

**ARTICLES OF INCORPORATION OF
THE MANSIONS AT SPARTAN TRACE CONDOMINIUM ASSOCIATION, INC.**

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

BE IT KNOWN, that on this 18 day of April 2006, before me, the undersigned Notary Public, personally came and appeared the several subscribers hereto, each of the full age of majority, who declared to me, in the presence of the undersigned competent witnesses, that, availing themselves of the provisions of the Louisiana Business Corporation Law, relative to non-profit corporations (La. R.S. 12:201, et seq.), they do hereby organize themselves, their successors and assigns, into a corporation in pursuance of that law, under and in accordance with the following Articles of Incorporation:

**ARTICLE I.
Name**

The name of the corporation shall be The Mansions at Spartan Trace Condominium Association, Inc.

**ARTICLE II
Definitions**

As used in these Articles of Incorporation, unless the context requires otherwise:

- (A) Association means the corporation created by these Articles of Incorporation.
- (B) Condominium refers to the immovable property and improvements thereon described on Exhibit "A" of the Condominium Declaration for The Mansions at Spartan Trace Condominium, and the legal status thereof imposed by the establishment of a condominium regime affecting them.
- (C) Condominium Unit means a condominium parcel susceptible of private ownership.
- (D) Condominium Declaration means an instrument in conformity with the provisions of LA. R.S. 9:1121, et seq., executed and registered for the purpose of establishing the condominium form of ownership upon the immovable property and improvements thereon described in the Condominium Declaration for The Mansions at Spartan Trace Condominium.
- (E) Member or Members means the Owner or Owners of individual Condominium Units in the Condominium who, by virtue of these Articles of Incorporation, are members of the Corporation.

- (F) Owner or Owners means the owner of individual Condominium units in the Condominium. All other words or phrases shall have the meanings ascribed to them in the Condominium Declaration.

ARTICLE III

Purpose

The Association is organized for the purpose of operating the managing the Condominium for the use and benefit of the Unit Owners.

ARTICLE IV

Powers

- (A) To operate and manage the Condominiums for the use and benefit of the Owners of the Condominium Units as the agent of said Owners.
- (B) To carry out all of the powers and duties vested in it pursuant to the Condominium Declaration affecting the property described in the Condominium Declaration.
- (C) The Association shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon non-profit corporations by the Louisiana Corporation Law, La. R.S. 12:201, et seq.
- (D) The Association shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of a similar character by the provisions of La. R.S. 9:1121, et. seq., entitled "The Louisiana Condominium Law" as now or hereafter in force.
- (E) All of the powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Condominium Declaration together with its supporting documents which govern the use of the Condominium to be operated and administered by this Association.

ARTICLE V

Membership

The qualifications of members, the manner of their admission and voting by members shall be as follows:

- (A) This Association shall be organized without any capital stock.
- (B) All Unit Owners of condominium parcels in the Condominium shall be members of the Corporation, and no other person or other entities shall be entitled to membership.

(C) After the Declaration of Condominium has been registered, persons shall become members of the Association by the recording in the Conveyance records of the Parish of St. Tammany, State of Louisiana, of a deed or other instrument establishing a change of record title to a Unit and the delivery to the Association of a certified copy of such instrument thereby becoming a member of the Association, and the membership of the prior owner shall at that time be terminated.

(D) The interest of any member in any part of the Condominium or in the funds and assets of the Association cannot be conveyed, assigned, mortgaged, hypothecated or transferred in any manner, except as an appurtenance to his condominium parcel.

(E) Voting by the members of the Association in the affairs of the Association shall be on the following basis: The aggregate number of votes for all Unit Owners shall be equal to the number of Condominium Units in exercise at any given time and shall be divided among the respective Unit Owners in the ration of one (1) vote per unit. If any Unit Owner consists of more than one person, the voting right of such Unit Owner shall not be divided but shall be exercised as if the Unit Owner consisted of only one person in accordance with the proxy or other designation made by the persons constituting such Unit Owners. Voting rights shall be exercised in accordance with the provisions of the Condominium Declaration and the Bylaws of the Association.

ARTICLE VI Corporate Existence

The Association shall continue to exist so long as the Condominium shall be in existence.

The Association may be terminated by termination of the Condominium in accordance with the Louisiana Condominium Act.

