

STATE OF ALABAMA,

BALDWIN COUNTY

I certify that this instrument was filed on

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and that no tax was collected. Recorded in *127-127*
Book *47* Page *23*
P. to *127-127* Judge of P. State
D. P. *1* Index \$ *6.00* By *6/16*

ARTICLES OF INCORPORATION
OF
THE WOODLANDS CONDOMINIUM
OWNERS ASSOCIATION, INC.

We, the undersigned natural persons acting as incorporators of a corporation under the Alabama Non-Profit Corporation Act (Section 10-3-1, 1975 Code of Alabama), and the Condominium Ownership Act (Section 35-8-1, 1975 Code of Alabama), adopt the following Articles of Incorporation for such corporation:

I.

NAME

The name of the corporation shall be "THE WOODLANDS CONDOMINIUM OWNERS ASSOCIATION, INC."

II

PERIOD OF DURATION

The period of its duration is perpetual unless and until hereafter lawfully dissolved.

III.

PURPOSES AND POWERS

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 preservation and architectural control of the apartment units and the common areas and facilities within that certain condominium known as THE WOODLANDS, A CONDOMINIUM, and to promote the health, safety and welfare of the residents within said condominium, and for these purposes to:

1. Exercise all of the powers and privileges and perform all of the duties and obligations of an association of unit owners as provided in the Condominium Ownership Act of Alabama, and as set forth in that certain Declaration applicable to the property and recorded or to be recorded in the office of the Judge of Probate of Baldwin County, Alabama, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if herein set forth at large and at length.

2. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; pay all expenses in connection therewith and all office or other expenses incident to the conduct of the business of the association.

3. 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.

4. Borrow money and, with the assent of a majority of the votes entitled to be cast at a meeting of the association, mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

5. Maintain the above mentioned condominium and all improvements located thereon, make payments of taxes, insurance, repairs and any other expenses necessary to the maintenance of said property as a condominium, and pay operating expenses of every kind and character whatsoever, and any other expenses necessary therefor, or beautify and make other desirable improvements from time to time as this corporation shall deem best.

6. Transact all business being not for profit consistent with the purposes for which the corporation is organized, and the proceeds of all operations of the corporation to remain with the corporation, to be used in the payment of all

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indebtedness that may be incurred by the corporation and for such other purposes as may be lawful.

7. Exercise all of the authorities and powers given and granted to an association of apartment owners under and pursuant to the provisions of the Condominium Ownership Act of Alabama, which a corporation organized under the Non-Profit Corporation Law of the State of Alabama may now or hereafter have or exercise.

IV.

MEMBERSHIP

This corporation shall issue no shares of stock of any kind or nature whatsoever. Every person or entity who is a record owner of a fee or undivided fee interest in any apartment unit in THE WOODLANDS, A CONDOMINIUM, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from the ownership of any apartment unit which is subject to assessment by the Association. The members shall enjoy such qualifications, rights and voting rights as may be fixed in the Declaration of Condominium of THE WOODLANDS, A CONDOMINIUM, and in the By-Laws of the corporation.

V.

REGISTERED AGENT

The address of the initial registered office of the corporation is Post Office Box 148, Daphne, Alabama 36526, and the name of its initial registered agent at such address is Adrian L. Johnson.

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VI.

BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is three (3) and the names and addresses of the persons who are to serve as the initial Directors are:

Adrian L. Johnson, Post Office Box 148, Daphne,
Alabama 36526.

Linda Johnson, Post Office Box 148, Daphne,
Alabama 36526.

Sandra Horner, Post Office Box 148, Daphne,
Alabama 36526.

VII.

INCORPORATORS

The name and address of each initial incorporator of the corporation are as follows:

Adrian L. Johnson, Post Office Box 148, Daphne,
Alabama 36526.

Linda Johnson, Post Office Box 148, Daphne,
Alabama 36526.

Sandra Horner, Post Office Box 148, Daphne,
Alabama 36526.

VII.

DISSOLUTION

The corporation is not organized for pecuniary profit and no part of its net earnings shall inure to the benefit of any member, Director or individual. The corporation shall be dissolved upon the termination of the condominium

in the manner provided in the Condominium Ownership Act of Alabama, and in the manner provided by the law of Alabama. Upon dissolution of the corporation, the assets of the corporation, if any, and all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed solely and exclusively in the manner provided by the Condominium Ownership Act of Alabama.

IN WITNESS WHEREOF, the subscribers hereto have hereunto set their hands and seals this the 27th day of MARCH, 1984.

Adrian L. Johnson (SEAL)
ADRIAN L. JOHNSON

Linda Johnson (SEAL)
LINDA JOHNSON

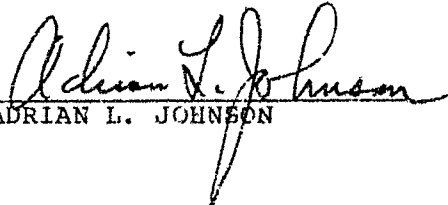
Sandra Horner (SEAL)
SANDRA HORNER

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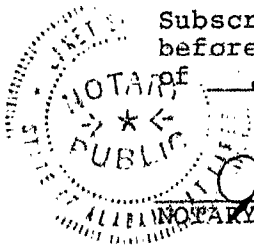
STATE OF ALABAMA :

COUNTY OF BALDWIN :

Before me, the undersigned Notary Public in and for said County in said State, personally appeared Adrian L. Johnson, being known to me, and who, being by me first duly sworn, deposes and says that he is one of the initial incorporators of THE WOODLANDS CONDOMINIUM OWNERS ASSOCIATION, INC., that he is authorized to make this verification on behalf of the initial subscribers of the corporation, and that the facts contained in the above and foregoing Articles of Incorporation are true and correct.


ADRIAN L. JOHNSON

Subscribed and sworn to
before me this 29th day
of MARCH, 1984.




JANET RANDALL
NOTARY PUBLIC

This Instrument Prepared By:

Sam W. Irby
Attorney at Law
317 Magnolia Avenue
Post Office Box 1031
Fairhope, Alabama 36533

REC-13-1127