

State of Louisiana



Fox McKeithen

SECRETARY OF STATE

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

a copy of the Articles of Incorporation of

CYPRESS POINT ON THE AMITE RIVER HOMEOWNERS ASSOCIATION,
INC.

Domiciled at ST. AMANT, LOUISIANA,

Was filed and recorded in this Office on September 05, 2002,

And all fees having been paid as required by law, the corporation is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. Title 12, Chapter 2.

*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.*

September 5, 2002
Fox McKeithen



DBE 35334024N
Secretary of State



CERTIFICATE SS 102 S (R-3/08)

21st JUDICIAL DISTRICT
PARISH OF LIVINGSTON LA
A true copy of the original
this *October 17, 2002*

CYPRESS POINT ON THE
AMITE RIVER HOMEOWNERS
ASSOCIATION, INC.

SEP - 5 '02 *dw*
PARISH OF EAST BATON ROUGE

BE IT KNOWN, that on this 4th day of September, 2002, 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, to-wit, Louisiana R.S. 12:201-12:269 (1950 as amended), he does hereby organize a nonprofit corporation under and in accordance with these articles of incorporation as follows:

ARTICLE I

The name of this corporation is Cypress Point on the Amite River Homeowners Association, Inc.

ARTICLE II

This corporation is organized and it shall be operated as a non-profit corporation.

ARTICLE III

The corporation shall enjoy perpetual corporate existence unless sooner dissolved in accordance with law.

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ARTICLE V

The name and address of its registered agent is as follows:

Chris M. Ingram
12480 River Highlands Drive
St. Amant, Louisiana 70774

ARTICLE VI

The purposes for which the Corporation is formed are to provide for maintenance, preservation and architectural control of the residence lots and common areas within The First Filing of Cypress Point Subdivision, Livingston Parish, Louisiana, and, at the discretion of the Board of Directors, future filings, and to promote the health, safety and welfare of the residents within the property and any additions thereto which may hereafter be brought within the jurisdiction of the Corporation, and for these purposes to:

- (a) Exercise all of the powers and privileges and perform all of the duties and obligations of the Corporation as set forth in the respective Restrictions for the First Filing of Cypress Point Subdivision, all of which are, or will be, of record in the office of the Clerk and Recorder for Livingston Parish, Louisiana.
- (b) Fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the Restrictions; pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the properties of the Association;

ARTICLE VII

The Corporation shall be organized on a membership, non-stock basis. Every person or entity who is a record owner of a lot which is subject to the Restrictions shall be a member of the Corporation. For voting purposes each lot of record shall have one vote. The voting and other rights and obligations of members shall be as provided in the Restrictions.

ARTICLE VIII

The powers of this corporation shall be exercised by a Board of Directors which shall consist of not less than three (3) nor more than five (5) members in good standing of the corporation to be elected annually for two (2) terms. Notwithstanding the foregoing to the century, in order to provide continuity, two of the first Board Members shall serve for an initial period of three (3) years.

ARTICLE IX

The annual meeting of the voting members of the corporation shall be held on the fourth (4th) Wednesday of the month of November, beginning in 2002, or in the event that date is a legal holiday, on the first (1st) Wednesday thereafter which is not a legal holiday. It shall be the duty of the President, and upon his or her failure or neglect, then of the Secretary or any officer or member, to mail notices at least thirty (30) days prior to this

by mail ballot in lieu of any annual meeting. Provided further, however, that if fifty (50%) percent or more of the members of the corporation demand in writing, served on the President of the corporation, that an annual meeting be held, then the President shall take such steps as are necessary to hold an annual meeting not more than forty-five (45) days from the date of the receipt of such notice, but not sooner than ten (10) days from such receipt of such notice.

ARTICLE X

The Board of Directors shall have the power to make, amend and repeal by-laws to govern this corporation provided they are in accordance with and do not conflict with these articles or the Restrictions. An amendment altering these articles may be adopted by two-thirds (2/3) in interest of the voting members, at any annual or special meeting of members the notice of which set forth the proposed amendment or a summary of the change to be made thereby.

ARTICLE XI

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

Chris M. Ingram
12480 River Highlands Drive
St. Amant, Louisiana 70774

Richard Cappo
11911 Richcraft Avenue
Baton Rouge, Louisiana 70814

Chris M. Ingram - President

Richard Cappo - Secretary/Treasurer

The officers and directors of this corporation shall serve until their successors are elected in accordance with the provisions herein, provided that Chris M. Ingram shall serve as President and Director until 90% in the Subdivision (including future filings) owned by Cypress Point Properties, L.L.C., have been sold and a successor is thereafter elected.

ARTICLE XIII

The corporation shall indemnify and hold harmless any person who is a party or who is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another business, foreign or non-profit corporation, partnership, joint venture or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding to the full extent authorized and allowed by Louisiana law and particularly by Louisiana Revised Statutes 12:227.

Chris M. Ingram
12480 River Highlands Drive
St. Amant, Louisiana 70774

THUS DONE AND PASSED in Baton Rouge, Louisiana, on the day, month and
year first above written, in the presence of the undersigned competent witnesses and me,
Notary, after due reading of the whole.

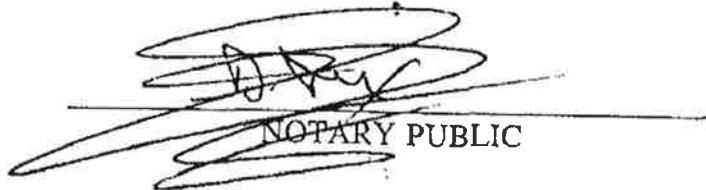
WITNESSES:

Audrey McClean

Sueie Ode

INCORPORATOR:

Chris M. Ingram
CHRIS M. INGRAM


NOTARY PUBLIC

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STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

On the 4th day of September, 2002, personally came and appeared:

CHRIS M. INGRAM

known to me to be the person described in and who executed the foregoing instrument,
who acknowledged that he executed it as his free act and deed.

WITNESSES:

Anthony M. Cleary

Chris Ingram
CHRIS M. INGRAM

Susan Deere

SWORN TO AND SUBSCRIBED before me on the day, month and year first
above written.

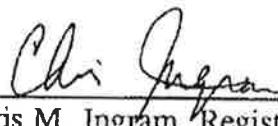
Notary Public
NOTARY PUBLIC

State of Louisiana

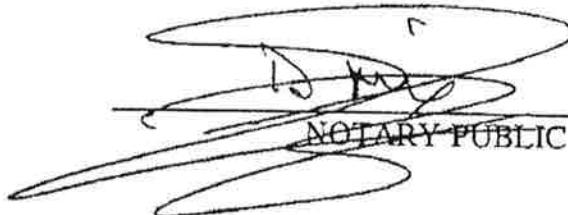
STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

On this 4th day of September, 2002, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared Chris M. Ingram 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 Cypress Point ^{on the Amite River} Homeowners Association, Inc., which is a nonprofit corporation organized under the laws of the State of Louisiana.


Chris M. Ingram, Registered Agent

SWORN TO AND SUBSCRIBED before me on the day, month, and year first above written.


NOTARY PUBLIC