



Tom Schedler
SECRETARY OF STATE

As Secretary of State of the State of Louisiana, I do hereby Certify that

the attached document(s) of

WOODLAKE HOMEOWNERS ASSOCIATION, INC.

are true and correct and are filed in the Louisiana Secretary of State's Office.

34186820N	ORIGF	9/24/1985	7 page(s)
34600160	REVOK	11/17/1997	1 page(s)

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

July 18, 2013

Secretary of State

WEB 34186820N



Certificate ID: 10401421#MVA42

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.

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STATE OF LOUISIANA)
)
PARISH OF CADDO)

ARTICLES OF INCORPORATION
OF
WOODLAKE HOMEOWNERS ASSOCIATION, INC.

BE IT KNOWN, that on this the 4th day of September, 1985,
personally came and appeared before me, the undersigned Notary Public in
and for said Parish and State, duly qualified and acting, BLACK BAYOU
PARTNERS, LTD., a Louisiana partnership, whose Articles of Partnership
are duly recorded, represented herein by its duly authorized Managing
Partner, Weyman H. Oden, Jr., who declared unto me, Notary, in the
presence of the undersigned competent witnesses that, availing itself of
the provisions of the Nonprofit Corporation Law of the State of
Louisiana (LSA-R.S. 12:201-269), it does hereby form and establish a
nonprofit corporation pursuant to these Articles, to-wit:

ARTICLE I

NAME

The name of this corporation is WOODLAKE HOMEOWNERS ASSO-
CIATION, INC. Said corporation is hereinafter called the "Association".

ARTICLE II

REGISTERED OFFICE

The location and address of the registered office of the
Association is:

1810 Louisiana Tower
Shreveport, Caddo Parish, Louisiana 71101

ARTICLE III

REGISTERED AGENTS

The registered agents of the Association are:

Willis L. Meadows
1610 Louisiana Tower
Shreveport, Louisiana 71101

Weyman H. Oden, Jr.
1810 Louisiana Tower
Shreveport, Louisiana 71101

ARTICLE IV

PURPOSES, OBJECTS AND POWERS

The Association does not contemplate pecuniary gain or profit to its members and is a nonprofit corporation. The specific purposes for which it is formed are:

(a) To provide architectural control of all facilities and improvements constructed or to be constructed within the following described properties:

(1) Lots One (1) through Sixty (60) inclusive, WOODLAKE SUBDIVISION UNIT NO. 1, a subdivision of Bossier Parish, Louisiana, as per plat thereof recorded in Conveyance Book 808, at page 44-51, Records of Bossier Parish, Louisiana;

(2) Lots which are:

(i) Included within a subdivision of land owned by Black Bayou Partners, Ltd., and

(ii) Subdivided by said owner (or its assignee) within five (5) years from the date hereof into a subdivision which is contiguous to or within the immediate vicinity of Woodlake Subdivision Unit No. 1, and

(iii) Designated by Black Bayou Partners, Ltd., by written declaration filed in Bossier Parish, Louisiana, as lots which are subject to the rules of the Association and whose ownership entitles the owner to membership in the Association.

The properties above described or referred to are hereinafter together called the "Woodland Lots".

(b) To provide for maintenance, operation and control of all property owned by the Association, and to promote the health, safety and welfare of the members of the Association;

(c) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of Articles of Incorporation and the Bylaws, if any, of the Association and of the restrictive covenants affecting any property whose owners are entitled, by virtue of the ownership of such property, to membership in the Association, and to pay all expenses in connection with the conduct of the business of the Association,

including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(d) To acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of any movable or immovable property;

(e) To borrow money, to mortgage, pledge, encumber or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(f) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Louisiana by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

The Association is organized on a non-stock basis. The record owner of an originally subdivided lot included within the Woodland Lots shall be the owner of one membership in the Association for each lot owned and, as such, a member of the Association. Should any of said originally subdivided lots be resubdivided into two or more lots (hereinafter "Resubdivided Lots"), the owner of each Resubdivided Lot shall be the owner of one membership in the Association for each Resubdivided Lot owned only if the resubdivision was approved in accordance with the Restrictive Covenants applicable to the originally subdivided lots.

ARTICLE VI

VOTING RIGHTS

Each member of the Association shall be entitled to one vote for each membership owned by him in the Association. When more than one (1) person holds the requisite interest in any membership, the vote for such membership shall be exercised as the owners among themselves determine, but in no event shall more than one (1) vote be cast with respect to any membership. Should any member be delinquent in any

amount owed to the Association, such member shall not be an authorized voter until the amount owed is paid. The total number of votes allowed Black Bayou Partners, Ltd., shall not be more than 49% of all authorized votes upon the earlier of:

- (a) The expiration of three years from the date of the first sale of any lot or resubdivided lot by said member, or
- (b) The date when said member has allocated and assigned 30% of the memberships regardless of the number of lots and resubdivided lots owned by said member.

