

STATE OF GEORGIA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF REINSTATEMENT

I, **Cathy Cox**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

**TOWNE LAKE RESIDENTIAL OWNERS
ASSOCIATION, INC.**
a Domestic Non-Profit Corporation

was formed on 01/11/1988 and later administratively dissolved on . Said Non-Profit Corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said entity is hereby reinstated as of November 22, 2006, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal of the City of Atlanta
and the State of Georgia on November 22, 2006



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State



Cathy Cox
 Secretary of State

Corporations Division
 315 West Tower
 2 Martin Luther King, Jr. Drive
 Atlanta, Georgia 30334-1530
 (404) 656-2817

2006 NOV 22 AM 10:38
 SECRETARY OF STATE
 CORPORATIONS DIVISION

July 27, 2006

WEINSTOCK & SCAVO, P.C.
 3405 PIEDMONT RD., NE., SUITE 300
 ATLANTA, GA. 30305

Application for Reinstatement of a Domestic Non-Profit Corporation

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned Domestic Non-Profit Corporation hereby applies to the Secretary of State for a certificate of reinstatement and for that purpose submits the following:

TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.

was administratively dissolved by the Office of Secretary of State on 9th day of July, 2005 for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the Non-Profit Corporation have been paid. The name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the Non-Profit Corporation will hereafter be known, is

TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.

This application must be accompanied by the annual registration and the amount due below which is the sum of the filing fee, and the total annual fees. Please complete and return all copies of this form with a check made payable to the Secretary of State for the amount due below. This application must be signed by the Chairman of the Board of Directors, President, or other Corporate Officer.

CORPORATION NAME	ADDRESS	CITY	STATE	ZIP
TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.	3131 PIEDMONT RD NE STE 100	ATLANTA	GA	30305-2515
CEO: DAVID LEDFORD	505 DEER CLIFF COURT	WOODSTOCK	GA	30189
CFO: PETER BASSO	3980 FOX GLEN DRIVE	WOODSTOCK	GA	30189
SEC: ALAN HARRIS	1086 TOWNE LAKE HILLS EAST	WOODSTOCK	GA	30189
AGT: TOWNSHIP RESIDENTIAL INC	[REGAGENTADDRESS]	[REGAGENTCITY]	[REGAGENTSTATE]	[REGAGENTZIP]
IF ABOVE INFORMATION HAS CHANGED, TYPE OR PRINT CORRECTIONS BELOW:				
Corporation Addr:	117 Towne Lake Blvd, Ste 300	Woodstock	GA	30189
CEO:	Gary Winchester	5045 Windcrest Hills Lane	Woodstock, GA	30189
CFO:	Ray Smith	1345 Stone Forest Drive	Woodstock	30189
SEC:	Ray Villhauer	206 Summerlake Cove	Woodstock	30189
AGT:	Shonda White	3405 Piedmont Road NE Suite 300	Atlanta	30305
I CERTIFY THAT I AM AUTHORIZED TO SIGN THIS FORM AND THAT THE INFORMATION IS TRUE AND CORRECT.			COUNTY OF REGISTERED OFFICE:	Cherokee
AUTHORIZED SIGNATURE:	<i>Ray Winchester</i>	DATE:	11-18-06	
TITLE:	President			

State of Georgia
 Reinstatement NonProfit 1 Page(s)

AMOUNT DUE: \$155.00
 CONTROL #: J801149



T0633211532

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

DOCKET NUMBER : 960430457
CONTROL NUMBER : 8801149
DATE INCORPORATED: 01/11/1988
DATE DISSOLVED : 07/01/1993
EFFECTIVE DATE : 01/30/1996
REFERENCE : 0064
PRINT DATE : 02/12/1996
FORM NUMBER : 114

GREG GIBBS
3131 PIEDMONT RD., N. E.
STE. 100
ATLANTA GA 30305

CERTIFICATE OF REINSTATEMENT

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

TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.
A DOMESTIC NONPROFIT CORPORATION

was incorporated and later dissolved on the dates stated above. Said corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said corporation is hereby reinstated as of the effective date of this certificate, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The corporation's reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE





