

Tom Schedler
SECRETARY OF STATE

As Secretary of State of the State of Louisiana, I do hereby Certify that

the attached document(s) of

ARRINGTON PLACE SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

are true and correct and are filed in the Louisiana Secretary of State's Office.

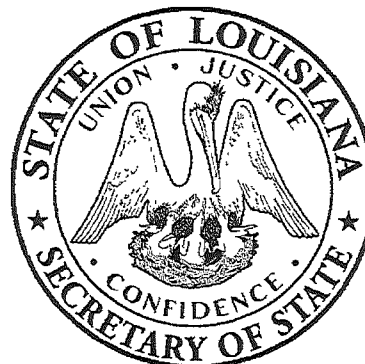
40018363N	ORIGF	9/30/2009	7 page (s)
40536744	12104	6/14/2011	2 page (s)
41946889	14 AR	7/13/2015	1 page (s)

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

July 13, 2015

Secretary of State

WEB 40018363N



Certificate ID: 10616947#42N83

To validate this certificate, visit the following web site, go to **Business Services**, Search for **Louisiana Business Filings**, Validate a **Certificate**, then follow the instructions displayed.

www.sos.la.gov

**ARTICLES OF INCORPORATION
OF
ARRINGTON PLACE SUBDIVISION
HOMEOWNERS ASSOCIATION, INC.**

STATE OF LOUISIANA

PARISH OF LIVINGSTON

BE IT KNOWN that on this 23rd day of September, 2009, before me, the undersigned Notary Public, duly commissioned and qualified in and for the Parish of Livingston, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the incorporator hereunder, who declared to me, Notary Public, in the presence of the undersigned competent witnesses, that, availing himself of the provisions of the Louisiana Nonprofit Corporation Law (La. R.S. 12:201 et seq.), he does hereby form and incorporate a nonprofit corporation under and in accordance with these articles of incorporation (the "Articles").

**ARTICLE 1
PROPERTY**

These Articles pertain to Arrington Place Subdivision, a residential development in Tangipahoa Parish, Louisiana, according to the plat or plats thereof recorded or to be recorded in the records of Tangipahoa Parish, Louisiana (the "Property"), which Property is subject to that certain Declaration of Covenants & Restrictions for Arrington Place Subdivision, recorded or to be recorded in the records of Tangipahoa Parish, Louisiana, as amended, supplemented or restated from time to time (the "Declaration").

**ARTICLE 2
NAME**

The name of this corporation (the "Association") shall be:

Arrington Place Subdivision Homeowners Association, Inc.

and under that name it shall have and enjoy all the rights, advantages, and privileges granted by law

to such corporations. This corporation is the Association authorized under and defined in the Declaration.

ARTICLE 3
PURPOSE

The purpose of the Association is to exercise the rights and powers and to perform the duties and obligations of a homeowners association, in accordance with the Declaration, the Bylaws and State law, and particularly under La. R.S. 12:201 et seq., as each may be from time to time amended.

ARTICLE 4
POWERS

In furtherance of its purpose, the Association has the following powers, which, unless indicated otherwise by these Articles, the Declaration, the Bylaws or State law, may be exercised by the Board of Directors: (i) all rights and powers conferred on nonprofit corporations by State law in effect from time to time; (ii) all rights and powers conferred on property owners associations by State law, in effect from time to time; (iii) all powers necessary, appropriate or advisable to perform any purpose or duty of the Association set out in these Articles, the Bylaws, the Declaration of State law.

ARTICLE 5
MEMBERSHIP

The Association is organized in whole on a non-stock basis. The Declaration and the Bylaws shall determine the number and qualifications of members of the Association; any classes of membership the voting rights and other privileges of membership; and the obligations and liabilities of members. Cumulative voting is not allowed.

ARTICLE 6
DURATION

This corporation shall enjoy perpetual existence.

ARTICLE 7
MANAGEMENT BY BOARD

The management and affairs of the Association are vested in the Board of Directors, except for those matters expressly reserved to others in the Declaration and the Bylaws. The Bylaws may determine the number and qualification of directors; the term of office of directors; the methods of electing, removing, and replacing directors, and the methods of holding a board meeting and obtaining consents.

ARTICLE 8
DEVELOPMENT

The Declaration provides for a Development Period during which the Declarant is given certain rights to ensure a complete and orderly buildout and sellout of the Property.

