

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 020580538
CONTROL NUMBER : K810813
DATE INC/AUTH/FILED: 03/19/1998
JURISDICTION : GEORGIA
PRINT DATE : 02/27/2002
FORM NUMBER : 215

MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, I
NC. ATTN: ANN HEDOU
P.O. BOX 142354
FAYETTEVILLE, GA 30214

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC.
A DOMESTIC NONPROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



A handwritten signature in black ink, appearing to read 'Cathy Cox'.

Cathy Cox
Secretary of State

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9810813
EFFECTIVE DATE: 03/19/1998
COUNTY : FAYETTE
REFERENCE : 0077
PRINT DATE : 03/19/1998
FORM NUMBER : 311

B. D. MURPHY, III
P.O. BOX 26
FAYETTEVILLE, GA 30214

CERTIFICATE OF INCORPORATION

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC.
A DOMESTIC NONPROFIT CORPORATION**

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

ARTICLES OF INCORPORATION
OF
MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

The name of the corporation is MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association", and the Corporation is organized pursuant to the Georgia Nonprofit Corporation Code.

ARTICLE II

The principal office of the Association is located at 218 Ebenezer Road, Fayetteville, Georgia 30215.

ARTICLE III

B. D. MURPHY, III, whose address is 370 West Stonewall Avenue, Fayetteville, Georgia 30214, 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:

All that tract or parcel of land lying and being in Fayette County, Georgia and being known as Magnolia Ridge Subdivision.

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

Members shall be entitled to one (1) vote for each lot in which they hold the interest required for membership. The Developer shall have five (5) votes for each lot to which it holds title (weighted vote). The Developer's weighted vote shall cease when the total votes outstanding in the general membership equal the total votes outstanding in the Developer (as weighted) or on July 1, 2008, which occurs first.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) 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:

DAN V. STINCHCOMB

18 Ebenezer Road
Fayetteville, GA 30215

FRANCIS STINCHCOMB

218 Ebenezer Road
Fayetteville, GA 30215

SCOTT STINCHCOMB

218 Ebenezer Road
Fayetteville, GA 30215

ALTON RAY

856 Welcome to Sargent Road
Newnan, GA 30263

TONY MARTIN

100 Commerce Drive, Suite B
Fayetteville, Ga 30214

At the first annual meeting, and at each annual meeting thereafter, the members shall elect five (5) Directors for a term of one year each.

ARTICLE 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 nonprofit 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 the Declarant has the right to appoint and remove officers and directors of the Association, the following actions

shall require the prior approval of the VA (so long as the VA is guaranteeing any Mortgage in the Community), and HUD (so long as HUD is insuring any Mortgage in the Community): annexation of additional property to the Community, except for annexation by Declarant in accordance with Article I, Section 2, hereof pursuant to a previously approved plan of annexation; mergers, and consolidations; dedication of Common Property to any public entity; dissolution; mortgaging of Common Property, and material amendment of the Declaration, By-Laws or Articles of Incorporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Georgia, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 17th day of MARCH, 1998.


DAN V. STINCHCOMB, INCORPORATOR

SECRETARY OF STATE
MAR 19 12 07 PM '98
BSM (6)

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Max Cleland, Secretary of State
Ex-Officio Corporation
Commissioner
State of Georgia

I, **B. D. MURPHY, III**, do hereby consent to serve as
registered agent for **MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC.**,
a corporation organized under the laws of the State of Georgia.

This 17th day of MARCH, 1985.


B. D. MURPHY, III

370 West Stonewall Avenue
Fayetteville, Georgia 30214

**CERTIFICATE
AS TO
REQUEST FOR PUBLICATION**

{O.C.G.A. Section 14-2-201.1 (GCA Section 22-201.1)}

Pursuant to O.C.G.A. Section 14-2-201.1 (GCA Section 22-201.1 of the Georgia Business Corporation Code, the undersigned hereby certifies that:

-1-

HE is acting as the incorporator of a corporation to be organized pursuant to the provisions of the Georgia Business Corporation Code (the "Code") and to be known as "**MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC.**".


-2-

The registered agent of the proposed corporation is to be located in Fayette County, Georgia.

-3-

On MARCH 17, 1998, the undersigned delivered a notice of intent to file articles of incorporation to the FAYETTE COUNTY NEWS and payment therefore {O.C.G.A. Section 14-2-201.1 (a) (GCA Section 22-201.1)}.

IN WITNESS WHEREOF, the undersigned incorporator has executed this Certificate on this 17th day of MARCH, 1998.



DAN V. STINCHCOMB,
Incorporator



LEWIS A. MASSEY
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
Suite 315, West Tower, 2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

Registered agent, officer, entity status information on the Internet
<http://www.sos.state.ga.us>

CATHY COX
Assistant Secretary of State -
Operations

WARREN H. RARY
Director

TRANSMITTAL INFORMATION
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY


DOCKET #	980750574	PENDING #	P221645	CONTROL #	
DOCKET CODE	311	DATE FILED	3/19/98	AMOUNT RECEIVED	160
				CHECK/ RECEIPT #	31261
TYPE CODE	DP	EXAMINER		JURISDICTION (COUNTY) CODE	Fayette

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.

1.	980700334	
	Corporate Name Reservation Number	
	MAGNOLIA RIDGE HOMEOWNERS ASSOCIATION, INC	
	Corporate Name	
2.	B. D. Murphy, III	770-461-4226
	Applicant/Attorney	Telephone Number
	P.O. Box 26	
	Address	
	FAYETTEVILLE, GA	30214
	City	State Zip Code

3. I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publishing fee of \$40.00 has been or will be mailed or delivered to the authorized newspaper as required by law. Mail or deliver to the Secretary of State, at the above address, the following:

- 1) This transmittal form
- 2) The original and one copy of the Articles of Incorporation
- 3) a filing fee of \$60.00 payable to Secretary of State. Filing fees are NON-refundable.


3-17-98
 Authorized Signature Date

Registered agent, officer, entity status information on the Internet: <http://www.sos.state.ga.us>

FORM 227