

STATE OF ALABAMA §  
§  
COUNTY OF MORGAN §

**DEERFOOT ESTATES HOMEOWNERS' ASSOCIATION, INC.**  
**(A non profit corporation Not for Profit)**

**THE HONORABLE JUDGE OF PROBATE, MORGAN COUNTY, ALABAMA**

This is to certify that for the purpose of forming a corporation pursuant to the provisions of the Alabama Non-Profit Corporation Act: Section 10-3A-1, et seq. Code of Alabama 1075, as amended, the undersigned to hereby make and file the following Articles of Incorporation:

**ARTICLE I**

The name of the Corporation shall be "Deerfoot Estates Homeowners' Association, Inc."

The Corporation is sometimes referred to herein as the "Corporation" or the "Association."

**ARTICLE II**

**DEFINITIONS**

**SECTION 2.1. ARTICLES OF INCORPORATION:** The original or restated Articles of Incorporation and all amendments thereto.

**2.2. BOARD OF DIRECTORS:** The group of persons vested with the management of the affair of the Corporation irrespective of the name by which such group is designated.

**2.3. BYLAWS:** The code or code adopted for the regulation or management of the affairs of the Corporation irrespective of the name or names by which such rules are designated.

**2.4. MEMBER:** One having membership rights in a corporation or Bylaws. A member may be a natural person, a partnership, a professional association or Professional Corporation or a corporation for profit or a non-profit corporation. A member must be a record owner of member's property.

**2.5. ASSOCIATION LAND:** That part of Deerfoot Estates, which may at any time hereafter be owned by the Association for so long as the Association or successor thereof may be the owner thereof.

**2.6. OPEN SPACES OR COMMON AREAS:** Deerfoot Estates Homeowners' Association, Inc. property, which is, conveyed to the Association by the owners or developers of Deerfoot Estates Homeowners' Association, Inc. or a part thereof.

**2.7. RESIDENT:** Any person or persons occupying Member's Property.

**2.8. ASSOCIATION:** The Deerfoot Estates Homeowners' Association, Inc., its successors or assigns.

**2.9. MEMBERSHIP:** Membership in the Deerfoot Estates Homeowners' Association, Inc. shall be limited to record owners of real property in the Deerfoot Estates Subdivision.

**2.10. MEMBERSHIP FOR VOTING PURPOSES:** Membership for voting purposes shall be limited to one voting person in a marriage. A lot owner, which is a married couple, must designate which spouse will be the voting member at any meeting wherein a lot owner is entitled to vote. Notification to the Secretary of the Corporation will satisfy this requirement.

### **ARTICLE III**

#### **PRINCIPAL OFFICE AND AGENT**

The initial registered office of the Association shall be 2820 Bunny Lane SW, Decatur, Alabama 35603. The registered agent of the Corporation shall be James G. Pruett whose address is 2820 Bunny Lane, Decatur, Alabama 35603.

### **ARTICLE IV**

#### **OBJECTS, PURPOSES AND POWERS**

SECTION 4.1. This association shall be a corporation not for profit organized for non-profitable purposes and activities and no part of its net earnings shall inure to the benefit of any private shareholder or member of the Association.

**4.2.** The objects and purposes for which this Corporation is organized are as follows:

**4.3.** To establish, maintain, operate and provide all community services of every kind and nature required or desired by the owners of real property within that part of Deerfoot Estates Subdivision, which shall be made subject to the jurisdiction of the Association. The subdivision shall include all residences and each sector, phase and addition of the subdivision.

**4.4.** To do all other lawful acts as designated by the Board of Directors of said corporation and recognized under laws of the State of Alabama.

**4.5.** The Association shall have and exercise all the powers of the corporation not for profit organized and existing under the laws of the State of Alabama according to Section 10-3A-1 et seq. of the Code of Alabama, 1975 and as amended and all the powers reasonably necessary to implement the powers of the Association which powers shall include, but are not limited to, the powers:

- A. To make and collect assessments from its Members and to expand the proceeds of such assessments and charges for the benefit of its Members.
- B. To contract with others to provide the services, benefits and advantages desired.
- C. To enforce by action suits on behalf of the Association.
- D. To make, establish and enforce reasonable rules and regulations governing the use of the Open Spaces.
- E. To obtain, repair, replace and operate those portions of the property that the Association has the duty or right to maintain, repair, replace and operate under these Articles and Bylaws of the Association.
- F. To employ personnel to perform the services required or authorized by these Articles and the Bylaws of the Association.
- G. To purchase insurance, if necessary, for the protection of the Association and its members.
- H. To reconstruct improvements constructed on the real property after casualty or other loss.

- I. To make additional improvements on and to the Association property.
- J. To enforce by legal action the provisions of these Articles and Bylaws.
- K. Pursuant to the Restrictive Covenants and amendments thereto as recorded and existing which said restrictive Covenants run with the real property, the association by and through the power vest through the said covenants shall have the right to assess according to the restrictions replaced in the said Restrictive Covenants.

