

Articles of Incorporation

The Name of the Corporation:

Village of Belmont Homeowners Association, Inc.

The corporation is organized pursuant to the Georgia Nonprofit Corporation Code.

The Principal Place of Business:

750 Hammond Drive
Building 6, Suite 200
Atlanta, Georgia 30328

Registered Agent's Name and Address:

Advantage Community Management, Inc.
10475 Medlock Bridge Road
Suite 522
Johns Creek, Georgia 30097, Gwinnett County

Effective Date: March 10, 2015

Optional Provisions:

I. Duration. Village of Belmont Homeowners Association, Inc. (the "Association") shall have perpetual duration, unless terminated by due process of law.

II. Nonprofit Code. The Association is organized pursuant to the Georgia Nonprofit Corporation Code, O.C.G.A. Section 14-3-101, et seq.

III. Purposes and Powers.

A. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members. In way of explanation and not of limitation, the purposes for which it is formed are:

1. to be and constitute the Association to which reference is made in the Declaration of Protective Covenants, Conditions, Restrictions and Easements for Village of Belmont (hereinafter the "Declaration"), recorded or to be recorded in the Records of the Clerk of Superior Court of Cobb County, Georgia, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified in the Declaration, in the Bylaws of the Association ("Bylaws") and as provided by law;
2. to be and constitute a homeowners association within the meaning of Section 528 of the Internal Revenue Code of 1986; and
3. to provide an entity for the furtherance of the interests of the Owners in the Community.

B. In furtherance of its purposes, the Association shall have all of the powers conferred upon nonprofit corporations by common law and the statutes of the State of Georgia in effect from time to time, which, unless indicated otherwise in these Articles, the Declaration or the Bylaws, may be exercised by the Board of Directors.

IV. Membership. The Association shall be a membership corporation without certificates or shares of stock. Each record Owner of a Lot subject to the Declaration is a member and shall be entitled to vote as set forth

herein, in the Declaration and in the Bylaws. Membership shall be appurtenant to and may not be separated from ownership of a Lot.

V. Board of Directors. The business and affairs of the Association shall be governed by a board of directors, the number, qualification and method of election of which shall be as set forth in the Bylaws.

VI. Indemnification. The Association shall indemnify to the fullest extent permitted by the Georgia Nonprofit Corporation Code any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Association), by reason of the fact that the person is or was a director or officer of the Association. In addition, the Association shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Georgia Nonprofit Corporation Code.

VII. Liability of Directors. To the fullest extent that the Georgia Nonprofit Corporation Code, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of directors, no director of the Association shall be personally liable to the Association or its members for monetary damages for breach of duty of care or other duty as a director. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. Any repeal or modification of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Association with reference to any event or events preceding or state of facts existing at the time of such repeal or modification.

VIII. Dissolution. The Association may be dissolved only upon a resolution duly adopted by the Board of Directors and the affirmative vote of members who are Owners of not less than two thirds (2/3) of the Lots and the consent of the Declarant and Approved Developer.

IX. Merger and Consolidation. The Association may merge or consolidate only upon a resolution duly adopted by the Board of Directors and the affirmative vote of members who are Owners of not less than two thirds (2/3) of the Lots and the consent of the Declarant and Approved Developer.

X. Amendments. These Articles may be amended only upon a resolution duly adopted by the Board of Directors and the affirmative vote of members who are Owners of not less than two thirds (2/3) of the Lots and the consent of the Declarant and Approved Developer; provided however, no members shall be entitled to vote on any amendment to these Articles of Incorporation for the sole purpose of complying with the requirements of any governmental (including, without limitation, the U.S. Department of Housing and Urban Development or the U.S. Department of Veterans Affairs) or quasi governmental entity or institutional lender authorized to fund, insure or guarantee Mortgages on individual Lots, as such requirements may exist from time to time, which amendments must be approved by a resolution duly adopted by the Board of Directors with the consent of the Declarant and Approved Developer.

XI. Rights of Declarant and Approved Developer. The rights of Declarant and Approved Developer hereunder shall terminate as provided in the Declaration.

XII. Definitions. Unless otherwise defined herein, the words used in these Articles of Incorporation shall have the same meaning as set forth in the Declaration.

Incorporator(s):

David N. Dorough, Jr.
160 Clairemont Avenue
Suite 650
Decatur, Georgia 30030

The Corporation will have members.

A person who signs a document submits an electronic filing he or she knows is false in any material respect with the intent that the document be delivered to the Secretary of State for filing shall be guilty of a misdemeanor and, upon conviction thereof, shall be punished to the highest degree permissible by law. [O.C.G.A. § 14-2-129.]

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the date set forth below:

Signed by: David N. Dorough, Jr. Incorporator

Date: March 19, 2015