

ARTICLES OF INCORPORATION  
OF  
NORMANDY VILLAGE HOMES ASSOCIATION, INC.

The undersigned hereby associate themselves for the purpose of forming a corporation not-for-profit under Chapter 9, Sections 1121-1142, Laws of the State of Louisiana, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be Normandy Village Homes Association, Inc., hereinafter, for convenience, referred to as the "Association".

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 9, Sections 1121-1142, Laws of the State of Louisiana, hereinafter referred to as the "Condominium Act", for the operation and administration of "Normandy Village Homes Association, Inc." a Condominium located on the following lands:

A tract of land lying in the Southwest Quarter of Southeast Quarter, Section 12, Township 17 North, Range 14 West, in the City of Shreveport, Caddo Parish, Louisiana, and bounded by Fairfield Avenue, Dudley Drive, Ratcliff Street and the property of the Fairfield Manor Apartments, being more particularly described as follows; BEGINNING at a point 30 feet West of and 491.0 feet at N 0 deg. 33 min. East of the Southeast corner of said Southwest Quarter of said Southeast Quarter (point of beginning being the Northwest Corner of the intersection of the Streets Dudley Drive and Fairfield Avenue) proceed West a distance of 499.6 feet along the North right-of-way line of said Dudley Drive to the East line of the property of Fairfield Manor Apartments; THENCE North 0 deg. 33 min. East along said East line of said Fairfield Manor property a distance of 497.34 feet; THENCE North 2 deg. 30 min. East a distance of 221.3 feet; THENCE South 66 deg. 27 min. East a distance of 81.95 feet to the point of tangent of the South Right-of-Wayline of Ratcliff Street;

THENCE Easterly along a curve to the left a distance of 274.17 feet (said curve having a radius of 766.27 feet and a central angle of 20 deg. 30 min.); THENCE South 0 deg. 33 min. West a distance of 140.0 feet; THENCE South 89 deg. 34 min. East a distance of 150.0 feet to the West Right-of-way line of said Fairfield Avenue; THENCE South 0 deg. 33 min. West along said Right-of-Way line of Fairfield Avenue a distance of 494.3 feet to the Point of Beginning.

### ARTICLE III

#### DOMICILE

The domicile of this corporation shall be Caddo Parish, State of Louisiana, and the location and post office address of its registered office shall be \_\_\_\_\_ Shreveport, Louisiana.

### ARTICLE IV

#### POWERS

The Association's powers shall include and be governed by the following provisions:

A. The Association shall have all the common law and statutory powers of a corporation not-for-profit except those which conflict with the provisions of these Articles.

B. The Association shall have all the powers and duties set forth in the Condominium Act except to the extent that they are limited by these Articles and the Condominium Declaration Creating and Establishing A Condominium Property Regime hereinafter referred to as the "Condominium Declaration" and all the powers and duties reasonably necessary to operate the Condominium as set forth in the Condominium Declaration and as it may be amended from time to time. Said powers shall include but are not limited to the following powers:

(1) To make and collect assessments against members in order to defray the Condominium's costs, expenses, and losses.

(2) To use the proceeds of assessments in the exercise of its powers and duties.

(3) To repair, replace, maintain and operate the Condominium property.

(4) To purchase insurance on the Condominium property and insurance for the protection of the Association and its members.

(5) To reconstruct improvements after casualty and to further improve the property.

(6) To make and amend reasonable regulations as to the use of property in the Condominium subject to the approval of not less than \_\_\_\_\_ of the votes of the entire membership of the Association with each residential unit having one vote, before such regulations or amendments shall become effective.

(7) To enforce, by legal means, the provisions of the Condominium Act, the Condominium Declaration, these Articles, the Bylaws of the Association, and the regulations for the use of the Condominium property.

(8) To contract for the management of the Condominium and to delegate to the contractor all the powers and duties of the Association except those powers and duties which were specifically required by the Condominium Declaration to be approved by the Board of Directors or the members of the Association.

(9) To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

(10) To employ personnel to perform the services required for the proper operation of the Condominium.

C. The Association shall have no power to purchase a unit in the Condominium. This provision cannot be changed without the members' unanimous approval.

D. The titles of all properties and all funds acquired by the Association and the proceeds thereof shall be held in trust for the Condominium members according to the provisions of the Condominium Declaration, these Articles, and the Bylaws of the Association.

E. The powers of the Association shall be subject, and shall be exercised according, to the provisions of the Condominium Declaration and of the Bylaws.