## **ARTICLE V**

### **MEMBERS**

**5.1.** The members of this Association shall consist of all record owners of Member's Property, but shall not include mortgagees or other holders of security interests only. Membership is also subject to the Bylaws of the Corporation in regard to voting rights.

**5.2.** Membership in this Association cannot be assigned, hypothecated or transferred in any manner except as may be provided in the Bylaws.

## **ARTICLE VI**

### **TERM**

This Corporation shall exist perpetually.

## **ARTICLE VII**

### **INCORPORATOR**

The names and residence of the incorporator of this Corporation is as follows:

James Pruett

Address removed for

privacy purposes.

## **ARTICLE VIII**

### **BOARD OF DIRECTORS**

The business and affairs of the Association shall be managed by a Board of Directors consisting of not less than five (5) or more than ten (10) Directors. The first Board of Directors shall consist of five (5) members. Change in the number of Director shall be permitted by amendment of the Bylaws of the Association or by amendment by the Articles of Incorporation. The Board of Directors shall be elected by the Members of the Association entitled to vote, except that the Incorporator herein shall appoint the Board members for a period of two (2) years from the date of the execution of these Articles. The name and addresses of the first Board of Directors who shall hold office until April 1, 2007, are as follows:

Names and addresses removed for privacy.

Use Contact Form to request original doc.

The Directors of the Association shall be elected at the time and in the manner provided for in the Bylaws and as stated herein above.

## **ARTICLE X**

### **INDEMNIFICATION**

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be a party, or in which he/she may become involved, by reason of his/her being or having been a Director or officer of the

Association, or any settlement thereof, whether or not he/she is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which said Director or officer may be entitled.

## **ARTICLE XI**

### **DISPOSITION OF ASSETS UPON DISSOLUTION**

No member, Director or officer of the Association or other private individual shall be entitled to share in the distribution of any of the Association assets upon dissolution of the Association. Unless agreed to the contrary by seventy-five percent (75%) of the membership, upon dissolution of the Association, the assets of the Association shall be granted, conveyed and assigned to an appropriate public body, agency or agencies, utility or utilities or any one or more of them or to any one or more non-profit corporations, associations, trusts or other organizations to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No disposition of the Association's assets shall be effective to divest or diminish any right or title of any Member vested in him/her under recorded covenants and restrictions applicable to such assets unless made in accordance with the provision of such covenants and restrictions.

## **ARTICLE XII**

### **AMENDMENT OF ARTICLES**


These articles may be amended by an affirmative vote of two-thirds (2/3) of the Members of the Association entitled to vote pursuant to the terms of the Bylaws. At any vote, those present shall be construed as quorum of all members. Therefore, at any regular or special called meeting, business may be conducted by those Present.

## ARTICLE XIII

### BYLAWS

The Association shall adopt Bylaws governing the conduct of the affairs of the Association. The Bylaws shall be altered, amended, or rescinded as provided in the Bylaws.

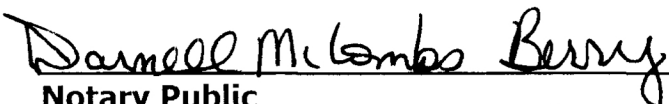
**IN WITNESS WHEREOF**, the subscribed incorporator has hereunto set his hand and seal caused these Articles of Incorporation to be executed this 21 day of December, 2006.

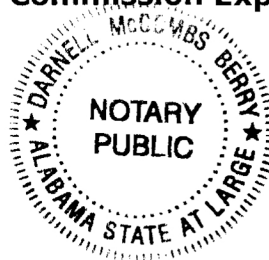
  
James Pruett

### STATE OF ALABAMA MORGAN COUNTY

Before me, the undersigned Notary Public, in and for said County and State personally appeared James Pruett, who is known to me and who, after first being duly sworn, deposes under oath and said that the forgoing Articles of Incorporation were prepared under his direction and that he had knowledge of the facts stated therein, that said facts are true, and that he executed the same freely and voluntarily and for the purposes stated therein.

Given under my hand and official seal, this the 21 day of December, 2006.

  
Notary Public  
My Commission Expires: 12/3/08



This instrument was prepared by:  
Douglas R. Bachuss  
Nowlin & Bachuss Law Firm  
118 Moulton Street East, 1<sup>st</sup> Floor  
Decatur, Alabama 35601  
256-353-8601

Term/Cashier: RECORD1 / Patricia 130  
Tran: 8135.176771.243229  
Aff Special Fee (Act 95-424) 5.00  
REC Recording Fee 25.00  
Total Fees: \$ 30.00  
State of Alabama, Morgan County  
I certify this instrument was filed on  
12-22-2006 10:41:45 AM  
and recorded in INCORP Book  
2006 at Pages 1844 - 1850  
Cathy Day - Probate Judge