STATE OF LOUISIANA

ARTICLES OF INCORPORATION

(R.S. 12:203)

1. The name of this corporation is:
PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.

2. This corporation is formed for the purpose of:
ENGAGING IN ANY LAWFUL ACTIVITY FOR WHICH CORPORATIONS MAY BE FORMED UNDER CHAPTER 2, TITLE 12, OF THE LA REVISED STATUTES (NON-PROFIT CORPORATION LAW)

3. The duration of this corporation is (may be perpetual):
PERPETUAL

4. The street address (not a P.O. Box only) of the corporation's initial registered office is:
15015 JAMESTOWN BOULEVARD, #100
BATON ROUGE, LA, 70810

5. Mailing Address:
15015 JAMESTOWN BOULEVARD, #100
BATON ROUGE, LA, 70810

6. The name and street address (not a P.O. Box only) of the corporation's initial registered agent(s) is/are:
BRENT BOURGEOIS
8440 JEFFERSON HIGHWAY, SUITE 301
BATON ROUGE, LA, 70809

7. The name and address of each incorporator of this corporation is:
BRENT BOURGEOIS
8440 JEFFERSON HIGHWAY, SUITE 301
BATON ROUGE, LA, 70809

8. The name and street addresses of the corporation's initial directors are:
SEBASTIAN ALVAREZ (PRESIDENT, DIRECTOR)
15015 JAMESTOWN BOULEVARD, #100
BATON ROUGE, LA, 70810

9. This corporation is to be organized on a non-stock basis.

Other Provisions:

The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to fine or imprisonment or both under R.S. 14:133.

I HEREBY CERTIFY THAT I AM THE INCORPORATOR AND HAVE THE AUTHORITY TO SIGN ON BEHALF OF ANY OTHER INCORPORATOR LISTED.
ELECTRONIC SIGNATURE: BRENT BOURGEOIS (12/18/2020)
TITLE: INCORPORATOR, AGENT AND ATTORNEY

SECRETARY OF STATE

Agent Affidavit and Acknowledgement of Acceptance

Charter Number: 44195395N

Charter Name: PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.

The agent / agents listed below accept the appointment of registered agent for and on behalf of the Charter Name above.

Date Responded	Agent(s)	Agent(s) Electronic Signature
12/18/2020	BRENT BOURGEOIS	BRENT BOURGEOIS

R. Kyle Ardoin
SECRETARY OF STATE

State of Louisiana
Secretary of State

COMMERCIAL DIVISION
225.925.4704

Administrative Services
225.932.5317 Fax
Corporations
225.932.5314 Fax
Uniform Commercial Code
225.932.5318 Fax

12/18/2020

ONLINE FILING
jgraham@roedelparsons.com

PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.

It has been a pleasure to approve and place on file your articles of incorporation. The appropriate evidence is attached for your files.

Payment of the filing fee is acknowledged by this letter.

In addition to email and text notifications, business owners now have the option to enroll in our secured business filings (SBF) service. This service is available online, at no charge, by filing a notarized affidavit. Upon enrollment, an amendment cannot be made to your entity without approval using your personal identification number. This is another way to protect your business from fraud and identity theft.

Please note that as of January 1, 2018, business owners in the following parishes will be required to file all available business documents online through geauxBIZ: Ascension, Bossier, Caddo, Calcasieu, East Baton Rouge, Jefferson, Lafayette, Livingston, Orleans, Ouachita, Rapides, St. Tammany, Tangipahoa and Terrebonne.

Online filing options are available if changes are necessary to your registration or if you need to file an annual report. Please visit our website at **GeauxBiz.com** for your future business needs.

Sincerely,

The Commercial Division
WEB

Mailing Address: P. O. Box 94125, Baton Rouge, LA 70804-9125
Office Location: 8585 Archives Ave., Baton Rouge, LA 70809
Web Site Address: www.sos.la.gov

UNITED STATES OF AMERICA

State of Louisiana

UNION JUSTICE AND CONFIDENCE

R. Kyle Ardoin

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

the attached document(s) of

PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.

are true and correct and are filed in the Louisiana Secretary of State's Office.