ARTICLE VII Registered Agent

The registered agent and resident agent upon whom service of process may be effected for the corporation is as follows:

Registered Agent:	Richard P. Richter 4932 Pontchartrain Drive Slidell, Louisiana 70458
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ARTICLE VIII
Directors

(A) Subject to the provisions of these Articles, the Condominium Declaration and the Act, all of the powers of this Association are vested in its Board of Directors.

(B) The Board of Directors shall consist of not less than two (2) nor more than seven (7) members.

(C) The exact number of Directors, the procedure for their election, their terms of office, qualifications, procedures for filing vacancies on the Board, procedures for removal of Directors, compensation and the powers and duties of Directors shall be established by the Bylaws of this Association.

ARTICLE IX
Directors and Officers

The names and post office addresses of the first Board of Directors and the officers until their successors are elected and qualified are as follows:

Name	Address	Title
Richard P. Richter	4932 Pontchartrain Drive Slidell, Louisiana 70458	President
Ronnie Natal	4932 Pontchartrain Drive Slidell, Louisiana 70458	Secretary-Treasurer
Dan DeBlanc	3154 Pontchartrain Drive Slidell, Louisiana 70459	Vice-President

ARTICLE XI
Bylaws

The Bylaws of the Association shall be adopted by the first Board of Directors. The amendment, alteration or rescission of the Bylaws shall be by the Board of Directors.

ARTICLE XII
Amendments to Articles of Incorporation

(A) The Articles of Incorporation may be amended by the members at a duly constituted meeting for such purpose, provided, however, that no amendment shall take effect unless approved by a majority of the members of the Board of Directors and by not less than fifty (50%) percent of the Unit Owners. Notice of the subject matter of any meeting at which a proposed amendment is considered shall be sent by certified mail to the last known address of each Unit Owner.

(B) No amendment to the Articles of Incorporation which in any way changes the percentage of ownership owned by any member of a condominium parcel in the Common Elements of the Condominium, or which in any way changes or modifies the voting rights of any member, or which in any way modifies the percentage of the assessment to be levied against any member for the operation and maintenance of the limited Common Elements or Common Elements of the Condominium may be made except as provided in the Condominium Declaration.

(C) No amendment to the Articles of Incorporation shall be effective until the same has been recorded with the Secretary of State of the State of Louisiana and the Recorder of Mortgages for the Parish of St. Tammany, State of Louisiana.

ARTICLE XIII

Assessments and Funds

(A) All assessments paid by the owner of condominium parcels for the maintenance and operation of the Condominium shall be utilized by the Association to pay for the cost of said maintenance and operation. The Association shall have no interest in any funds received by it through assessments from the owners of individual condominium parcels except to the extent necessary to carry out the powers vested in it as agent for said members.

(B) The Association shall make no distribution of income to its members, directors or officers, and it shall be conducted as a non-profit corporation.

(C) Any funds held by the Association from its receipts, over and above its common expenses, shall be known as the common surplus of the Association and the same shall be held for the use and benefit of the members in proportion to the percentage of their ownership in the limited and general Common Elements of the Condominium.

(D) Upon termination of the condominium and dissolution or final liquidation of this Association, the distribution to the members of this Association of the common surplus in proportion to the percentage of their ownership in the Common Elements shall not constitute or be deemed to be a dividend or distribution of income.

ARTICLE XIV

Indemnification

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a director of the Association, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a

settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XV
Registered Office

The registered office of the corporation shall be located at:

3154 Pontchartrain Drive
Slidell, Louisiana 70459

THUS DONE AND SIGNED at my office in Slidell, Louisiana, on the day, month and year set forth above, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

Marie Suber
Melody Harvey
Printed Name of Witness

Richard P. Richter
Richard P. Richter, Incorporator

MARIE S. NATAL
Melody Harvey
Printed Name of Witness

Richard A. Swartz
NOTARY PUBLIC
Richard A Swartz
Printed Name of Notary Public
My Commission is For Life
Bar No. 12607

AGENT'S AFFIDAVIT AND ACKNOWLEDGMENT OF ACCEPTANCE

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

Registered agent(s) signature(s):

Richard P. Richter

Richard P. Richter

Sworn to and subscribed before me this 18 day of April 2006.

Richard A. Swartz

NOTARY PUBLIC

Richard A Swartz

Printed Name of Notary Public

My Commission is For Life

Bar No. 12607

A True Copy
Richard A Swartz
Richard A Swartz
Bar #12607