

ARTICLES OF INCORPORATION
OF
RIVER PARK HOMEOWNERS ASSOCIATION NO. 1

Recording Fee 28.00
TOTAL 28.00

In compliance with the requirements of Code of Alabama 1975, Sections 10-3A-1 through 10-3A-225, the undersigned, all of whom are residents of Alabama and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a nonprofit corporation and do hereby certify:

ARTICLE I

The name of the corporation is "RIVER PARK HOMEOWNERS ASSOCIATION NO. 1" (hereinafter sometimes referred to as the "Association").

ARTICLE II

The initial registered office of the Association is located at 112 River Park Road, Florence, Alabama 35634.

ARTICLE III

Hillard G. Matthews, whose address is 112 River Park Road, Florence, Alabama 35634, is hereby appointed the initial registered agent of the Association.

ARTICLE IV

The names and addresses of the incorporators of the Association, who are all of the owners of lots (hereinafter sometimes referred to as "Lots" or "Lot" in the singular) in RIVER PARK AND A RESURVEY OF LOT 110 SECTION 'C' KENDALE GARDENS SUBDIVISION as said subdivision is recorded in the office of the Judge of Probate of Lauderdale County, Alabama, in Plat Book 6 at Page 81, are as follows:

Judith Rausch
114 River Park Road
Florence, AL 35634

Charles H. Crow and Cherion E. Crow
105 River Park Road
Florence, AL 35634

RLFY 2007 3986

James E. Meeks III
612 Indian Ridge Road
Louisville, KY 40207

Ross E. Hannah and Pamela L. Hannah
9194 County Road 71
Lexington, AL 35648

Sue-Dale Bonner
102 River Park Ct.
Florence, AL 35634

E. M. Shell and June Shell
106 River Park Ct.
Florence, AL 35634

Johnny M. Morrow and Connie H. Morrow
512 4th Ave., S.E.
Red Bay, AL 35582

Virgil Allen Dillon and Patricia M. Dillon
110 River Park Road
Florence, AL 35634

Hillard Matthews and Charlotte G. Matthews
112 River Park Road
Florence, AL 35634

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

The 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 the maintenance, preservation, control, and improvement of, and the payment of ad valorem taxes on, the real property owned by the Association and in furtherance of this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and

obligations of the Association necessary and proper for the maintenance, preservation, control, and improvement of, and the payment of ad valorem taxes on, the real property owned by the Association;

(b) fix, levy, collect, and enforce payment by any lawful means, all charges or assessments to be paid by the members of the Association; to pay all expenses in connection therewith and all office and other expenses incidental 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 or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell, or transfer all or any part of its real property to any public agency, authority, or utility;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional property to come under the control of the Association;

(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 VI

MEMBERSHIP

Each person or entity who is a record owner of a fee or an undivided fee interest (in the case of joint tenants or tenants in common) in any lot in River Park and a Resurvey of Lot 110 Section "C" in Kendale Gardens Subdivision, said subdivision being recorded in the office of the Judge of Probate of Lauderdale County, Alabama, in Plat Book 6 at Page 89.

Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. At the time of this incorporation, the members are the same persons as the incorporators.

members are the same persons as the incorporators.

RLPY 2007 3988

ARTICLE VII

VOTING RIGHTS

The members 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 among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. Sue-Dale Bonner shall be deemed to own only One (1) Lot for voting and assessment purposes even though she has legal title to two Lots.

ARTICLE VIII

BOARD OF DIRECTORS AND OFFICERS

The internal affairs of the Association shall be managed by a board of three (3) directors. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors as hereinafter provided are:

Hillard G. Matthews, 112 River Park Road, Florence, Alabama 35634

James Bonner, 102 River Park Court, Florence, Alabama 35634

Charles Crow, 105 River Park Road, Florence, Alabama 35634

At the first annual meeting the members shall elect three directors for a term of three years. The members shall elect the board of directors at the end of each term of three years. Directors need not be members of the Association.

Any director may be removed from the board of directors, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation, or removal of a director, his or her successor shall be selected by the remaining directors and shall serve for the unexpired term of his or her predecessor.

Vice-President, and one director to serve as Secretary-Treasurer of the Association.

ARTICLE IX

MEETINGS

The members shall meet at least annually at a time and place set by the board of directors. The board of directors shall meet at least annually at a time and place set by the board of directors. The annual meeting of the members and the annual meeting of the board of directors may be held at the same time and place.

ARTICLE X

ASSESSMENTS

Each member is obligated to pay to the Association such annual and special assessments for each Lot as established by the board of directors on the due date(s) established by the board of directors. The assessment shall be for the purpose of maintenance, preservation, control, and improvement of, and the payment of ad valorem taxes on, the real property owned by the Association. If the assessment is not paid within 30 days after the due date, the assessment shall bear interest at the rate of eight per cent per annum. The Association may bring an action at law against any member(s) to collect the assessment, and interest, costs, and reasonable attorney's fees shall be recoverable by the Association.

ARTICLE XI

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 first used to pay and discharge all liabilities and obligations of the Association, if any, and then any remaining assets shall be

dedicated to an appropriate public agency to be used for purposes similar to those for which the 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 XII

DURATION


The corporation shall exist perpetually.

ARTICLE XIII

AMENDMENTS

Amendment of these Articles shall require the assent of no less than two-thirds (2/3) of the members of the Association.

