Secretary of State
Corporations Section
James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

BOOK 9315 PAGE 723

DATE: 04/15/94
REQUEST NUMBER: 2836-0342
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 04/15/94 1105
EFFECTIVE DATE/TIME: 04/15/94 1105
CONTROL NUMBER: 0278151

TO:
GREENE & GREENE, ATTY.
323 UNION STREET
PO BOX 198645
NASHVILLE, TN 37219

mail

RE:
PLANTATION WALK HOMEOWNERS ASSOCIATION, INC.
CHARTER - NONPROFIT

CONGRATULATIONS UPON THE INCORPORATION OF THE ABOVE ENTITY IN THE STATE OF TENNESSEE, WHICH IS EFFECTIVE AS INDICATED.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE CORPORATION'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH THE WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE DISSOLUTION.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

40354

IDENTIFICATION REFERENCE

94 APR 10 PM 2:21

FELIX A. ... REGISTER
DAVIDSON COUNTY, TN.

54# 04/13 0101 03CHECK 5.00

FOR: CHARTER - NONPROFIT

ON DATE: 04/15/94

FROM:
GREENE & GREENE (BOX 198645/323 UNION ST
323 UNION STREET
P O BOX 198645
NASHVILLE, TN 37219-0000

	FEE	TAX
RECEIVED:	$50.00	$50.00
TOTAL PAYMENT:		$100.00

RECEIPT NUMBER: 0000164709(
ACCOUNT NUMBER: 00178879

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

SS-4458

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

FILED

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STATE OF TENNESSEE
1994 APR 15 AM 11:05
FILED BY
SECRETARY

CHARTER

BOOK 9315 PAGE 724

OF

PLANTATION WALK HOMEOWNERS ASSOCIATION, INC.

Pursuant to the provisions of Section 48-52-101 of the Tennessee Non-profit Corporation Act, as amended, the undersigned incorporator delivers the following charter for filing with the Secretary of State:

ARTICLE I

The name of the corporation is PLANTATION WALK HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The corporation is a mutual benefit corporation and is not organized for profit.

ARTICLE III

The address of the principal office of the corporation in the State of Tennessee is c/o Phillips Builders, Inc., 2910 Kraft Drive, Nashville, Davidson County, Tennessee 37204.

ARTICLE IV

The address of the registered office of the corporation shall be Phillips Builders, Inc., 2910 Kraft Drive, Nashville, Davidson County, Tennessee 37204. The registered agent at that office shall be H. Edward Phillips.

ARTICLE V

The purposes for which the corporation is organized are:

(a) To operate, manage, maintain and administer the affairs of Plantation Walk (hereinafter referred to as Plantation Walk") pursuant to that certain Declaration of Restrictive Covenants for Plantation Walk dated January 27, 1994, filed for record in Book 9231, Page 719, Register's Office for Davidson County, Tennessee, and the Plat filed for record in Plat Book 7900, Page 662, in said Register's Office (hereinafter referred to as the "Declaration" and the "Plat", respectively).

(b) To enter into and perform any contract and to exercise all powers which may be necessary or convenient to the operation, management, maintenance and administration of the affairs of Plantation Walk in accordance with the Declaration.

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SECRETARY OF STATE

ARTICLE VI

The corporation is to have members, and each Owner, as that term is defined in the Declaration, shall be a member of the corporation and no other person or entity shall be entitled to membership. No Owner shall be required to pay any consideration whatsoever solely for his membership in the corporation.

ARTICLE VII

(a) The share of an Owner in the funds and assets of the corporation cannot be assigned, pledged or transferred in any manner except as an appurtenance to his Lot in Plantation Walk.

(b) Each Owner shall be entitled to a vote, in accordance with the Lot Classification set forth in the Declaration.

(c) No Owner other than the Developer shall be entitled to vote at any meeting of the corporation until he has presented evidence of ownership of a Lot in Plantation Walk to the corporation. The vote of each Owner may only be cast by such Owner or by a proxy given by such Owner to his duly authorized representative. If title to a Lot shall be in the name of two or more persons as Owners, any one of such Owners may vote as the Owner of the Lot at any meeting of the corporation and such vote shall be binding on such other Owners who are not present at such meeting until written notice to the contrary has been received by the corporation, in which case the unanimous action of all such Owners (in person or by proxy) shall be required to cast their vote as Owners. If two or more of such Owners are present at any meeting of the corporation, then unanimous action shall also be required to cast their vote as Owners.

(d) An Owner in default with respect to any provision of the Declaration shall not be entitled to vote at any meeting of the corporation so long as such default is in existence.

(e) Defined terms used in the Declaration shall have the same meanings ascribed to them herein.

ARTICLE VIII

(a) The number of Directors of the corporation shall be fixed by the Bylaws of the corporation but shall not be less than three (3). The Directors of the corporation shall be appointed by the Developer until after transfer of control to the Owners, as provided in the Declaration. After such time, the Directors shall be elected by the members at the annual meeting of members as provided in the Bylaws of the corporation to serve in accordance with the term of office established in such Bylaws.

(b) Directors may take any action which they are required or permitted to take without a meeting on written consent, setting forth the action so taken, signed by all of the Directors entitled to vote thereon.

(c) The initial Board of Directors shall be composed of the following individuals:

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RILEY DARNELL
SECRETARY OF STATE

Bob Allen
2910 Kraft Drive
Nashville, Tennessee 37204

David Hughes
2910 Kraft Drive
Nashville, Tennessee 37204

Anita Hayzlett
2910 Kraft Drive
Nashville, Tennessee 37204

Clifton Hall
2910 Kraft Drive
Nashville, Tennessee 37204

ARTICLE IX

Upon the dissolution of the corporation, all assets of the corporation shall be distributed to a non-profit organization with purposes similar to those of the corporation. Such organization to be chosen by the Board of Directors of the corporation as part of the plan of dissolution of the corporation.

ARTICLE X

No provision of this Charter shall be amended or modified unless two-thirds of the Lot Owners, as that term is defined in the Declaration, consent to such change.

ARTICLE XI

So long as the developer under the Declaration retains a weighted vote within the corporation, as described in paragraph 4.2 of the Declaration, the corporation shall not annex any additional properties, participate in any merger or consolidation, mortgage any portion of the Common Areas, amend this Charter or dissolve the corporation without the prior consent of the Secretary of United States Department of Housing and Urban Development or the Director of the Veterans' Administration, as the case may be.

ARTICLE XII

The complete name and address of the incorporator is as follows:

H. Marshall Greene, Esq.
c/o Greene & Greene
323 Union Street
P. O. Box 198645
Nashville, TN 37219-8645

IN WITNESS WHEREOF, the undersigned, having capacity to contract and acting as the Incorporator under the Tennessee Non-Profit Corporation Act, submits the foregoing Charter for Plantation Walk Homeowners Association, Inc.

Dated this 14th day of April, 1994.

H. Marshall Greene

H. Marshall Greene, Incorporator

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