

RECORD FEE 25.00
STATE OF ALABAMA
BALDWIN COUNTY
I CERTIFY THIS INSTRUMENT WAS
FILED AND TAXES COLLECTED ON

STATE OF ALABAMA)
COUNTY OF BALDWIN)

MAR 28 8 17 AM '96

ARTICLES OF INCORPORATION

DEED _____
MIN TAX _____
RECORDED IN DLAC 87 12/12
JUDGE OF PROBATE

OF

IDLEWILD PROPERTY OWNERS ASSOCIATION, INC.

Be it known that we, the undersigned natural persons, acting as Incorporators of a corporation organized under the laws of the State of Alabama, and, in particular, the Alabama Nonprofit Corporation Act, 1975 Code of Alabama Sections 10-3A-1, et seq., do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation shall be IDLEWILD PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II

DURATION

This corporation is and shall remain an Alabama corporation organized not for profit. There is no time period limit for the duration of this corporation and its existence shall be perpetual unless and until hereafter lawfully dissolved.

ARTICLE III

OBJECTS, PURPOSES, AND POWERS

The specific purposes for which the corporation is organized are to provide for the maintenance, preservation and architectural control of the innovative subdivision in Fairhope, Baldwin County, Alabama, known as IDLEWILD, and the common areas

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and facilities located within said innovative subdivision, and to promote the safety and welfare of the lessees of lots therein, and, for these purposes, it shall have the following powers:

- a. To exercise all of the powers and privileges and perform all of the duties and obligations of an association of lessees as set forth in the Declaration of Covenants, Conditions, and Restrictions of Idlewild, hereinafter referred to as the "Declaration", to be recorded in the records of the Office of the Judge of Probate of Baldwin County, Alabama, as the same may be amended from time to time as therein provided, which said Declaration is incorporated herein by reference as if fully set forth herein;
- b. To fix, levy, collect and enforce payment, by any lawful means, of all charges or assessments made pursuant to the terms of the Declaration; pay all expenses in connection therewith and all office or other expenses incident to the conduct of the business of the corporation;
- c. To acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation;
- d. To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- e. To maintain and preserve said innovative subdivision and planned unit development and all improvements located thereon, make payments of taxes, insurance, repairs, and any other expenses necessary to the maintenance of the property as a planned unit development, pay the operating expenses of every kind and character whatsoever and make any other desirable improvements to said planned unit development from time to time as this corporation shall deem advisable and as the Declaration shall permit;
- f. To transact all business consistent with the purposes for which the corporation is organized, with the proceeds of all operations of the corporation to be retained by the corporation to

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be used in the payment of any indebtedness which may be incurred by the corporation and for such other purposes as may be lawful;

- g. To exercise all of the authority and powers given and granted unto an Alabama corporation organized pursuant to the Alabama Nonprofit Corporation Act, as the same may be amended or supplemented from time to time; and
- h. To exercise all of the powers reasonable necessary to implement the objects and purposes of the corporation as hereinabove set forth (and of the Declaration), not inconsistent with the Constitution and Laws of the State of Alabama.

ARTICLE IV

MEMBERSHIP

This corporation shall issue no shares of stock of any kind or nature whatsoever. Every person or entity who is a record lessee of a lot in IDLEWILD shall be a member of the corporation, and only such owners shall be members. The Association shall have two classes of members, with the lessee of each lot subject to the Declaration being a member of the Association and entitled to vote in accordance with the formula set forth in the Declaration. Membership shall be appurtenant to and may not be separated from the leasehold interest of a lot which is subject to assessment by the corporation. The members shall enjoy such qualifications, rights and privileges as may be fixed by said Declaration and by the Bylaws of this corporation.

ARTICLE V

REGISTERED OFFICE AND AGENT

The location and mailing address of the initial registered office of the corporation is 18431 Kevin Boone Drive, Fairhope,

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Alabama 36532. Kevin Boone is designated as the initial registered agent of the corporation at such address.

