

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9628483
EFFECTIVE DATE: 09/05/1996
COUNTY : DEKALB
REFERENCE : 0107
PRINT DATE : 09/17/1996
FORM NUMBER : 311

GALE G. EVANS
GANEK, WRIGHT & DOBKIN
1979 LAKESIDE PARKWAY, SUITE 950
TUCKER GA 30084

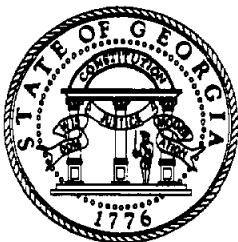
CERTIFICATE OF INCORPORATION

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

SUMMERBROOKE 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
SUMMERBROOKE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Georgia Law, the undersigned has this day voluntarily associated a corporation not for profit, which is hereby organized pursuant to the Georgia Non-Profit Corporation Code, and do hereby certify:

ARTICLE I

The name of the Corporation is Summerbrooke Homeowners Association, Inc. (hereinafter called the "Association").

ARTICLE II

The initial principal office and mailing address of the Association is located at 3790 Data Drive, Suite 2, Norcross, GA 30092.

ARTICLE III

Richard B. Dobkin, whose address is 1979 Lakeside Parkway, Suite 950, Tucker, GA 30084, is hereby appointed the initial registered agent of this Association. The initial registered office of the Association is also 1979 Lakeside Parkway, Suite 950, Tucker, GA 30084.

ARTICLE IV

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 Summerbrooke Subdivision located in Cobb County, Georgia, 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 that certain Declaration of Covenants, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Clerk of the Superior Court of Cobb County, Georgia, and 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 assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred;
- (e) dedicate, sell or transfer all or part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of 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 each class of members;
- (g) have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Georgia by law may now or hereafter have or exercise.

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

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, 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.

Class B. Class B members shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) the expiration of seven (7) years after the date of the recording of the Declaration;
- (b) the date upon which seventy-five (75) percent of all of the Residences submitted to the Declaration have been conveyed to owners other than a person or persons constituting Declarant;
- (c) the surrender by Declarant of the authority to appoint and remove directors and officers by an express amendment to the Declaration executed and recorded by Declarant.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall initially be managed by a Board of three (3) Directors, who need not be members of the Association, and shall be appointed and removed as specified in the Declaration. 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:

NAME	ADDRESS
Scott A. Hoisington	3790 Data Drive, Ste. 2, Norcross, GA 30092
Regina Storey	3790 Data Drive, Ste. 2, Norcross, GA 30092
Ted Turner	3790 Data Drive, Ste. 2, Norcross, GA 30092

At the first annual meeting after control of the Association has passed to the Class A membership, the board shall be increased to Five (5) directors. At the meeting, the members shall elect three (3) directors for the term of two years, and two directors for the term of one year; and at each annual meeting thereafter the membership shall elect directors to fill the vacated positions for a term of two years.

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 the purpose 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 seventy five percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of the additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XII

INCORPORATOR


The name and address of the Incorporator is:

Gale G. Evans

1979 Lakeside Parkway
Suite 950
Tucker, GA 30084

(770) 938-7200

IN WITNESS WHEREOF, I have hereunto executed these Articles of
Incorporation this 1st day of ~~March~~, 1996.
September

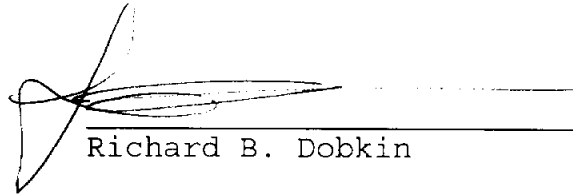


Gale G. Evans

CONSENT TO SERVE AS REGISTERED AGENT

I, RICHARD B. DOBKIN, DO HEREBY CONSENT TO SERVE AS THE REGISTERED AGENT OF THE SUMMERBROOKE HOMEOWNERS ASSOCIATION, INC., UNTIL I EITHER INFORM THE SECRETARY OF STATE OF MY RESIGNATION OR THE CORPORATION APPOINTS A SUCCESSOR REGISTERED AGENT.

THIS 1st DAY OF September 1996.


Richard B. Dobkin



Business Services and Regulation
 Suite 315, West Tower
 2 Martin Luther King, Jr. Drive
 Atlanta, Georgia 30334-1530
 (404) 656-2817

MAX CLELAND
 Secretary of State
 State of Georgia

**TRANSMITTAL INFORMATION FOR GEORGIA
 PROFIT OR NONPROFIT CORPORATIONS**

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET <u>9628483</u>	PENDING CONTROL # <u>9153526</u>	CONTROL # <u>9628483</u>
Docket Code <u>311</u>	Corporation Type <u>DN</u>	
Date Filed <u>9-5-96</u>	Amount Received \$ <u>60</u>	Check/Receipt # <u>9108</u>
Jurisdiction (County) Code _____		
Examiner _____		Date Completed _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
 INSTRUCTIONS ARE ON THE BACK OF THIS FORM.


1. APPLIED FOR 962470790
 Corporate Name Reservation Number
Summerbrooke Homeowners Association, INC.
 Corporate Name (exactly as appears on name reservation)

2. Gale G. Evans
 Applicant/Attorney (770) 938-7200
Ganek, Wright & Dobkin 1979 Lakeside Parkway, Suite 950
 Address Telephone Number
Tucker Georgia 30084
 City State Zip Code

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)
2. ORIGINAL ARTICLES OF INCORPORATION
3. ONE COPY OF ARTICLES OF INCORPORATION

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 a 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.

 _____
 Authorized Signature Date 9-1-96