

ARTICLES OF INCORPORATION

OF

FIELDSTONE PARK HOMEOWNER'S ASSOCIATION, INC.

A NONPROFIT CORPORATION

The undersigned, acting as incorporator of a corporation under the ALABAMA Nonprofit Corporation Act, adopts the following Articles Of Incorporation for such corporation:

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ARTICLE I

The name of the corporation is Fieldstone Park Homeowner's Association, Inc. , hereafter called the "Association".

ARTICLE II

The period of duration of the Association shall be perpetual.

ARTICLE III

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, common area, if any, and the Park known as Fieldstone Park located in the subdivision, within that certain tract of property described as:

All lots located in the subdivision known as Fieldstone Park, including all sectors, phases, Resurveys and amendments of said subdivision, which said sectors, phases, Resurveys and Amendments are recorded in the Office of the Judge of Probate of Shelby County, Alabama, in the following map books and pages:

- (1) Map Book 15, Page 89
- (2) Map Book 16, Page 114
- (3) Map Book 17, Page 147
- (4) Map Book 18, Page 113
- (5) Map Book 19, Page 42
- (6) Map Book 19, Page 133
- (7) Map Book 20, Page 35

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and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in those certain protective covenants, hereinafter called the "Declaration" applicable to the property and recorded or to be recorded in the Office of the Judge of Probate, Shelby County, Alabama and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) 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;
- (d) borrow money, and with the assent of two thirds (2/3) of the members mortgage, pledge, deed in trust, or hypothecate any or all of its real property as security for money borrowed or debts incurred;
- (e) dedicate, sell or transfer all or part of the common area, if any, and the Park to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two thirds (2/3) of the members, agreeing to such dedication, sale, or transfer;
- (f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common area, provided that any such merger, consolidation, or annexation shall have the assent of two-thirds (2/3) of the members;
- (g) have and to exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Alabama by law may now or hereafter have or exercise.

ARTICLE IV
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 V
VOTING RIGHTS

The Association shall have one class of voting membership:

Class A: Class A members shall be all owners, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of six (6) Directors, who must 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:

<u>Name</u>	<u>Address</u>
Mike Madlom	1124 MacQueen Circle, Helena, AL 35080
Henry Wilson	1709 Fieldstone Circle, Helena, AL 35080
Julie Covington	513 Fieldstone Drive, Helena, AL 35080
Carol Koch	317 Stonecroft Circle, Helena, AL 35080
Mike Mixson	205 Stonecroft Drive, Helena, AL 35080
Brian Hayes	515 Fieldstone Drive, Helena, AL 35080

ARTICLE VII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the 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 VIII

The location and mailing address of the initial registered office of the Association, and the name of its initial registered agent at such address are as follows:

✓ Mike Madlom
1124 MacQueen Circle
Helena, AL 35080

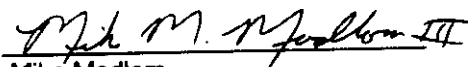
ARTICLE IX

INCORPORATOR

The name and address of each of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Mike Madlom	1124 MacQueen Circle, Helena, AL 35080

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Alabama, I, the undersigned, being the incorporator of this Association, have executed these articles of Incorporation this 14 day of January, 1997.


Mike Madlom

STATE OF ALABAMA

COUNTY OF SHELBY

I, THE UNDERSIGNED, A Notary Public in and for said county, in said State, hereby certify that Mike Madlom whose name is signed to the foregoing documents, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the document he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 14 day of January, 1997.

Donna A. Keni
Notary Public

My Commission Expires May 24, 1998

State of Alabama

Shelby County

CERTIFICATE OF Incorporation

OF

Fieldstone Park Homeowner's Association, Inc.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of Fieldstone Park Homeowner's Association, Inc., duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of Fieldstone Park Homeowner's Association, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 14th day of January, 19 97.

Patricia George Subramanian

Judge of Probate

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