

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

CONTROL NUMBER: 9405879
EFFECTIVE DATE: 03/01/1994
COUNTY : GWINNETT
REFERENCE : 0062
PRINT DATE : 03/10/1994
FORM NUMBER : 311

RICHARD B. CHANDLER, JR.
3550 LAWRENCEVILLE SUWANEE ROAD
SUITE 108
SUWANEE GA 30174

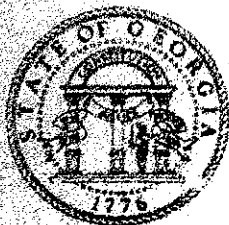
CERTIFICATE OF INCORPORATION

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

RUBY FOREST HOMEOWNERS' ASSOCIATION, INC.

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.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2834

CEMETERIES
656-3079

CORPORATIONS
656-2917

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF INCORPORATION
OF
RUBY FOREST HOMEOWNERS' ASSOCIATION, INC.

ARTICLE I.

NAME

The name of the Corporation is RUBY FOREST HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Club".

ARTICLE II.

NONPROFIT CORPORATION

The Club shall be a nonprofit corporation and shall have no capital stock and shall have members and no shareholders. No part of the net earnings of the Club shall ever inure to the benefit of any private individual.

ARTICLE III.

DURATION

The Corporation shall have perpetual duration.

ARTICLE IV.

OFFICE

The initial registered office of the Club is located at 3550 Lawrenceville-Suwanee Road, Suite 108, Suwanee, Georgia 30174. The initial registered agent at the Club at such address is Richard B. Chandler, Jr.

ARTICLE V.

PURPOSES AND POWERS

The purposes for which this Club is formed include, but are not limited to, the following:

- (1) To provide a homeowners' association to the residents within certain subdivisions, more particularly described in the By-Laws of RUBY FOREST HOMEOWNERS' ASSOCIATION, INC. in the form of, but not limited to, a homeowners' association;
- (2) To fix, collect, and enforce payment of, by lawful means, all charges and assessments made by or imposed pursuant to the terms of the By-Laws of the Club;
- (3) To acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, and dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Club, as proposed by the Board of Directors and voted upon and approved by a two-thirds (2/3) majority vote of the Club members;

- (4) To borrow money, to mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, only after an approval vote of such action by a two-thirds (2/3) majority of the Huntington Acres Homeowners' Association, Inc. members;
- (5) To construct, maintain, and operate such recreational facilities and centers for community activities within the common property and within such other areas as it may acquire and to make such charges for the use and enjoyment thereof, as it shall deem proper; and
- (6) To engage in any lawful act or activity for which corporations may be organized under the provisions of the Georgia Nonprofit Corporation Code.

ARTICLE VI.

MEMBERSHIP

All rules, regulations, rights, and obligations incident to or incumbent upon membership in the Club are set forth in and governed by the By-Laws of RUBY FOREST HOMEOWNERS' ASSOCIATION, INC., such By-Laws being amendable from time to time at any time, when approved by a majority vote of the RUBY FOREST HOMEOWNERS' ASSOCIATION, INC.'s members.

ARTICLE VII.

VOTING RIGHTS

All rules, regulations, rights, and obligations incident to the voting rights or members shall be defined in and governed by the By-Laws of RUBY FOREST HOMEOWNERS' ASSOCIATION, INC., such By-Laws being amendable from time to time at any time., when approved by a majority vote of the RUBY FOREST HOMEOWNERS' ASSOCIATION, INC.'s members.

ARTICLE VIII.

BOARD OF DIRECTORS

The affairs of this Club shall be managed by a Board of Directors, consisting of not less than three (3) nor more than fifteen (15) natural persons. Prior to the first annual election held by the members of this Club, there shall be three (3) members of the Board of Directors who shall be appointed by the founders; and thereafter directors shall be elected by the members and the method of election shall be as set forth in the By-Laws of the Club. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors:

Edward R. Breedlove	P. O. Box 472 Buford, GA 30518
Keith R. Breedlove	P. O. Box 472 Buford, GA 30518
Amy Phillips	P. O. Box 472 Buford, GA 30518

The Board of Directors of the Club will have the power and right to establish By-Laws for the governing of the affairs of this Club. Said By-Laws shall provide for an annual election of directors by the members of this Club. Said By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by the Board of Directors and a majority vote of RUBY FOREST HOMEOWNERS' ASSOCIATION, INC.'s members.

