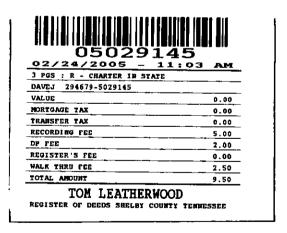


Tom Leatherwood Shelby County Register

As evidenced by the instrument number shown below, this document has been recorded as a permanent record in the archives of the Office of the Shelby County Register.



RETURN TO: J. MICHAEL MURPHY, ATTORNEY

Secretary of State **Division of Business Services** 312 Eighth Avenue North 6th Floor, William R. Snodgrass Tower Nashville, Tennessee 37243

6389 QUAIL HOLLOW ROAD, STE 102 MEMPHIS, TN 38120 TG#MP021525MA-050239 DATE: 02/22/05 REQUEST NUMBER: 5364-2794 TELEPHONE CONTACT: (615) 741-2286 FILE DATE/TIME: 02/22/05 1451 EFFECTIVE DATE/TIME: 02/22/05 1451 CONTROL NUMBER: 0487975

TO: J MICHAEL MURPHY, ATTY. 6389 QUAIL HOLLOW RD SUITE 102 MEMPHIS, TN 38120

RAVENCREST HOMEOWNERS ASSOCIATION, INC. CHARTER - NONPROFIT

CONGRATULATIONS UPON THE INCORPORATION OF THE ABOVE ENTITY IN THE STATE OF TENNESSEE, WHICH IS EFFECTIVE AS INDICATED.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE CORPORATION'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED. PLEASE PROVIDE THIS OFFICE WITH THE WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE DISSOLUTION.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: CHARTER - NONPROFIT

MURPHY, DEZONIA & WEBB 6389 QUAIL HOLLOW RD STE 102 MEMPHIS, TN 38120-0000

ON DATE: 02/22/05

RECEIVED:

FEES \$100.00

\$0.00

TOTAL PAYMENT RECEIVED:

\$100.00

RECEIPT NUMBER: 00003660441 ACCOUNT NUMBER: 00405558



FROM:

RILEY C. DARNELL SECRETARY OF STATE

CC 4459

Tom Leatherwood, Shelby County Register of Deeds: Instr. # 05029145

5364 2794

CHARTER

OF



RAVENCREST HOMEOWNERS ASSOCIATION, INC.

The undersigned person under the Tennessee Nonprofit Corporation Act, adopts the following charter for the above listed corporation;

- 1. The name of the corporation is RAVENCREST HOMEOWNERS ASSOCIATION, INC.
- 2. This corporation is a mutual benefit corporation.
- 3. This corporation is not a religious corporation.
- 4. (a) The complete address of the corporation's initial registered office is 8195 New Dexter Road, Suite 110, Cordova, Tennessee, 38016, Shelby County, Tennessee.
 - (b) The name of the initial registered agent, to be located at the address listed in 4(a), is Jon E. McCreery.
- 5. The name and complete address of the incorporator is:

Jon E. McCreery 8195 New Dexter Road, Suite 110 Cordova, TN 38016

6. The complete address of the corporation's principal office is:

8195 New Dexter Road, Suite 110 Cordova, TN 38016

STATE OF TENHESSEE

2005 FEB 22 PM 2: 51

RILEY DARHELL
SECRETARY OF STATE

- 7. This corporation is a nonprofit corporation.
- 8. The corporation will have members.
- 9. The corporation may be dissolved with the assent given in writing and signed by not less than sixty-seven percent (67%) of the members. Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used

Tom Leatherwood, Shelby County Register of Deeds: Instr. # 05029145

5364 2795

for purposes similar to those for which this corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

10. No director shall be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director, except as otherwise provided in subparagraph (A), (B), and (C) of T.C.A. Section 48–52–102(b)(3). The foregoing shall not eliminate or limit the liability of a director for any action or omission occurring prior to the date when this paragraph becomes effective.

Jon E. McCreery, Incorporator