ARTICLE VI

GOVERNMENT

1. The number of Directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial Directors are:

NAMES	ADDRESSES
JOHN G. AVENT	117 Tomrick Circle Daphne, AL 36526
KEVIN BOONE	18431 Kevin Boone Drive Fairhope, AL 36532
JEFF KENNEDY	21298 S. Meadows Drive Fairhope, AL 36532

2. The name and address of the initial incorporator of the corporation is as follows:

NAMES	ADDRESSES
A.B.K. DEVELOPMENT, L.L.C., an Alabama Limited Liability Company	18431 Kevin Boone Drive Fairhope, AL 36532

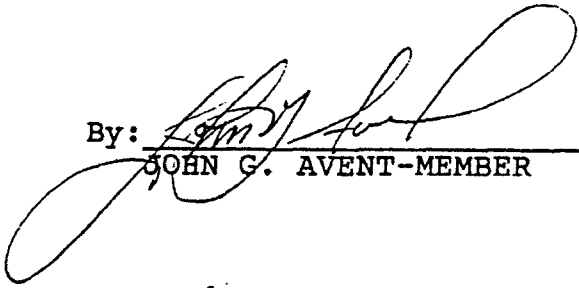
ARTICLE VII
DISSOLUTION

The corporation may be dissolved in the manner provided by the laws of the State of Alabama, specifically the Alabama Nonprofit Corporation Act. Upon dissolution of the corporation, the assets of the corporation, if any, and all money received by the corporation from its operation, after the payment in full of

all debts and obligations of the corporation of whatsoever kind and nature (or the making of adequate provision therefore), shall, subject to 1975 Code of Alabama §10-3A-141, be used and distributed equally among the then lessees of lots as defined in said Declaration.

IN WITNESS WHEREOF, the undersigned Incorporator has caused these presents to be properly executed this the 15th day of March, 199~~8~~⁶.

A.B.K. DEVELOPMENT, L.L.C.,
an Alabama Limited Liability
Company

By: 
JOHN G. AVENT-MEMBER

By: 
KEVIN BOONE-MEMBER

By: 
JEFF KENNEDY-MEMBER

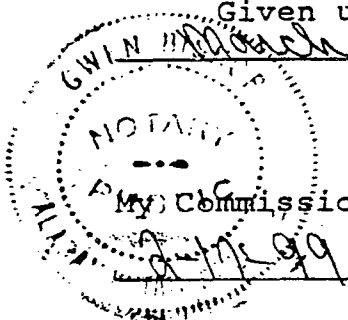
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STATE OF ALABAMA

COUNTY OF BALDWIN

I, Gwen Bishop, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that JOHN G. AVENT, whose names as a Member of A.B.K. DEVELOPMENT, L.L.C., an Alabama Limited Liability Company, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that being informed of the contents of said instrument, he, as such Member and with full authority, executed the same voluntarily for and as the act of said Alabama Limited Liability Company on the day the same bears date.

Given under my hand and seal this the 15th day of March, 1999.



Gwen Bishop
Notary Public

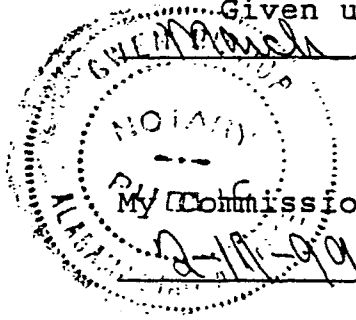
My Commission Expires:

STATE OF ALABAMA

COUNTY OF BALDWIN

I, Gwen Bishop, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that KEVIN BOONE, whose names as a Member of A.B.K. DEVELOPMENT, L.L.C., an Alabama Limited Liability Company, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that being informed of the contents of said instrument, he, as such Member and with full authority, executed the same voluntarily for and as the act of said Alabama Limited Liability Company on the day the same bears date.

Given under my hand and seal this the 15th day of March, 1999.



Gwen Bishop
Notary Public

My Commission Expires:

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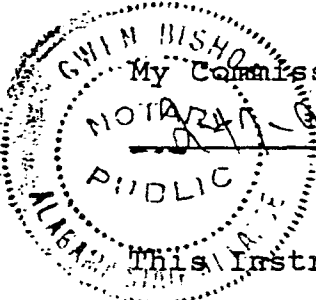
STATE OF ALABAMA

COUNTY OF BALDWIN

I, Gwen Bishop, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that JEFF KENNEDY, whose names as a Member of A.B.K. DEVELOPMENT, L.L.C., an Alabama Limited Liability Company, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that being informed of the contents of said instrument, he, as such Member and with full authority, executed the same voluntarily for and as the act of said Alabama Limited Liability Company on the day the same bears date.

Given under my hand and seal this the 15th day of March, 1996.

Gwen Bishop
Notary Public



My Commission Expires: _____

This Instrument Prepared by:

G. DAVID CHAPMAN III, P.C.
Attorney at Law
Post Office Box 1508
Gulf Shores, Alabama 36547
File 95.3064

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