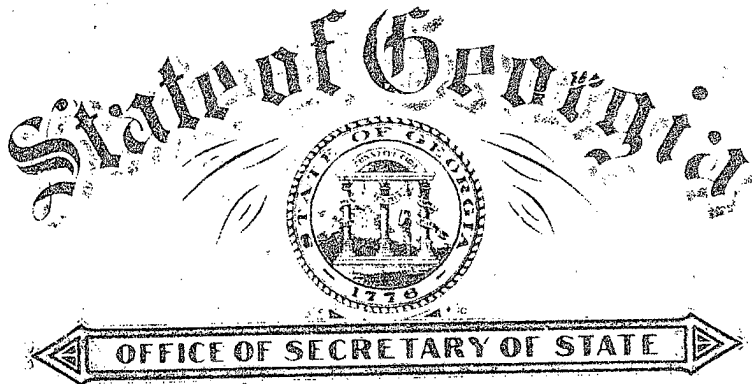


DUPLICATE

H-404064



*I, Ben M. Fortson, Jr., Secretary of State of the  
State of Georgia, do hereby certify that*

"WILLOW POINT HOME OWNERS ASSOCIATION, INC."

was on the 22nd day of May, 1974  
duly incorporated under the laws of the State of Georgia by the Superior Court of  
Fulton County for a period of Perpetual years  
from said date, in accordance with the certified copy hereto attached, and that the original  
articles of incorporation of said corporation has been duly filed in the office of the  
Secretary of State and the fees therefor paid, provided by law.

IN TESTIMONY WHEREOF, I have hereunto set my hand  
and affixed the seal of office, at the Capitol, in the City of  
Atlanta, this 24th day of May in the year  
of our Lord One Thousand Nine Hundred and Seventy  
Four and of the Independence of the United States  
Ninety-Eighth.  
of America the One Hundred and

*Ben M. Fortson, Jr.*  
SECRETARY OF STATE, EX-OFFICIO CORPORATION  
COMMISSIONER OF THE STATE OF GEORGIA.

STATE OF GEORGIA  
COUNTY OF FULTON

ARTICLES OF INCORPORATION

OF

WILLOW POINT HOME OWNERS ASSOCIATION, INC.

1.

The name of the Corporation is WILLOW POINT HOME OWNERS ASSOCIATION, INC.

2.

The Corporation shall have perpetual duration.

3.

The Corporation is organized for the following purposes: To exercise, promote and protect the privileges and interests of the residents of the WILLOW POINT HOME OWNERS ASSOCIATION, INC., Atlanta, Georgia; to foster and promote a healthy zeal for the civic affairs of the community; to develop good citizenship, to encourage the establishment and to stimulate the interest of the public in the extension and development of park and playground facilities; to inquire into civic abuses and seek reforms thereof; to provide for and encourage its members to participate in some form of athletic or physical recreation; to provide a safe non-profit swimming area; to promote water safety; to organize and maintain recreational facilities for its members.

4.

The affairs of the Corporation shall be managed by a Board of Directors. The method of electing such directors shall be determined and set forth in the Corporation's By-Laws.

5.

This Corporation is not organized nor shall it be operated for pecuniary gain or profit. No part of the property of the Corporation and no part of its net earnings shall inure to the benefit of any director or private individual. The

Corporation shall never be authorized to engage in a regular business, the kind ordinarily carried on for profit, or in any other activity except in furtherance of the purposes stated in these Articles of Incorporation. This Corporation shall never engage in propaganda or attempt to influence legislation or participate in any political campaign on behalf of any candidate for public office, nor shall any part of its property or any part of the income therefrom be devoted to such purposes.

6.

The registered office of the Corporation shall be found at 1835 First National Bank Tower, Atlanta, Georgia, Fulton County, 30303, and the name of the registered agent shall be Jack A. Brannon.

7.

The initial Board of Directors shall consist of seven (7) members whose names shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
1. Jack A. Brannon	5263 Deering Trail Marietta, Georgia 30062
2. Ted Cooper	5533 Woodberry Circle Marietta, Georgia 30062
3. Jim Needham	5543 Woodberry Circle Marietta, Georgia 30062
4. George Noell	5534 Woodberry Circle Marietta, Georgia 30062
5. Bill Leslie	1422 Huntingford Drive Marietta, Georgia 30062
6. Bill Whaley	1410 Waterford Court Marietta, Georgia 30062
7. Margie Grier	5564 Woodberry Circle Marietta, Georgia 30062

8.

The name and address of the Incorporator is Charles F. Barnwell, 1835 First National Bank Tower, Atlanta, Georgia 30303.

9.

Any changes, additions or amendments to this the Articles of Incorporation or the By-Laws of this Corporation

shall require a two-thirds majority vote of the members eligible to vote. These Articles of Incorporation and the By-Laws of the Corporation shall not be repealed, altered or revoked by any action of the Board of Directors of this Corporation.

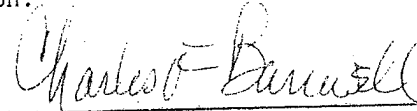
10.

The Board of Directors shall have powers to admit members to the Corporation in such manner, subject to such qualifications and upon such conditions and with such rights as may be provided by the By-Laws of this Corporation.

11.

This Corporation shall have authority to accept gifts and donations, such gift or donation shall be accepted and administered according to the wishes of the donor, so long as such wishes can be accomplished in accordance with the purposes set out in the Article of Incorporation and the By-Laws of this Corporation.

IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Incorporation.



CHARLES F. BARNWELL  
ATTORNEY FOR PETITIONER

MOFFETT, HENDERSON, JONES & BARNWELL  
1835 First National Bank Tower  
Atlanta, Georgia 30303  
658-9950

IN THE SUPERIOR COURT OF FULTON COUNTY  
STATE OF GEORGIA

The petition of Charles F. Barnwell, Petitioner,  
shows the Court as follows:


1.