ARTICLES IX.

DISSOLUTION

The Club may be dissolved in the manner set forth in the By-Laws of this Club. Upon dissolution of this Club, the assets, both real and personal, of this Club shall be dedicated to an appropriate agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by this Club. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned by any nonprofit corporation, association, trust, or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by this Club. No such disposition of Club property shall be effective to divest or diminish any right or title of any member vested in him by virtue of this membership in the Club unless such disposition is in accordance with the provisions of the By-Laws.

ARTICLE X.

AMENDMENTS

These Articles may be amended by the Board of Directors and a majority vote by the RUBY FOREST HOMEOWNERS' ASSOCIATION, INC.'s members.

ARTICLE XI.

NAME OF INCORPORATORS


The name and address of the Incorporator is Richard B. Chandler, Jr., 3550 Lawrenceville-Suwanee Road, Suite 108, Suwanee, GA 30174.

ARTICLE XII.

CORPORATE MAILING ADDRESS

The mailing address of the initial principal office of the Club is P. O. Box 472, Buford, GA 30518.

IN WITNESS WHEREOF, the undersigned has hereunto executed these Articles of Incorporation, this 22nd day of February, 1994.



RICHARD B. CHANDLER, JR.
Incorporator

SECRETARY OF STATE
MAR 1 3 01 PM '94
BSR (6)

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

RESERVATION NUMBER: 940190664
EFFECTIVE DATE : 01/19/1994
EXPIRATION DATE : 04/19/1994
LICENSE NUMBER : N/A
CONSENT ON FILE : N/A
PRINT DATE : 01/24/1994
FORM NUMBER : 506

RICHARD CHANDLER
P.O. BOX 1749
BUFORD GA 30518

NAME RESERVATION CERTIFICATE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the records of the Secretary of State have been reviewed and the name

RUB' FOREST HOMEOWNERS' ASSOCIATION, INC.

is not identical to, and appears to be distinguishable from, the name of any other existing corporation, limited partnership, professional association, or limited liability company on file pursuant to Title 14 of the Official Code of Georgia Annotated.

This certificate shall be valid for a nonrenewable period of ninety days from the date of this certificate for profit and nonprofit corporations, professional associations, limited partnerships, or limited liability companies. Please submit this original certificate with any subsequent formation filing for a corporation, limited partnership, professional association, or limited liability company.

Name reservations are no renewable after expiration of the statutory reservation period stated above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3076

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-696-2323
Outside Metro-Atlanta

CONSENT TO APPOINTMENT AS REGISTERED AGENT

Secretary of State
Corporations Division
Floyd Towers
Plaza Level - West
200 Piedmont Avenue, S.E.
Atlanta, Georgia 30334

Re: Ruby Forest Homeowners' Association, Inc.

I hereby consent to service as registered agent for the above
named corporation.

This 22nd day of February, 1994.



RICHARD B. CHANDLER, JR.



MAX CLELAND
Secretary of State
State of Georgia

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

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATION

J. F. GULLION
Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # <u>10610691</u>	PENDING CONTROL # <u>P061154</u>	CONTROL # <u>9405879</u>
Docket Code <u>311</u>	Corporation Type <u>INC</u>	
Date Filed <u>3/1/94</u>	Amount Received \$ <u>60.00</u>	Check/Receipt # <u>0972</u>
Jurisdiction (County) Code <u>Emmett Co</u>		
Examiner <u>76</u>		Date Completed

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

1. <u>940190664</u> Corporate Name Reservation Number <u>Ruby Forest Homeowners' Association, Inc.</u> Corporate Name (exactly as appears on name reservation)
2. <u>Richard B. Chandler, Jr.</u> (404) <u>271-2991</u> Applicant/Attorney Telephone Number <u>3550 Lawrenceville Suwanee Road, Suite 108</u> Address <u>Suwanee</u> GA <u>30174</u> 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.

Richard B. Chandler, Jr.
Authorized Signature
Date February 22, 1994