Secretary of State
State of Georgia

BUSINESS INFORMATION AND SERVICES
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

960430457
\$20

J. K. JACKSON
Director

GREG GIBBS
3131 PIEDMONT RD NE
SUITE 100
ATLANTA GA 30305

PROPERTY: TLRBA(40)
ACCT. NO.: 7890
APPROVED: [Signature]
DATE: #148

1/25/96

RESERVATION NUMBER: 960160391
CONTROL NUMBER : 8801149
DATE DISSOLVED : 07/01/1993
TELEPHONE NUMBER : 404-656-2194
AMOUNT DUE : \$95.00
PRINT DATE : 01/17/1996
FORM NUMBER : 521

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned domestic corporation hereby applies to the Secretary of State for a certificate of reinstatement of a domestic corporation and submits the following:

**TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.
A DOMESTIC NONPROFIT CORPORATION**

Was administratively dissolved by the Office of Secretary of State on the date stated above for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the corporation have been paid. The corporation's name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the corporation will hereafter be known is

TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.

This application must be filed within 5 years from the date of dissolution. This application must be accompanied by an annual registration and the amount due above which is the sum of the filing fee, the total annual fees, and penalties due.

Complete and return all copies of this form with a check made payable to the Secretary of State for the amount due above. This application must be signed by the Chairman of the Board of Directors, President, or other Corporate Officer.

[Signature] As President Agent
SIGNATURE AND TITLE

1-29-96
DATE

RECEIVED
4 05 11 96
SECRETARY OF STATE

10

Secretary of State

Business Services and Regulation

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CHARTER NUMBER : 5801149 DN
DATE INCORPORATED: JANUARY 11, 1988
COUNTY : FULTON
EXAMINER : MARILYN M. MATEEN
TELEPHONE : 404-656-2211

MAILED TO:

RICHARD A. HADON
245 P'TREE CTR. AVE. NE #2400
ATLANTA GA 30301

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE SEAL OF MY OFFICE, THAT

"TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC."

HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCORPORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEES THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS, MY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: JANUARY 13, 1988

Max Cleland

MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

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

SECRET

ARTICLES OF INCORPORATION

OF

TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC.

44012095
\$40

Article 1. Name. The name of the corporation is Towne Lake Residential Owners Association, Inc. ("Corporation" or "Association").

Article 2. Duration. The Corporation shall have perpetual duration.

Article 3. Applicable Statute. The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

Article 4. Purposes and Powers. The Corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members.

(a) In way of explanation and not of limitation, the purposes for which it is formed are:

(i) to be and constitute the Association to which reference is made in the Master Declaration of Protective Covenants for Towne Lake Residential Area ("Declaration"), establishing a plan of development recorded in the office of the Clerk of the Superior Court of Cherokee County, Georgia, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the By-Laws of Towne Lake Residential Owners Association, Inc. ("By-Laws"), and as provided by law; and

(ii) to provide an entity for the furtherance of the interests of the owners of property subject to the Declaration (such property is hereinafter referred to as the "Development").

(b) In furtherance of its purposes, the Corporation shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by its board of directors:

(i) 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;

(ii) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, or the Declaration, including, without limitation, the following:

(1) to fix and to collect assessments or other charges to be levied;

(2) to manage, control, operate, maintain, repair, and improve property subjected to the Declaration or any other property for which the Corporation by rule, regulation, Declaration, or contract has a right or duty to provide such services;

(3) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;

(4) to engage in activities which will actively foster, promote, and advance the common interests of all owners within the Development;

(5) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Corporation;

(6) to borrow money for any purpose as may be limited in the By-Laws;

(7) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(8) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals;

(9) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and

(10) to provide any and all supplemental municipal services as may be necessary or proper.

(11) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 4 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article 4.