## ARTICLE V

### MEMBERS

This corporation is to be organized on a non-stock basis. There shall be only one class of membership. The members of the Association shall consist of all the record owners of units in the Condominium. Membership in the Association shall be established by recordation in the conveyance records of Caddo Parish, State of Louisiana, of a deed or other instrument translative of title establishing a record title to a unit in the Condominium and the delivery to the Association of a certified copy of such instrument, the owner designated by such instrument thereby automatically becoming a member of the Association. The percentile share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to his unit. The exact number of votes to be cast by record owners of units and the manner of exercising voting rights, shall be according to the Bylaws of the Association.

## ARTICLE VI

### DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of such number of directors as shall be determined by the Bylaws, but not less than three (3)

directors. In the absence of such a determination, the Board shall consist of three (3) directors. Directors shall be elected at the annual members' meeting in the manner provided by the Bylaws. Directors may be removed and vacancies on the Board shall be filled as provided by the Bylaws.

The first election of Directors shall not be held until after all the Condominium units have been sold by the developer, or until after the 31st day of December, 1979. The Directors named herein shall serve until the first election of Directors, and the remaining Directors shall fill vacancies occurring before the first election. The names and addresses of the members of the first Board of Directors are as follows:

Sidney L. McNiece  
5520 South State  
Ann Arbor, Michigan 48104

Jeffrey R. Jones  
5520 South State  
Ann Arbor, Michigan 48104

Vicki L. Mikkola  
5520 South State  
Ann Arbor, Michigan 48104

The above named Directors shall hold office until their successors are elected and have qualified or until removed from office.

#### ARTICLE VII

##### OFFICERS

The Association's affairs shall be administered by officers elected at the first meeting of the Board of Directors following the annual members' meeting. Such officers shall serve at the pleasure of the Board of Directors. The officers' names and addresses are:

President: Sidney L. McNiece  
5520 South State  
Ann Arbor, Michigan 48104

Secretary: Jeffrey R. Jones  
5520 South State  
Ann Arbor, Michigan 48104

Treasurer: Vicki L. Mikkola  
5520 South State  
Ann Arbor, Michigan 48104

The above named officers shall hold office and serve until their successors are designated by the Board of Directors and have qualified or until removed from office.

#### ARTICLE VIII

##### INDEMNIFICATION

Each director and each officer of the Association shall be indemnified by the Association against all liabilities and expenses, including counsel fees reasonably incurred or imposed on him in connection with any proceeding in which he may be a party, or in which he may become involved, by reason of his being or having been an officer or director of the Association, or any settlement thereof, regardless of whether he is an officer or director at the time such expenses are incurred, unless the officer or director is adjudged guilty of willful malfeasance or misfeasance in the performance of his duties. In case of a settlement, the indemnification provided for herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the Association's best interest. The above described right of indemnification shall not be exclusive of all other rights to which such director or officer may be entitled but shall be in addition to such other rights.

#### ARTICLE IX

##### BY-LAWS

The Board of Directors shall adopt the first By-Laws of the Association. The said By-Laws may be amended, changed, repealed in the manner provided in the said By-Laws.

ARTICLE X

AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation shall be amended in the following manner:

The notice of any meeting at which a proposed amendment is considered shall include notice of the subject matter of the proposed amendment. Either the Board of Directors or the members of the Association may propose a resolution approving a proposed amendment. Members and directors who are not present either in person or by proxy at the meeting at which the proposed amendment is under consideration may express their approval in writing provided their approval is delivered to the secretary at or before the meeting.

An amendment must be approved by not less than 66% of the entire membership of the Board of Directors and by not less than 75.0% of the votes of the entire membership of the Association, or by not less than 80% of the votes of the entire membership of the Association. For the purpose of amending these Articles, each unit shall be assigned one vote. No amendment shall make any changes in the qualifications for membership nor in the voting rights of the members, nor any change in Part C of Article IV without the unanimous approval in writing by all the members. A copy of each amendment shall be certified by the Secretary of State and recorded in the public records of Caddo Parish, State of Louisiana.

ARTICLE XI

ACCOUNTING RECORDS

The Association shall maintain accounting records according to good accounting practices. Such records shall be available for inspection by unit owners at reasonable times designated by the Association. Such records shall include:

- (1) An itemized record of all receipts and expenditures; and
- (2) A separate account for each unit which shall indicate the name and address of the unit owner, the amount of each assessment for common expenses, the date on which the assessment becomes due, amounts paid on the account and any balance due thereon.

ARTICLE XII

TERM OF ASSOCIATION

The association shall continue to exist for the life of the Condominium unless the members terminate the Association sooner by their unanimous consent. The termination of this Condominium in accordance with the provisions of the Master Deed shall terminate the Association.

ARTICLE XIII

REGISTERED AGENT

The full name and post office address of the Corporation's registered agent is:

ARTICLE XIV

INCORPORATOR

The name and post office address of the incorporator of this corporation is:

IN WITNESS WHEREOF, I have hereunto set my hand  
this        day of                    , 197 .