The Articles of Incorporation of WILLOW POINT HOME OWNERS ASSOCIATION, INC., executed by the Incorporator are attached hereto.

2.

The Certificate of the Secretary of State that the name WILLOW POINT HOME OWNERS ASSOCIATION, INC. is available is attached hereto.

WHEREFORE, Petitioner prays that WILLOW POINT HOME OWNERS ASSOCIATION, INC. be incorporated.

  
CHARLES F. BARNWELL  
Attorney for Petitioner

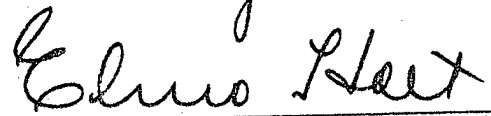
MOFFETT, HENDERSON, JONES & BARNWELL  
1835 First National Bank Tower  
658-9950

ORDER

The Articles of Incorporation of WILLOW POINT HOME OWNERS ASSOCIATION, INC., and the Certificate of the Secretary of State of Georgia that the name WILLOW POINT HOME OWNERS ASSOCIATION, INC., is available having been examined and found lawful;

IT IS HEREBY ORDERED THAT WILLOW POINT HOME OWNERS ASSOCIATION, INC., be and it is hereby incorporated under the laws of the State of Georgia.

This 22 day of May, 1974.

  
JUDGE, Superior Court Fulton County



# PUBLISHER'S AFFIDAVIT

STATE OF GEORGIA  
COUNTY OF FULTON

Before me, the undersigned, a Notary Public, this day personally came JOHN  
HARRISON, who, being first duly sworn, according to law, says that he is an Agent  
of the Daily Report Company, publishers of the Fulton County Daily Report, the official  
newspaper in which the Sheriff's advertisements in and for said County are published,  
and a newspaper of general circulation, with its principal place of business in said  
County, and that there has been deposited with said newspaper the cost of publishing  
four (4) insertions of a notice pursuant to ~~Ga. Business Corporation Code~~ <sup>Georgia</sup> of the granting  
of Articles of Incorporation ~~Articles of Amendment~~ ~~Articles of Merger~~ ~~Articles of Intent~~  
to ~~Discontinue~~ to \_\_\_\_\_

Willow Point Home  
Owners Association, Inc.  
\_\_\_\_\_  
\_\_\_\_\_

Subscribed and sworn to before me this 22nd  
day of MAY, 19 74.

George C. Pope  
NOTARY PUBLIC, ~~XXXXXXXXXXXXXXXXXXXX~~  
STATE AT LARGE

RECEIVED  
MAY 23 3 59 PM '74  
BEN W. FORTSON, JR.  
SECRETARY OF STATE

STATE OF GEORGIA  
COUNTY OF FULTON

I, BARBARA J. PRICE, Clerk of the Superior Court of Fulton  
County, Georgia, do hereby certify that the within and foregoing is a true and  
correct copy of petition of Charles F. Barnwell et al.,  
for incorporation under the name and style of \_\_\_\_\_  
Willow Point Home Owners Association, Inc.  
\_\_\_\_\_  
\_\_\_\_\_ and the Order of Court thereon  
allowing same, all of which appears of file and record in this Office.

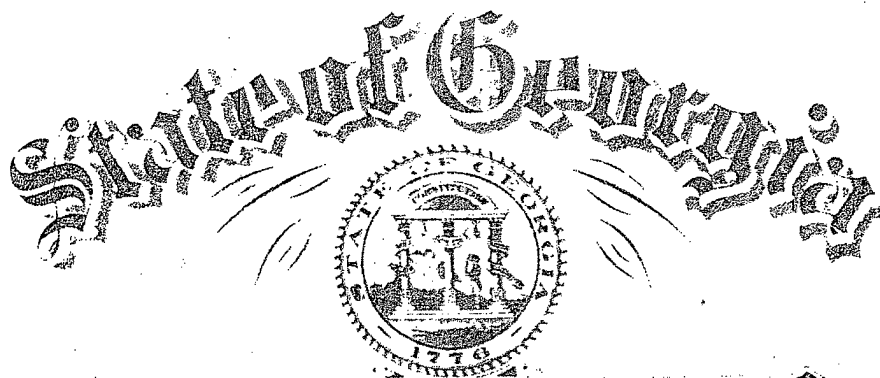
Given under my hand and seal of Office.

This the 22 day of May, 1974.



Barbara J. Price

CLERK OF SUPERIOR COURT  
FULTON COUNTY, GEORGIA



OFFICE OF SECRETARY OF STATE

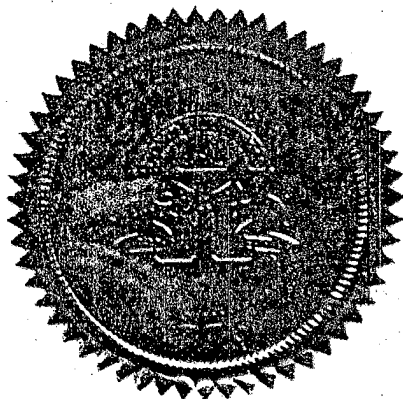
*I, Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify that*

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"WILLOW POINT HOME OWNERS ASSOCIATION, INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of office, at the Capitol, in the City of Atlanta, this 19th day of April, in the year of our Lord One Thousand Nine Hundred and Seventy four and of the Independence of the United States of America the One Hundred and Ninety-eighth.

*Ben W. Fortson Jr.*

Secretary of State, Ex-Officio Corporation  
Commissioner of the State of Georgia