

UNITED STATES OF AMERICA  
State of Louisiana

Jox McKeithen

SECRETARY OF STATE

581898

*As Secretary of State, of the State of Louisiana, I do hereby certify that*  
a copy of the Articles of Incorporation of

BAYOU BEND HOMEOWNERS ASSOCIATION, INC.

Domiciled at Bossier City, Louisiana, Parish of Bossier

A corporation organized under the provisions of R.S. 1950  
Title 12, Chapter 2, as amended,

By Act executed on August 8, 1994, and acknowledged on  
August 8, 1994,

Was filed and recorded in this Office on August 19, 1994,  
the date when corporate existence began, and filed in the  
Record of Non-Profit Corporations Book 344,

And all fees having been paid as required by law, the  
corporation is authorized to transact business in this  
State, subject to the restrictions imposed by law, including  
the provisions of R. S. 1950, Title 12, Chapter 2, as  
amended.

*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,*  
August 19, 1994

*Jox McKeithen*

CGR

Secretary of State

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June 30 9 30 AM '94  
Jox McKeithen

UNITED STATES OF AMERICA  
State of Louisiana

Jox McKeithen  
SECRETARY OF STATE . 581898

*As Secretary of State, of the State of Louisiana, I do hereby Certify that the annexed transcript was prepared by and in this office from the record on file, of which purports to be a copy, and that it is full, true and correct.*

*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,*

AUG 19 1994

*Jox McKeithen*

*Secretary of State*

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STATE OF LOUISIANA

PARISH OF BOSSIER

ARTICLES OF INCORPORATION  
OF  
BAYOU BEND HOMEOWNERS ASSOCIATION, INC.

BE IT KNOWN, that on this the 8<sup>th</sup> day of August, 1994, personally came and appeared before me, the undersigned Notary Public in and for said Parish and State, duly qualified and acting,

BAYOU BEND DEVELOPMENT, INC., a Louisiana corporation, domiciled in Bossier Parish, Louisiana whose permanent mailing address is 2638 Vanceville Road, Bossier City, Louisiana 71111, represented by its duly authorized officer, Ralph C. Merritt, President, by virtue of Resolution of the Board of Directors of said corporation filed for record in Bossier Parish, Louisiana;

AND

BONOMO BUILDERS, INC., a Louisiana corporation domiciled in Bossier Parish, Louisiana whose permanent mailing address is 3018 Old Minden Road, Room 1107, Bossier City, Louisiana 71112, represented by its duly authorized officer, John M. Bonomo, President, by virtue of Resolution of the Board of Directors of said corporation filed for record in Bossier Parish, Louisiana,

AND

CHRISTOPHER CAUSBY BARNETT, a single man, a resident of Caddo Parish, Louisiana, whose present mailing address is Post Office Box 7291, Shreveport, Louisiana 71137; who declared unto me, Notary, in the presence of the undersigned competent witnesses that, availing itself of the provisions of the Non-profit 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 BAYOU BEND HOMEOWNERS ASSOCIATION, INC.  
Said corporation is hereinafter called the "Association."

## ARTICLE II

## REGISTERED OFFICE

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

2638 Vanceville Road  
Bossier City, Louisiana 71111

## ARTICLE III

## REGISTERED AGENTS

The registered agents of the Association are:

Ralph C. Merritt  
2638 Vanceville Road  
Bossier City, Louisiana 71111

## 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 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 and who are owners of:

- (1) Lots 1 through 23, inclusive, in BAYOU BEND SUBDIVISION, UNIT NO. 1, a subdivision of Bossier Parish, Louisiana, as per plat thereof recorded in Conveyance Book 808 at Page 487, Records of Bossier Parish, Louisiana, and any resubdivision of any of said lots; also
- (2) Lots which are:
  - (i) Included within a subdivision of land owned by BAYOU BEND DEVELOPMENT, INC.
  - (ii) Subdivided by said owner (or its assignee) within ten (10) years from the date hereof into a subdivision which is contiguous to or within the immediate vicinity of Bayou Bend Development, Inc.
  - (iii) Designated by Bayou Bend Development, Inc. by written declaration filed in Bossier Parish, Louisiana, as lots which are subject to assessment by, and 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 "Bayou Bend Lots."

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the 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;

(c) 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;

(d) 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

(e) 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 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 Bayou Bend Lots shall be the owner of one (1) 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 (2) or more lots (hereinafter "Resubdivided Lots"), the owner of each Resubdivided Lot shall be the owner of one (1) 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 (1) 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, except for BAYOU BEND DEVELOPMENT, INC. or its assignee. BAYOU BEND DEVELOPMENT, INC. shall have four (4) votes for each lot owned. 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.