ORIGF 12/18/2020 2 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,

December 18, 2020

STATE OF LOUISIANA · UNION · JUSTICE · CONFIDENCE · SECRETARY OF STATE

Secretary of State

WEB 44195395N

Certificate ID: 11313003#DFG62

To validate this certificate, visit the following web site, go to Business Services, Search for Louisiana Business Filings, Validate a Certificate, then follow the instructions displayed.

www.sos.la.gov

ARTICLES OF INCORPORATION

PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

BE IT KNOWN, that on this 31 day of December, 2020, and effective Dec. 31, 2020, before me, the undersigned Notary Public in and for the Parish and State aforesaid, personally came and appeared the person of the full age of majority whose signature is subscribed who declares; in the presence of the undersigned competent witnesses that, availing himself of the provisions of the Louisiana Nonprofit Corporation law La. R.S. 12:201-12:269, to-wit, he does hereby organize a nonprofit corporation under and in accordance with the articles of incorporation as follows:

ARTICLE I

NAME

The name of this corporation is:

PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

NON-STOCK AND NON-PROFIT

A. This corporation is organized on a non-stock, non-profit basis and is irrevocably dedicated to the general purposes stated in Article IV of these Articles of Incorporation.

B. No part of the net earnings of the corporation shall inure to the benefit of any member, board member, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in pursuit of one or more of its purposes).

C. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation may not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

D. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on the undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws or regulations.

E. The corporation shall not engage in any act of self-dealing as defined in Section 4941(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal laws or regulations.

F. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal laws or regulations.

ARTICLE III
DOMICILE

The domicile of this corporation shall be at Baton Rouge, Louisiana, and the location and post office address of its registered office shall be: Parks at Water Oak Homeowners Association, Inc., % Sebastian Alvarez, 15015 Jamestown Boulevard #100, Baton Rouge, Louisiana 70810.

ARTICLE IV
PURPOSE AND POWERS

This corporation is organized primarily for the following purposes:

A. Performing all of the duties and obligations imposed on the corporation in that certain Act of Restrictions for Parks at Water Oak Subdivision, which is on file and of record in the office of the Clerk and Recorder for the Parish of East Baton Rouge, and performing all of the duties and obligations imposed on and accepted by the corporation in declarations of covenants and restrictions for other filings of Parks at Water Oak Subdivision and other subdivisions accepted by the corporation for administration (collectively, "Restrictions");

B. Providing generally for the ownership, management, and maintenance of the Common Properties covered by Restrictions;

C. Exercising certain rights and powers and performing certain obligations relating to the individual lots in filings and subdivisions covered by Restrictions together with improvements thereon, including the homes, and as enumerated in Restrictions; and

D. Except as limited in these Articles, perform any and all acts and things that a non-profit corporation is empowered to do under Louisiana law, which may be necessary, convenient, or desirable in the administration of its affairs.

NAICS Code

☒ **Other Similar Organizations (except Business, Professional, Labor, and Political Organizations). NAICS 813990 Homeowners' associations**

ARTICLE V
OFFICERS

The officers of this corporation shall consist of a President who shall be a member of the Board of Directors, a Vice-President, a Secretary and a Treasurer and such other officers, as the directors may elect or appoint. Any two or more offices may be held by the same person, except the Office of President and Secretary. The President, the Vice-President, the Secretary, and the

Treasurer are to be elected annually by the Board of Directors and shall serve one year or until their successors are duly elected and installed.

ARTICLE VI
MEMBERSHIP

The record owner (whether an individual or other legal entity) of a lot in filings and subdivisions covered by Restrictions (excluding Common Properties) shall be a member of the corporation. Ownership shall be established by the recordation in the public records of East Baton Rouge Parish, State of Louisiana, of an instrument conveying ownership of a lot in filings and subdivisions covered by Restrictions and the receipt by the corporation of a certified copy thereof. 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 in filings and subdivisions covered by Restrictions. When more than one person owns an interest in a lot in filings and subdivisions covered by Restrictions or when a corporate, partnership or other legal entity owns a lot in filings and subdivisions covered by Restrictions, no more than two adults may be designated as authorized to enjoy the full benefits of membership (although each owner shall be a member whether designated as authorized to enjoy full benefits of membership or not).