ARTICLE 9
LIMITATIONS ON LIABILITY

a. Except as provided in paragraph b below, an officer or director of the Association is not liable to the Association or its members for monetary damages for acts or omissions that occur in the person's capacity as an officer or director, except to the extent a person is found liable for (i) a breach of the officer or director's duty of loyalty to the Association or its members; (ii) an act or omission not in good faith that constitutes a breach of duty of the officer or director to the Association; (iii) an act or omission that involves intentional misconduct or a knowing violation of the law; (iv) a transaction from which the officer or director receives an improper benefit, whether or not the benefit resulted from an action taken within the scope of the person's office; or (v) an act or omission for which the liability of an officer or director is expressly provided by an applicable statute.

b. The limitation on the liability of an officer or director does not eliminate or modify/ that person's liability as a member of the Association. The liability of a member arising out of a contract made by the Association, or out of the indemnification of officers or directors, or for damages as a result of injuries arising in connection with the common elements, or for liabilities

incurred by the Association, will be limited to the same proportion for which he is liable for common expenses as a member of the Association.

ARTICLE 10
INDEMNIFICATION

Subject to the limitations and requirements of applicable law, the Association will indemnify a person who was, is, or is threatened to be made a named defendant or respondent in a proceeding because the person is or was an officer, director, committee chair, or committee member of the Association. Additionally, the Association may indemnify a person who is or was an employee, trustee, agent, or attorney of the Association, against any liability asserted against him and incurred by him in that capacity and arising out of that capacity.

ARTICLE 11
AMENDMENT OF ARTICLES

These Articles may be amended in accordance with the Louisiana Nonprofit Corporation Law, subject to the following: (i) an amendment may not conflict with the Declaration or State law; (ii) an amendment may not impair or dilute a right granted to a person by the Declaration, without that persons' written consent; and (iii) without member approval, the board of directors may adopt amendments permitted by applicable law.

ARTICLE 12
AMENDMENT BY BYLAWS

The Bylaws of the Association may be amended or repealed according to the amendment provision of the Bylaws, which may reserve those powers to the members, exclusively.

ARTICLE 13
DISSOLUTION

The Association may be dissolved only as provided in the Declaration, the Bylaws and by State law. On dissolution, the assets of the Association will be distributed in accordance with a dissolution plan approved by the members.

ARTICLE 14
ACTION WITHOUT MEETING

Any action required by the Louisiana Nonprofit Corporation Law to be taken at a meeting of the members or directors, or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of members, directors, or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted.

ARTICLE 15
INITIAL BOARD OF DIRECTORS

The initial board consists of two directors who will serve as directors until their successors are elected and qualified, as provided in the Bylaws. The name and address of initial directors are as follows:

Name	Address
Saun A. Sullivan	1920 Florida Ave., S.W., Suite E, Denham Springs, LA 70726
Lee Foster	1920 Florida Ave., S.W., Suite E, Denham Springs, LA 70726

ARTICLE 16
REGISTERED AGENT/REGISTERED OFFICE

The name and address of the Association's initial registered agent is Saun A. Sullivan, 1920 Florida Avenue, S.W., Suite E, Denham Springs, Louisiana 70726. The registered office address is 1920 Florida Avenue, S.W., Suite E, Denham Springs, Louisiana 70726.

ARTICLE 17
INCORPORATOR

The name of the incorporator is Saun A. Sullivan, 1920 Florida Avenue, S.W., Suite E, Denham Springs, Louisiana 70726.

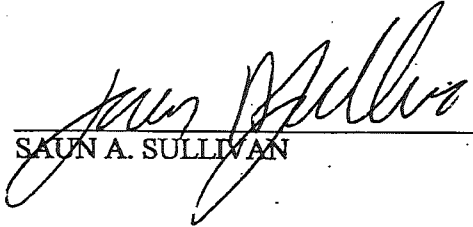
THUS DONE AND PASSED in my notarial office at Denham Springs, Louisiana, on the day, month and year first hereinabove written, in the presence of the undersigned competent

witnesses, who hereunto sign their names with the said appearer and me, Notary, after reading of the whole.


