

ARTICLES OF INCORPORATION
OF
CARRIAGE ALLEY ASSOCIATION

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

BEFORE ME the undersigned Notary Public, duly commissioned and qualified in and for the Parish and State aforesaid personally came and appeared:

JAMES F. PIERSON, JR. and NORMAN A. DEUMITE, herein appearing as Partners of Boyd Development Partnership, a Louisiana Partnership, domiciled in East Baton Rouge Parish,

who declared that:

In compliance with the requirements of the Louisiana Non-Profit Corporation Act, LA R.S. 12:201 et seq, as amended, the undersigned, being domiciled in East Baton Rouge Parish, Louisiana and of full age, has this day formed a non-profit corporation under and pursuant to said law and does hereby certify:

ARTICLE I

The name of the corporation is Carriage Alley Association, hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 3040 Teddy Drive, Baton Rouge, Louisiana 70809.

ARTICLE III

JAMES F. PIERSON, JR., whose address is 430 Europe Street, Baton Rouge, Louisiana, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific 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:

Five (5) certain pieces or parcels of ground, together with all the buildings and improvements situated thereon, and all rights, ways, privileges, appurtenances, advantages, and servitudes thereunto appertaining, situated in the Parish of East Baton Rouge, State of Louisiana, being designated as LOTS 2-A-2-C1, 2-A-2-C2, 2-A-2-C3, 2-A-2-C4, and 2-A-2-C5, and being more particularly described on a plat entitled, "Plat Showing Resubdivision of Tract 2-A-2-C of the Subdivision of the James T. Amiss, et al Tract, location in Section 66, T-7-S, R-1-W, Greensburg Land District of Louisiana, City of Baton Rouge, Louisiana for Carriage Alley, Inc." made by R. L. Breaux, R. L. S. dated October 5, 1982, said plat being of record in the office of the Clerk and Recorder of East Baton Rouge Parish, Louisiana.

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Louisiana by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

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, including contract sellers, shall be a member of 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 VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

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), and 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 equal the total votes outstanding in the Class B membership; or
- (b) on June 25, 1986

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of no less than three Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the

Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
James F. Pierson, Jr.	430 Europe Street, Baton Rouge, La.
Norman A. Deumite	3040 Teddy Drive, Baton Rouge, La.
Richard T. Walsh	3040 Teddy Drive, Baton Rouge, La.

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLES VIII

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 assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration of the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area,

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 the Association for the purpose to:

(a) exercise all of the powers and privileges and to perform all of duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of Court and Recorder of East Baton Rouge Parish, Louisiana, 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;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or 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;

(c) 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;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or 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;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

dissolution and amendment of these Articles.

THUS DONE AND SIGNED in Baton Rouge, Louisiana, on this 23rd day
of May, 1983.

INCORPORATOR
BOYD DEVELOPMENT PARTNERSHIP

BY: [Signature]
JAMES F. PIERSON, JR., PARTNER

BY: Norman A. Deumite
NORMAN A. DEUMITE, PARTNER

WITNESSES:

[Signature]
MARGARET B. REED

[Signature]
GENEVA B. WILLARD

[Signature]
FRANK J. GREMILLION, NOTARY PUBLIC

A TRUE COPY
[Signature]
NOTARY PUBLIC

STATE OF LOUISIANA
PARISH OF EAST BATON ROUGE

I hereby certify this to be a true copy of an original
instrument filed in this office at 11:25 o'clock A. M.,
on the 25 day of MAY, 1983 and duly recorded
the same day in Extra Book 43, Folio 47 and in
Extra Book 253, Folio 525 of the records of this
parish being Original 367, Bundle 9575
Given under my hand and seal of office, this 27 day
of MAY, 1983.

[Signature]
Deputy Clerk and Recorder