 and 3.

  
Paul J. Mayronne, Registered Agent

Sworn to and subscribed before me,  
this 24<sup>th</sup> day of August, 2012.

  
Paula L. Ryan, Notary Public  
Notary No. 68884