Article 5. Membership. The Corporation shall be a membership corporation without certificates or shares of stock. Each Owner (as such term is defined in the Declaration) of real property located in the Development is a member and shall be entitled to vote as set forth in the Declaration.

Article 6. Board of Directors. The business and affairs of the Corporation shall be conducted, managed, and controlled by a board of directors. The board shall consist of three (3) members. The names and addresses of the initial board of directors are as follows:

Douglas H. Konopka
1300 Post Oak Blvd., Ste. 1800
Houston, Texas 77056

David J. Bourg
1300 Post Oak Blvd., Ste. 1800
Houston, Texas 77056

Brett Johnston
1300 Post Oak Blvd., Ste. 1800
Houston, Texas 77056

The method of election, term of office, removal and filling of vacancies shall be as set forth in the By-Laws. The board may delegate such operating authority to such companies, individuals, or committees as it, in its discretion, may determine.

Article 7. Liability of Directors. Directors shall have no personal liability to the Corporation or its members for monetary damages for breach of the duty of care or other duty as a director except as otherwise provided under Section 14-3-131 of the Georgia Nonprofit Corporation Code.

Article 8. Dissolution. The Corporation may be dissolved only as provided in the Declaration, By-Laws, and by the laws of the State of Georgia.

Article 9. Amendments. These Articles may be amended as provided by the Georgia Nonprofit Corporation Code, provided that no amendment shall be in conflict with the Declaration, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

Article 10. Incorporator. The name and address of the incorporator is as follows:

Richard A. Bacon
Hyatt & Rhoads, P.C.
2400 Marquis One Tower
245 Peachtree Center Avenue, N.E.
Atlanta, Georgia 30303

Article 11. Registered Agent and Office. The initial registered office of the Corporation is 2400 Marquis One Tower, 245 Peachtree Center Avenue, N.E., Atlanta, Georgia, 30303, and the initial registered agent at such address is Richard A. Bacon.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.

Richard A. Bacon
RICHARD A. BACON

2400 Marquis One Tower
245 Peachtree Center Avenue, N.E.
Atlanta, Georgia 30303
(404) 659-6600

1585g

JAN 11 4 31 PM '88
SECRETARY OF STATE

88003 338 0006

BUSINESS SERVICES AND REGULATION
CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: MAX CLELAND
Secretary of State
Suite 315 West Tower
2 M. L. King, Jr. Drive
Atlanta, Georgia 30334

I, Richard A. Bacon of Hyatt & Rhoads, P.C.
(type or print name of registered agent)

do hereby consent to serve as registered agent for the
corporation, Towne Lake Residential Owners Association, Inc.
(type or print exact name of corporation)

This 7th day of January, 1988.

Richard A. Bacon
(signature)

2400 Marquis One Tower, 245 Peachtree Center Avenue, N.E.
(address: street and number)

Atlanta, Fulton
(city) (county)

Georgia 30303
(state) (zip code)

Form A-101
revised 7/1987.

88003 338 0007

Secretary of State
Business Services and Regulation

DEC 16 1987

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CERTIFICATE DATE : 12/15/87 ✓
DOCKET NUMBER : 87349317
EXAMINER : SANDRA JEAN SNOW
TELEPHONE : 404-656-1772

REQUESTED BY:

HYATT RHOADES/D. CARTER
245 PTREE CTR AVE. NE S-2400
ATLANTA GA 30303

CORPORATE NAME CERTIFICATE

THE RECORDS OF THE SECRETARY OF STATE HAVE BEEN REVIEWED AND THE FOLLOWING NAME IS NOT IDENTICAL TO, AND APPEARS TO BE DISTINGUISHABLE FROM, THE NAME OF ANY OTHER EXISTING CORPORATION OR PROFESSIONAL ASSOCIATION ON FILE PURSUANT TO THE APPLICABLE PROVISIONS OF THE GEORGIA LAWS RELATING TO CORPORATIONS AND PROFESSIONAL ASSOCIATIONS (TITLE 14 OF THE OFFICIAL CODE OF GEORGIA ANNOTATED).

