

STATE OF GEORGIA

Secretary of State

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

Certified Copy

I, Karen C Handel, Secretary of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

BAKER HEIGHTS HOMEOWNER ASSOCIATION, INC.

Domestic Non-Profit Corporation

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the 17th day of September, 1998 its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia. This Certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 6th day of February, 2008

A handwritten signature in cursive script that reads 'Karen C Handel'.

Karen C Handel
Secretary of State

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9834942
EFFECTIVE DATE: 09/17/1998
COUNTY : GWINNETT
REFERENCE : 0047
PRINT DATE : 09/22/1998
FORM NUMBER : 311

MARIANNE T. SHAVER
HUDNALL, COHN & ABRAMS, P.C.
780 JOHNSON FERRY RD, STE 200
ATLANTA GA 30342

CERTIFICATE OF INCORPORATION

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

**BAKER HEIGHTS HOMEOWNER ASSOCIATION, INC.
A DOMESTIC NONPROFIT CORPORATION**

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.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

ARTICLES OF INCORPORATION

of

BAKER HEIGHTS HOMEOWNER ASSOCIATION, INC.

1.

The name of the Corporation is BAKER HEIGHTS HOMEOWNER ASSOCIATION, INC.

2.

This Corporation is organized pursuant to the Georgia Nonprofit Corporation code, and shall be deemed a Homeowners Association as defined by Section 528 (c) of the Internal Revenue Code.

3.

The Corporation shall have two classes of membership: Class A and Class B:

Class A: Class A members of the corporation shall be the record owner (excluding the Declarant) of any property that is subject to the terms, conditions and restrictions of the Declaration of Covenants, Conditions and Restrictions for BAKER HEIGHTS ("Declaration"), which is incorporated herein by reference. Notwithstanding, however, any such person, group of persons, corporation, partnership, trust or other legal entity who holds such interest solely as security for the performance of a debt or obligation shall not be a Class A member solely on account of such security interest. Each Class A member shall be entitled to one (1) vote for each unit in which such member holds the interest required for Class A membership.

Class B: Class B members shall be the Declarant or its nominee or nominees, and shall include every person, group of persons, corporation, partnership, trust or other legal entity, or any combination thereof, who shall obtain any Class B membership. The Class B member shall be entitled to three (3) votes for each lot which it owns and which is made subject to the Declaration. The Class B membership shall cease and be converted to Class A membership under certain circumstances as more specifically set forth in the Declaration.

4.

The street address of the initial registered office of the Corporation is c/o Homeland Communities, 6251 Smithpointe Drive, Building B, Norcross, Gwinnett County, Georgia 30342.

5.

The initial registered agent of the Corporation at such address is J. D. Brooks.

6.

The name and address of the incorporator is Marianne T. Shaver, Hudnall, Cohn & Abrams, P.C., 780 Johnson Ferry Road, Suite 200, Atlanta, Georgia 30342.

7.

The mailing address of the initial principal office of the Corporation is 6251 Smithpointe Drive, Building B, Norcross, Georgia 30342.

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

This 14 day of June, 1998.



Marianne T. Shaver, Incorporator

SECRETARY OF STATE
SEP 17 3 43 PM '98
BSR (4)



Secretary of State
Lewis A. Massey

CORPORATIONS DIVISION
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 657-1375

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 982610483 PENDING CONTROL # P245051 CONTROL # 9834942 R
 Docket Code 311 Corporation Type DP
 Date Filed 9/17/98 Amount Received \$ 60 Check/Receipt # 1643
 Jurisdiction (County) Code 67
 Examiner 47 Date Completed _____

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

1. 982580217
 Corporate Name Reservation Number
BAKER HEIGHTS HOMEOWNERS ASSOCIATION, INC.
 Corporate Name (exactly as appears on name reservation)

2. Marianne T. Shaver, Hudnall, Cohn + Abrams, P.C. 404-851-9200
 Applicant/Attorney Telephone Number
780 Johnson Ferry Road, Suite 200
 Address
Atlanta, GA 30342
 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) FEES ARE NON-REFUNDABLE.
 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.

[Signature]
 Authorized Signature

9/17/98
 Date