ARTICLE VII
VOTING RIGHTS

One vote in all matters considered by the corporation shall be allocated to each lot in filings and subdivisions covered by Restrictions. When more than one person is the owner of a lot in filings and subdivisions covered by Restrictions, all such persons shall be members of the corporation, and the vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any one lot in filings or subdivisions covered by Restrictions. An owner, including, if applicable, the incorporator, owning more than one lot in filings or subdivisions covered by Restrictions shall be entitled to one vote for each lot owned. In the event of re-subdivision of one or more lots in filings or subdivisions covered by Restrictions, the vote for each original lot as shown on the original recorded final plat shall be attributed to the owner of the re-subdivided lot containing the most square footage of the original lot. In no event shall the number of votes entitled to be cast exceed the number of lots shown on the original recorded final plat of a filing or subdivision covered by Restrictions.

ARTICLE VIII
MEMBERSHIP MEETINGS

Annual meetings of the members of the corporation shall be held for the purpose of electing a Board of Directors for the corporation. Other matters which may be considered at such annual meetings and the time and place of such annual meeting shall be determined in accordance with the Bylaws. Special meetings of the corporation may be called in accordance with the Bylaws.

ARTICLE IX
POWERS AND MANAGEMENT

The powers and management of the corporation shall be vested in, and exercised by, a Board of Directors. The number of directors shall be set forth in the Bylaws. The time and place for regular or special meetings of the Board of Directors shall be determined in accordance with the Bylaws. Any vacancy occurring among the directors of this corporation by death, resignation or otherwise, shall be filled by election for the unexpired term, at the next regular or special meeting of the Board of Directors.

Failure to elect directors annually shall not dissolve this corporation nor impair its corporate existence or management, but the directors then in office shall remain in office until their successors shall have been duly elected and installed.

A majority of the directors shall constitute a quorum, and a quorum shall be necessary to consider any question that may come before any meeting of the Board of Directors. If a quorum is not present at a duly assembled meeting, a majority of those present may adjourn the meeting from time to time, but may not transact any other business until a quorum is secured. A quorum being present, the affirmative vote of a majority of the directors present shall be necessary to decide any questions.

The Board of Directors shall have the power to make, alter; and annul such Bylaws, rules or regulations for the government of the affairs of this corporation as it may deem proper.

ARTICLE X
REGISTERED AGENT

The name and address of the corporation's registered agent is as follows:

Brent J. Bourgeois
ROEDEL, PARSONS, BLACHE, FONTANA, BALHOFF & MCCOLLISTER, A L.C.
8440 Jefferson Highway, Suite 301
Baton Rouge, LA 70809-7654

ARTICLE XI
STOCK CLASSIFICATION

The corporation is to be organized on a non-stock basis. Members may join at any time, subsequent to the purchase of a lot or lots in any filing or subdivision covered by Restrictions. The fiscal year of this corporation shall be from the 1st day of January in each year until the 31st day of December in the same year (*i.e.,* the calendar year); and each member shall pay annual dues (in addition to assessments on lots in filings and subdivisions covered by Restrictions as provided for in the declarations affecting such lots), if any, as decided by a vote of the membership for each fiscal year, or inaction thereof, for which each member is a member of this corporation. Each member of this corporation, upon payment of dues as set for the above, shall be entitled to a Certificate of Membership, signed by the President and Secretary, for the fiscal year for which such dues are paid. If no dues have been authorized by the membership, then the only requirement for membership is the ownership of a lot in a filing or subdivision covered by Restrictions, and receipt of the required certified copy of the act conveying ownership. After a lapse of thirty (30) days after receipt of the required certified copy, payment of any dues, assessments, penalties, fines, or other levies against the purchased lot and a written membership certificate request, a Certificate of Membership shall be made and forwarded to the member. Failure of the member to receive said certificate shall in no way bar the member's active participation in the business of the corporation and it is specifically authorized that the member may vote and take part in the corporation activities thirty (30) days after receipt of the required certified copy evidencing ownership and payment of any dues, assessments, penalties, fines, or other levies against the purchased lot.