"TOWNE LAKE RESIDENTIAL OWNERS ASSOCIATION, INC."

THIS CERTIFICATE SHALL BE VALID FOR A PERIOD OF TWO CALENDAR MONTHS FOR PROFIT AND NONPROFIT CORPORATIONS AND PROFESSIONAL ASSOCIATIONS (DP, FP, DN, FN, & PA) AND SIX CALENDAR MONTHS FOR BANKS (BK) FROM THE DATE OF THIS CERTIFICATE. PLEASE SUBMIT THE ORIGINAL CERTIFICATE (WHITE COPY) WITH THE ARTICLES OF INCORPORATION.

THE SECRETARY OF STATE MAY EXTEND THE CERTIFICATE FOR ONE PERIOD IF THE APPLICANT SUBMITS A \$20.00 FEE AND A WRITTEN REQUEST EXPLAINING WHY THE EXTENSION IS REQUESTED.

Max Cleland

MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

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

881013 2281 000184



**BUSINESS SERVICES AND REGULATION
ARTICLES OF INCORPORATION DATA ENTRY FORM
FOR GEORGIA CORPORATIONS**

MAX CLELAND
Secretary of State

H. WAYNE HOWELL
Deputy Secretary of State

I. Filing Date:	7-11-88	Code:	DN	Docket No.:	44012095
Assigned Exam:			76	Amt.: \$	40.00
Charter Number:	8801149			Completed:	76
				By:	45

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name:		Towne Lake Residential Owners Association, Inc.	
Mailing Address:			
City:	County:	State:	Zip Code:
III. Fees Submitted By:		Hyatt & Rhoads, P.C.	
Secretary of State: \$	40.00	Check No.:	6233
Clerk of Court: \$	25.00	Check No.:	6232
Publisher: \$	60.00	Check No.:	6231
		County:	Fulton
		Name:	Fulton Daily Report
IV. Incorporator:			
Richard A. Bacon - Hyatt & Rhoads, P.C.			
Address:			
2400 Marquis One Tower, 245 Peachtree Center Avenue, N.E.			
City:	State:	Zip Code:	
Atlanta,	Georgia	30303	
V. Registered Agent/Office:			
Richard A. Bacon - Hyatt & Rhoads, P.C.			
Address:			
2400 Marquis One Tower, 245 Peachtree Center Avenue, N.E.			
City:	State:	Zip Code:	
Atlanta,	Georgia	30303	
VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST		Applicant	Examiner
1. Original and two conformed copies of Articles of Incorporation			<input checked="" type="checkbox"/>
2. Corporate name certificate enclosed and verified			<input checked="" type="checkbox"/>
3. Publisher's and Clerk's checks enclosed and verified			<input checked="" type="checkbox"/>
4. Consent form enclosed and verified			<input checked="" type="checkbox"/>
5. Corporate duration and statutory authority stated		NA	<input checked="" type="checkbox"/>
6. Number shares, par value, minimum capital stated			<input checked="" type="checkbox"/>
7. Number of directors and their names and addresses			<input checked="" type="checkbox"/>

VII. Applicant/Attorney:	Telephone:
Richard A. Bacon	659-6600
Address:	
2400 Marquis One Tower, 245 Peachtree Center Avenue, N.E.	
City:	State:
Atlanta,	Georgia
	Zip Code:
	30303

NOTICE: Attach Articles of Incorporation, Secretary of State filing fee, name certificate, consent to serve as registered agent, publisher's letter and fee and clerk's fee and file with the Secretary of State at 2 Martin Luther King Jr. Dr., Suite 315, West Tower, Atlanta, Georgia 30334. For information call 404-656-2817. This form does not replace the Articles of Incorporation. I understand that the information on this form will be used in the Secretary of State Corporate data base.

Signed: Richard A. Bacon Date: 1-7-88