ARTICLES OF INCORPORATION

OF

OLD GOODWOOD CROSSING HOMEOWNERS ASSOCIATION CORPORATION

STATE OF LOUISIANA PARISH OF EAST BATON ROUGE

BE IT KNOWN, That on this day of November, 20_1, personally came and appeared before me, the undersigned Notary Public, the several subscribers hereto, each of the full age of majority, who declared to me, in the presence of the undersigned competent witnesses, that, availing themselves of the provisions of Louisiana law, particularly Louisiana Revised Statutes of 1950, Title 12, Section 201-269, as they may hereafter be amended, they do hereby organize themselves, their successors and assigns into a nonprofit corporation in pursuance of that law, under and in accordance with the following articles of incorporation:

ARTICLE I

Name

The name of this corporation is Old Goodwood Crossing Homeowners Association Corp.

ARTICLE II

Nonprofit Corporation

Old Goodwood Crossing Homeowners Association Corp. is a nonprofit corporation.

ARTICLE III

Purposes

Old Goodwood Crossing (A Residential Townhome Subdivision) has been established on certain property in the Parish of East Baton Rouge, State of Louisiana, pursuant to the Declaration of Old Goodwood Crossing (A Residential Townhome Subdivision) and the Bylaws of Old Goodwood Crossing Homeowners Association Corp. which are recorded in the Conveyance Records of the Clerk of Court of the Parish of East Baton Rouge, State of Louisiana.

old Goodwood Crossing Homeowners Association Corp. is organized to provide for the maintenance, control and preservation of the subdivision and to promote the health, safety, and welfare of the occupants of the lots thereon. In furtherance of this purpose, this corporation shall have all the powers granted to nonprofit corporations under the laws of the State of Louisiana. No part of the income of the corporation shall be distributed to its members, directors, or officers.

ARTICLE IV

Duration

The corporation shall enjoy perpetual corporate existence.

ARTICLE V

Registered Office and Agent

The location of the registered office of Old Goodwood Crossing Homeowners Association Corp. is 12234 East Sheraton Avenue, Baton Rouge, Louisiana 70815. The name and address of its registered agent is David C. Hebert, 12234 East Sheraton Avenue, Baton Rouge, Louisiana 70815.

ARTICLE VI

Basis of Organization

- A. All Lot Owners of Old Goodwood Crossing (A Residential Townhome Subdivision) shall be members of Old Goodwood Crossing Homeowners Association Corp. and no other person or entity shall be entitled to membership.
- B. Membership in Old Goodwood Crossing Homeowners
 Association Corp. shall be established by recording in the
 public records of East Baton Rouge Parish, State of
 Louisiana, a sale or other instrument establishing record
 title or a change of record title to a lot in Old Goodwood
 Crossing (A Residential Townhome Subdivision). The
 membership of the prior owner shall thereby terminate.
- C. Members of Old Goodwood Crossing Homeowners
 Association Corp. shall be entitled to one (1) vote for each
 lot owned by such member. Voting rights will be exercised
 in the manner provided by the Declaration of Old Goodwood

Crossing (A Residential Townhome Subdivision) and the Bylaws of Old Goodwood Crossing Homeowners Association Corp.

ARTICLE VII

Directors and Officers

- A. The number, qualifications, terms of office, manner of election, and duties of the Board of Members; the time, place and manner of calling, giving notice of and conducting Board of Members' meetings; and the number required for a quorum at a meeting of the Board of Members, shall be prescribed by the Bylaws of Old Goodwood Crossing Homeowners Association Corp.
- B. The first members of the Board of Members of this corporation are:

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ADDRESS

Terry V. Hebert

12606 Fairhaven Drive Baton Rouge, Louisiana 70815

David C. Hebert

12234 East Sheraton Avenue Baton Rouge, Louisiana 70815

ARTICLE VIII

Bylaws

The Bylaws of this corporation shall be the Bylaws of Old Goodwood Crossing Homeowners Association Corp. attached to the Declaration of Old Goodwood Crossing (A Residential Townhome Subdivision) and may be altered, amended or rescinded in the manner provided by the said Bylaws.

ARTICLE IX

<u>Amendments</u>

These articles of incorporation may be amended only by a vote of seventy-five percent (75%) of the total authorized votes for all lot owners at a special meeting of members. The notice of such a special meeting must be mailed to all unit owners at least ten (10) days prior to the scheduled date for the meeting and the notice must set forth the proposed amendment.

ARTICLE X

Incorporators

The name and address of the incorporator of this corporation is as follows:

NAME

ADDRESS

David C. Hebert

12234 East Sheraton Avenue Baton Rouge, Louisiana 70815

THUS DONE AND SIGNED at my office in the Parish and State aforesaid on the day, month and year set forth above, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

INCORPORATOR:

DAVID C. HEBERT

NOTARY PUBLIC