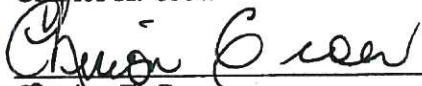
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Alabama, we, the undersigned, being the incorporators of the Association, have executed these Articles of Incorporation this 23 day of December, 2004.



Judith Rausch



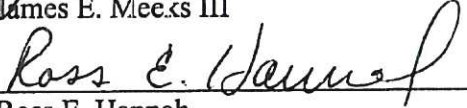
Charles H. Crow



Cherion E. Crow



James E. Meeks III



Ross E. Hannah

Pamela L. Hannah
Pamela L. Hannah

Sue-Dale Bonner
Sue-Dale Bonner

E. M. Shell
E. M. Shell

June Shell
June Shell

Johnny M. Morrow
Johnny M. Morrow

~~XXXXXXXXXXXXXXXXXXXXXXXXXXXX~~
~~County of Morrow~~

Virgil Allen Dillon
Virgil Allen Dillon

Patricia M. Dillon
Patricia M. Dillon

Hillard Matthews
Hillard Matthews

Charlotte G. Matthews
Charlotte G. Matthews

STATE OF Alabama)
COUNTY OF Lauderdale)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Judith Rausch, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January,
2005.
Quinn Gray
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Sauderdale)

RLPY 2007 3992

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Charles H. Crow, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 21 day of January,
2005.
Dennis Casey
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Sauderdale)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Cherion E. Crow, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 21 day of January,
2005.
Dennis Casey
Notary Public
My Commission Expires: 10-23-05

STATE OF Kentucky)
COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that James E. Meeks III, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 28th day of December,
2004.
Lynn Bauer
Notary Public
My Commission Expires: September 10, 2009

LYNN BAUER
Notary Public, Kentucky, State at Large
My Commission Expires September 10, 2009

STATE OF Alabama)
COUNTY OF Lauderdale)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Ross E. Hannah, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 23 day of January,
2007.
Dennis Cready
Notary Public
My Commission Expires: 11-1-09

STATE OF Alabama)
COUNTY OF Lauderdale)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Pamela L. Hannah, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 23 day of January,
2007.
Dennis Cready
Notary Public
My Commission Expires: 11-1-09

STATE OF ALABAMA)
COUNTY OF LAUDERDALE)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Sue-Dale Bonner, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 23rd day of December,
2004.
Bret Allen Young
Notary Public
My Commission Expires: 11-10-06

STATE OF Alabama)
COUNTY OF Lawrence)

RLFY 2007 3994

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that E. M. Shell, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January,
2005.
Dennis Cready
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Lawrence)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that June Shell, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January,
2005.
Dennis Cready
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Franklin)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Johnny M. Morrow, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 20th day of January,
2007.
Charlene Faucher
Notary Public
My Commission Expires: MY COMMISSION EXPIRES 11-16-09

STATE OF Alabama
COUNTY OF Fauquier

RLPY 2007 3995

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Virgil Allen Dillon, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January, 2005

Demis Cressy
Notary Public
My Commission Expires 10-23-05

STATE OF Alabama)
COUNTY OF Fauquier)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Virgil Allen Dillon, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January, 2005.

Demis Cressy
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Fauquier)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Patricia M. Dillon, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January, 2005.

Demis Cressy
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Lauderdale)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Hillard Matthews, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January,
2005.
Dennis Cressy
Notary Public
My Commission Expires: 10-23-05

STATE OF Alabama)
COUNTY OF Lauderdale)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Charlotte G. Matthews, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of January,
2005.
Dennis Cressy
Notary Public
My Commission Expires: 10-23-05

RLPY 2007 5182
Recorded In Above Book and Page
01/30/2007 04:07:40 PM
Dewey D. Mitchell
Probate Judge
Lauderdale County, AL

STATE OF ALABAMA)
LAUDERDALE COUNTY)

Recording Fee 11.00
TOTAL 11.00

SCRIVENER'S AFFIDAVIT CONCERNING TYPOGRAPHICAL ERROR
IN
ARTICLES OF INCORPORATION
OF RIVER PARK HOMEOWNERS ASSOCIATION NO. 1

Comes now Brant Young, who, being personally known to me and duly sworn, hereby deposes and states as follows:

My name is Brant Young. I am over 21 years of age. I am a licensed, practicing attorney in Florence, Alabama. I have personal knowledge of the facts stated herein.

I drafted the Articles of Incorporation of River Park Homeowners Association No. 1 which was signed by the incorporators and recorded in the office of the Judge of Probate of Lauderdale County, Alabama, on January 24, 2007, at RLPY 2007 3985.

The aforesaid Articles of Incorporation of River Park Homeowners Association No. 1 contained a typographical error on the top of page 4. A line was omitted from the sentence. The sentence at the top of page 4 should read: "The directors shall appoint one director to serve as President, one director to serve as Vice-President, and one director to serve as Secretary-Treasurer of the Association." This correction states the true intent of the incorporators who signed the document.

IN WITNESS WHEREOF, Brant Young has set his hand and seal on this 30th day of January, 2007.




Brant Young

STATE OF ALABAMA)
COUNTY OF LAUDERDALE)

I, the undersigned authority, a Notary Public in and for the State and County aforesaid, hereby certify that Brant Young, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of this instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 30 day of January, 2007.



Notary Public
My Commission Expires: 10-01-09

