

ASSIGNED SECOND DIVISION

FILED

CORPORATION DIVISION  
NO. 8773

IN THE CIRCUIT COURT OF PULASKI COUNTY, ARKANSAS

89 OCT 13 PM 4:22  
3 23 PM '89

IN RE  
HILLCREST RESIDENTS ASSOCIATION

W.J. McCallum  
SECRETARY OF STATE  
STATE OF ARKANSAS  
PULASKI CO. CLERK  
NOV 89 62:13

ORDER

On this day come on for hearing and approval the Petition of Jane McCallum, James McKenzie, and James B. Moses, Jr., for the incorporation of Hillcrest Residents Association as an Arkansas nonprofit corporation.

Upon a consideration of the Petition, proof taken thereon, the record herein and other matters and proof before the Court, the Court finds:

1. Hillcrest Residents Association is an association of persons desirous of becoming incorporated under the provisions of the Arkansas Nonprofit Corporation Act.
2. The provisions of Ark. Code Ann. § 4-28-205 have been complied with and the signed and verified duplicate originals of the Articles of Incorporation conform to law.
3. The incorporation of Hillcrest Residents Association is for a lawful purpose and is in the best interests of the public.

WHEREFORE, IT IS ORDERED, ADJUDGED AND DECREED that the incorporation of Hillcrest Residents Association as a nonprofit corporation under the Arkansas Nonprofit Corporation Act be approved.

ENTERED this 11 day of October, 1989.

*Spec. W. H. McCallum*  
CIRCUIT JUDGE

This Order Prepared By:

*James M. McHenry, Jr.*  
HILBURN, CALHOON, HARPER,  
PRUNISKI & CALHOUN, LTD.  
One Riverfront Place, Ste. 800  
P. O. Box 5551  
North Little Rock, Arkansas 72119  
(501) 372-0110

ARTICLES OF INCORPORATION  
OF  
HILLCREST RESIDENTS ASSOCIATION

The undersigned natural persons, over the age of eighteen years, do hereby incorporate Hillcrest Residents Association pursuant to the Arkansas Nonprofit Corporation Act (the "Act").

ARTICLE I

1.01 The name of the corporation is Hillcrest Residents Association

ARTICLE II

2.01 The corporation is a nonprofit corporation.

ARTICLE III

3.01 The period of its duration is perpetual.

ARTICLE IV

4.01 The corporation is organized as a civic league described in section 501(c)(4) of the Internal Revenue Code of 1986, as amended, and corresponding provisions of subsequent United States Internal Revenue laws (the "Code") for the purpose of promoting orderly development of the Hillcrest area of the City of Little Rock, Arkansas.

ARTICLE V

5.01 The street address of the main office of the corporation is 4422 Kenyon, Little Rock, Arkansas 72205, and the name of its initial registered agent at such address is Jane McCallum.

## ARTICLE VI

6.01 The corporation's affairs shall be managed by a Board of Directors.

6.02 The number of directors constituting the Board of Directors of the Corporation shall be not less than three nor more than twenty-five. The number of directors constituting the initial Board of Directors is ten and the names and addresses of the persons who are to serve as the initial Board of Directors are:

The term of office of each director will be four years. A vacancy in the membership of the Board of Directors (arising because of the expiration of a director's term or otherwise) shall be filled by the action of the remaining members of the Board of Directors. A director may be elected to succeed himself or herself upon the expiration of his or her time.

6.03 The corporation may indemnify a person who was, is or is threatened to be made a named defendant or respondent in a proceeding because the person is or was a director of the corporation to the fullest extent permitted by the Act provided such indemnification is permitted by the applicable provision of the Code.

## ARTICLE VII

7.01 The name and address of each incorporator is:

Jane McCallum  
4422 Kenyon  
Little Rock, Arkansas 72205

James McKenzie  
1605 Kavanaugh  
Little Rock, Arkansas 72205

James B. Moses, Jr.  
412 Midland  
Little Rock, Arkansas 72205

#### ARTICLE VIII

8.01 No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private persons, except that the corporation may pay reasonable compensation for services actually rendered and shall make payments and distributions in furtherance of the purposes set forth in Article IV. Notwithstanding any other provision of these articles, the corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from taxation under section 501(c)(4) of the Code.

8.02 Upon the dissolution of the corporation, unless otherwise required by United States Internal Revenue laws then in effect, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute the net assets of the corporation to such organizations as the Board of Directors may determine provided such organizations are organized for charitable, religious, educational, literary or scientific purposes described in sections 501(c)(3), or for purposes described in Section 501(c)(6) of the Code.

8.03 The Board of Directors is expressly authorized, in its discretion, to amend or alter these Articles of Incorporation and any By-Laws adopted by the corporation in any respect necessary to maintain status under the Internal Revenue laws of the United States as an organization exempt from income tax under section 501(c)(4) of the Code.

IN WITNESS WHEREOF, we have hereunto set our hands this 10<sup>th</sup> day of ~~September~~ <sup>October</sup>, 1989.

Jane McCallum  
Jane McCallum

James McKenzie  
James McKenzie

James B. Moses, Jr.  
James B. Moses, Jr.

SUBSCRIBED AND SWORN to before me this 10<sup>th</sup> day of ~~September~~ <sup>October</sup>, 1989.

James B. Moses, Jr.  
Notary Public

My Commission Expires:

9/10/90

Business Services Division  
State Capitol  
Little Rock, Arkansas 72201-1094



Charlie Daniels  
Secretary of State

Office of the Secretary of State  
Packing Slip

June 23, 2010

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