ARTICLE VII

INCORPORATORS, BOARD OF DIRECTORS, AND OFFICERS

The name and address of the incorporator of this Association is:

BLACK BAYOU PARTNERS, LTD.
1810 Louisiana Tower
Shreveport, Louisiana 71101

All corporate powers of the Association shall be vested in, and the business and affairs of the Association shall be managed by, a Board of five (5) Directors, who need not be members of the Association. The number of Directors may be changed by the Bylaws of the Association. The Board of Directors shall have authority to make and alter Bylaws subject to the power of the members to change or repeal the Bylaws so made. The names and addresses of the persons who are to act in the capacity of Directors for a term of two years and thereafter until the selection of their successors are:

Weyman H. Oden, Jr.	1810 Louisiana Tower Shreveport, Louisiana 71101
Willis L. Meadows	1610 Louisiana Tower Shreveport, Louisiana 71101
Loy B. Moore	2400 Old Minden Road Bossier City, Louisiana 71111
Alan G. Elbert	1810 Louisiana Tower Shreveport, Louisiana 71101
C. Cody White, Jr.	720 Travis Street Shreveport, Louisiana 71101

At the first annual meeting, after expiration of the terms of the original directors, the members shall elect two (2) Directors for a

term of one (1) year and two (2) Directors for a term of two (2) years and one (1) Director for a term of three (3) years, and at each annual meeting thereafter the members shall elect as many Directors as may be required to fill expired terms for a term of two (2) years each. Vacancies on the Board of Directors shall be filled by appointment by the remaining Directors. The Board of Directors is authorized to elect a President, a Vice President, a Secretary and a Treasurer and such other officers of this corporation as they may deem desirable. The first officers to serve who shall serve for a term of two years and thereafter until their successors are duly elected and qualified are:

President	Wayman H. Oden, Jr.
Vice President	Willis L. Meadows
Secretary	Alan G. Elbert
Treasurer	Alan G. Elbert

ARTICLE VIII

LIABILITIES

The highest amount of indebtedness or liability, direct or contingent, to which this Association may be subject at any one time shall not exceed \$5,000.00 for the first five (5) years of existence of this corporation and thereafter shall not exceed the larger of (a) \$5,000.00, or (b) an amount equal to 150% of its income for the previous fiscal year, provided that additional amounts of debt may be authorized by the assent of two-thirds (2/3) of the members authorized to vote.

ARTICLE IX

MERGER AND CONSOLIDATIONS

The Association may participate in mergers and consolidations with other nonprofit corporations organized for the same or similar purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the members authorized to vote.

ARTICLE X

DISSOLUTION

Upon dissolution of the Association, the assets, both real and personal, of the Association shall be delivered to an appropriate public agency to be devoted to purposes as nearly as practicable the same as

those to which they were required to be devoted by the Association. In the event that such tender of assets is refused, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XI

DURATION

The Association shall have perpetual duration.

ARTICLE XII

WRITTEN CONSENT OR MEETING
FOR CERTAIN CORPORATE ACTIONS

In order to take action under Articles VIII through X, and XIII, there must be either (a) written assent by two-thirds (2/3) of the members authorized to vote, or (b) a majority vote at a formal meeting of the membership with the quorum hereinafter specified. Written notice, setting forth the purpose of the meeting, shall be given to all members not less than thirty (30) days nor more than sixty (60) days in advance of the meeting. The presence of members or of proxies entitled to cast sixty (60%) percent of the authorized votes of the membership shall constitute a quorum. If the required quorum is not present at any meeting, another meeting may be called, subject to the notice requirement set forth above, and the required quorum at such subsequent meeting shall be one-half (1/2) of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting. In the absence of a formal meeting, the written assent of two-thirds of the members authorized to vote to any corporate action shall be deemed fully binding on the membership and the Association.

ARTICLE XIII

AMENDMENTS

Amendment to these Articles shall require the assent of those members authorized to vote in the same number and manner as provided in

Article XII.

THUS DONE AND SIGNED before me, Notary, and the undersigned two competent witnesses in Shreveport, Caddo Parish, Louisiana, on the date, month and year hereinabove set forth after a reading of the whole.

WITNESSES:

BLACK BAYOU PARTNERS, LTD.

Alan Elbert
ALAN ELBERT
Carolyn Rubin
CAROLYN RUBIN

By: [Signature]
Wayne W. Elbert, III
Managing Partner

W. James Mill, III
W. JAMES MILL, III, Notary Public
in and for Caddo Parish, Louisiana