ARTICLE XII
INCORPORATOR

The name and post office address of the incorporator is as follows:

Brent J. Bourgeois
ROEDEL, PARSONS, BLACHE, FONTANA, BALHOFF & MCCOLLISTER, A L.C.
8440 Jefferson Highway, Suite 301
Baton Rouge, LA 70809-7654

ARTICLE XIII
BOARD OF DIRECTORS

The names and addresses and officers of the first Board of Directors is as follows:

Sebastian Alvarez 15015 Jamestown Boulevard #100 Baton Rouge, Louisiana 70810 email sebastian@alvarezconstruction.com SSN XXX-XX-4144 Telephone (225) 293-4545	President
Carlos Alvarez 15015 Jamestown Boulevard #100 Baton Rouge, Louisiana 70810 email carlos@alvarezconstruction.com SSN XXX-XX-4389 Telephone (225) 293-4545	Vice-President
Ana Alvarez Tanner 15015 Jamestown Boulevard #100 Baton Rouge, Louisiana 70810 email Ana@alvarezconstruction.com SSN XXX-XX-2843 Telephone (225) 293-4545	Secretary-Treasurer

This Board shall serve until the first annual meeting of the membership of the corporation or such later date when their successors are elected and qualified.

ARTICLE XIV
NOTICES TO HOLDERS OF MORTGAGES

The corporation shall give to each institutional holder of a first mortgage on a lot in a filing or subdivision covered by Restrictions which has made a request therefor, identified by lot and filing number, a thirty-day written notice of intent to (a) abandon or terminate the performance of its duties and obligations under Restrictions which affect the lot for which notice as been requested; (b) materially amend these Articles of Incorporation or the Bylaws of the corporation; or (c) to change from professional management to self-management of any property managed by the corporation or vice versa.

ARTICLE XV
INDEMNIFICATION

Each director and each member of the Architectural Control Committee of Parks at Water Oak Subdivision established by Restrictions (collectively, "the Committee") shall be indemnified by the corporation against all liabilities and expenses, including counsel fees, reasonably incurred or imposed on him in connection with any proceeding to 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 corporation or a member of the Committee at the time such expenses are incurred, unless the officer or director or member of the Committee is adjudged guilty of willful malfeasance or misfeasance in the performance of his duties. In the case of a settlement, the indemnification provided for herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the corporation's and the Committee's best interests. The above described right of indemnification shall not be exclusive of all other rights to which such officer or director or member of the committee may be entitled but shall be in addition to such other rights.

ARTICLE XVI
DISSOLUTION

The corporation may be dissolved with the consent given in writing and signed by not less than three-fourths (¾) of the members; Upon dissolution of the corporation; other than as incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to these for which the corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, trust, or other organization to be devoted to such similar purposes.

ARTICLE XVII
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at a general membership meeting held pursuant to a special ten-day (10-day) notice of the amendments to be proposed. Either the Board of Directors or the members of the corporation may originate a proposed amendment. The requirements of a general membership meeting to change these Articles may be waived in writing by three-fourths (¾) of the members of this corporation.

An amendment shall not be effective until it has received the approval of not less than two-thirds (⅔) of the entire membership of the Board of Directors and not less than three-fourths (¾) of the members of this corporation. No amendment, notification, supplement or deletion shall be effective if it violates any of the provisions of Restrictions.

ARTICLE XVIII
LIMITS OF LIABILITY

No member of the corporation shall ever be held liable or responsible for contracts, debts, or defaults of the corporation in any further sum than the unpaid dues, if any, owed by him to the corporation (excepting assessments, charges, and fines provided for in Restrictions) nor shall any mere informality in organization have the effect of rendering those Articles of Incorporation null and void or of exposing the members to any liability other than above provided.

THUS DONE AND PASSED in Baton Rouge, Louisiana, on the 31 day of December, 2020, and effective Dec 31, 2020, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

AFFIDAVIT OF ACKNOWLEDGMENT AND ACCEPTANCE OF APPOINTMENT BY DESIGNATED REGISTERED AGENT

To the Secretary of State
State of Louisiana

State of Louisiana

Parish of East Baton Rouge

On this 31 day of December, 2020, and effective Dec. 31, 2020, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared:

BRENT J. BOURGEOIS

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 **PARKS AT WATER OAK HOMEOWNERS ASSOCIATION, INC.** which is a limited liability company authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 22 of the Louisiana Revised Statutes Annotated.