

**ARTICLES OF INCORPORATION**  
**OF**  
**1350 NORTH MORNINGSIDE CONDOMINIUM ASSOCIATION, INC.**

**I.**

The name of the Corporation is:

1350 North Morningside Condominium Association, Inc.

**II.**

The street address and county of the Corporation's initial registered office shall be 3303 Howell Mill Road, Fulton County, Georgia, 30327. The initial registered agent at such address shall be Kelly T. Lindsley.

**III.**

The name and the address of the sole incorporator is:

Stuart M. Neiman  
1100 Peachtree Street  
Suite 2800  
Atlanta, Georgia 30309-4530

**IV.**

The Corporation shall be a membership Corporation without certificates or shares of stock. Each unit owner by virtue of ownership of a unit of the condominium (the "Unit"), during such ownership, shall be a member of the Corporation. The owner or owners of each Unit shall be entitled to one vote in accordance with the Declaration of Condominium for 1350 North Morningside Condominium (the "Declaration") recorded or to be recorded in the Office of the Clerk of the Superior Court of Fulton County, Georgia.

**V.**

The mailing address of the initial principal office of the Corporation shall be:

3303 Howell Mill Road, Atlanta, Georgia 30327

## VI.

The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code, O.C.G.A. §§ 14-3-101 through 14-3-1703.

## VII.

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 Corporation to which reference is made in the Declaration, to perform all obligations and duties of the Corporation, and to exercise all rights and powers of the Corporation, as specified therein, in the Bylaws of the Corporation, and as provided by law;

(b) to manage, maintain and care for the property now or hereafter submitted to the Georgia Condominium Act pursuant to the Declaration. In furtherance of its purposes, the Corporation shall have the following powers, which, unless indicated otherwise by the Declaration or Bylaws of this Corporation, 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 set forth in the Georgia Condominium Act;

(iii) 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 Bylaws of the Corporation, and the Declaration; and

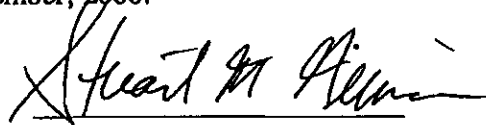
(iv) all of the powers to do anything that in the opinion of the Board of Directors of the Corporation will promote the health, safety, welfare, benefit and enjoyment of the owners and occupants of the condominium units of the Corporation.

## VIII.

No director of the Corporation shall be personally liable to the Corporation or its members for monetary damages for any action taken, or any failure to take any action, as a director, except liability for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation, (b) acts or omissions which involve intentional misconduct or a knowing violation of law, (c) the types of liability set forth in O.C.G.A. §§ 14-3-860 through

14-3-864, or (d) any transaction from which the director derived an improper personal benefit, provided that no such provision shall eliminate or limit the liability of a director for any act or omission occurring prior to the date when such provision becomes effective.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 21 day of September, 2000.

A handwritten signature in dark ink, appearing to read "Stuart M. Neiman", is written over a horizontal line.

Stuart M. Neiman,  
Incorporator

SECRETARY OF STATE  
17 SEP 26 11:16  
CORPORATIONS DIVISION