WITNESSES:




Tammy Temple



SHAUN A. SULLIVAN



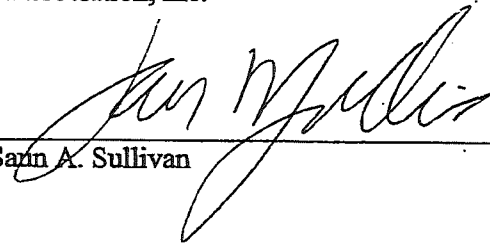
Charlene Hamilton



NOTARY PUBLIC
DONALD L. MIERS, JR.
BAR ROLL NO. 26687

AGENT'S AFFIDAVIT AND ACKNOWLEDGEMENT OF ACCEPTANCE

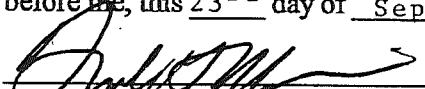
I hereby acknowledge and accept the appointment of registered agent for and on behalf of the Arrington Place Subdivision Homeowners Association, Inc.



Sam A. Sullivan

SWORN TO AND SUBSCRIBED

before me, this 23rd day of Sept., 2009.



Donald L. Miers, Jr., Notary Public
Bar Roll No. 26687

Tom Schedler
Secretary of State



**NOTICE OF CHANGE OF REGISTERED OFFICE
AND/OR CHANGE OF REGISTERED AGENT**

(R.S. 12:104 & 12:236)

Enclose \$25 Filing Fee
Domestic Corporation (Business or Non Profit)
Make remittance payable to Secretary of State

Do Not Send Cash

Return to: Commercial Division

P. O. Box 94125
Baton Rouge, LA 70804-9125
Phone (225) 925-4704

Web Site: www.sos.louisiana.gov

Corporation Name: Arrington Place Subdivision Homeowners
Association, Inc.

CHANGE OF LOCATION OF REGISTERED OFFICE

Notice is hereby given that the Board of Directors of the above named corporation has authorized a change in the location of the corporation's registered office. The new registered office is located at:

17203 Chelan St. Ponchatoula LA 70454

Jan Phellus
To be signed by an officer or a director

4/30/11
Date

CHANGE OF REGISTERED AGENT(S)

Notice is hereby given that the Board of Directors of the above named corporation has authorized the change of the corporation's registered agent(s). The name(s) and address(es) of the new registered agent(s) is/are as follows:

Brandi Soileau

17203 Chelan St.

Ponchatoula, LA 70454

Jan Phellus
President, Vice President or Secretary

4/30/11
Date

AGENT'S ACCEPTANCE AND ACKNOWLEDGEMENT OF APPOINTMENT

I hereby acknowledge and accept the appointment of registered agent(s) for and on behalf of the above named corporation.

Brandi Soileau

Sworn to and subscribed before me, the undersigned Notary Public, on this date: April 18, 2001
NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #

Samantha Dikes
Notary Signature
29845

Tom Schedler
Secretary of State



NOTICE OF CHANGE OF DIRECTORS AND/OR OFFICERS OF A CORPORATION

Enclose \$25 Filing Fee
Domestic Corporation (Business or Non Profit)
Make remittance payable to Secretary of State

Do Not Send Cash

Return to: Commercial Division
P. O. Box 94125
Baton Rouge, LA 70804-9125
Phone (225) 925-4704
Web Site: www.sos.louisiana.gov

Corporation Name: Arrington Place Subdivision Homeowners
Association, Inc.

REMOVAL OF DIRECTORS AND/OR OFFICERS

Notice is hereby given that the Board of Directors of the above named corporation has authorized the removal of the following: *Only the titles indicated will be removed.*

Saun A. Sullivan - director

Name and Title

Name and Title

Lee Foster - director

Name and Title

Name and Title

Name and Title

Name and Title

Tom Schedler
To be signed by an officer or a director

4/30/11
Date

ADDITION OF DIRECTORS AND/OR OFFICERS

Notice is hereby given that the Board of Directors of the above named corporation has authorized the addition of the following: *Only the titles indicated will be added.*

Brandi Soileau

Name and Title

17203 Chelan St. Ponchatoula, LA 70454

Municipal Address

Cristi Fryoux

Name and Title

17178 Chelan St. Ponchatoula, LA 70454

Municipal Address

Name and Title

Municipal Address

Name and Title

Municipal Address

Tom Schedler
To be signed by an officer or a director

4/30/11
Date