#### ARTICLE VII

##### INCORPORATORS, BOARD OF DIRECTORS AND OFFICERS

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

BAYOU BEND DEVELOPMENT, INC.  
2638 Vanceville Road  
Bossier City, Louisiana 71111

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 Directors, up to five (5) but in no case less than three (3), 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 (2) years and thereafter until the selection of their successors are:

Ralph C. Merritt	2638 Vanceville Road Bossier City, Louisiana 71111
Dorothy M. Ricketson	2523 North Waverly Bossier City, Louisiana 71111
Connie Merritt	2638 Vanceville Road Bossier City, LA 71111

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 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 (2) years and thereafter until their successors are duly elected and qualified are:

President	Ralph C. Merritt
Secretary	Connie Merritt
Treasurer	Dorothy M. Ricketson

#### 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 ten (10) years of existence of this corporation and thereafter shall not exceed the larger of (a) \$5,000.00, or (b) an amount equal to one hundred fifty percent (150%) of its income for the previous fiscal year. Despite the foregoing, amounts of debt without regard to said limits may be authorized at any time by the assent of those members authorized to vote in the same number and manner as provided in Article XII.

#### ARTICLE IX

##### MERGER AND CONSOLIDATIONS

The Association may participate in mergers and consolidations with other nonprofit corporations organized for the same of similar purposes, provided that any such merger or consolidation shall have the assent of those members authorized to vote in the same number and manner as provided in Article III.

#### ARTICLE X

##### DISSOLUTION

Dissolution may be authorized by the members in the same number and manner as provided in Article XII, or in any other manner provided by law. Upon dissolution of the Association, the assets, both real and personal, of the Association shall be delivered to an appropriate public agency or body 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 there is no public body to receive the assets

or if 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 time, place and 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 percent (60%) 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 written notice of not less than fifteen (15) nor more than thirty (30) days of the time, place and purpose of the meeting, and the required quorum at any 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 ninety (90) days following the preceding meeting. In the absence of a formal meeting, the written assent of two-thirds (2/3) 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 competent witnesses in Bossier Parish, Louisiana, on this 8<sup>th</sup> day of August, 1994.

WITNESSES:

BAYOU BEND DEVELOPMENT, INC.

Owner of Lots 1 thru 15 and lots 17, 19, 20, and lot 23

W.C. Holby  
Sue Seegan

Ralph C. Merritt  
Ralph C. Merritt, President

John M. LeGrand

Notary Public **JOHN M. LeGRAND**  
in and for Bossier Parish, Louisiana NOTARY PUBLIC, Bossier Parish, La.  
My Commission is For Life

THUS DONE AND SIGNED before me, Notary, and the undersigned competent witnesses, in Bossier Parish, Louisiana, on this 8<sup>th</sup> day of August, 1994.

WITNESSES:

BONOMO BUILDERS, INC.

Owner of Lot 16

W.C. Holby  
Sue Seegan

By John M. Bonomo  
John M. Bonomo, President  
John M. LeGrand  
Notary Public

**JOHN M. LeGRAND**  
NOTARY PUBLIC, Bossier Parish, La.  
My Commission is For Life

THUS DONE AND SIGNED before me, Notary, and the undersigned competent witnesses, in Bossier Parish, Louisiana, on this 8<sup>th</sup> day of August, 1994.

WITNESSES:

Christopher Causby Barnett  
Christopher Causby Barnett

W.C. Holby  
Sue Seegan

Owner of Lot 18

John M. LeGrand

Notary Public **JOHN M. LeGRAND**  
NOTARY PUBLIC, Bossier Parish, La.  
My Commission is For Life

AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987

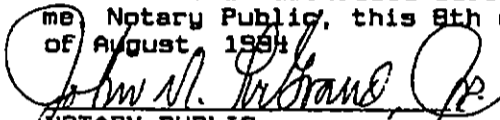
To the State Corporation Department 581898  
State of Louisiana

STATE OF LOUISIANA  
PARISH OF BOSSIER

On this 8th day of August, 1994, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared RALPH C. MERRITT, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of BAYOU BEND HOMEOWNERS ASSOCIATION, INC. which is a Non-Profit Corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 1, 2 and 3.

  
REGISTERED AGENT

Sworn to and subscribed before  
me Notary Public, this 8th day  
of August, 1994

  
NOTARY PUBLIC

JOHN M. LeGRAND  
NOTARY PUBLIC, Bossier Parish, La.  
My Commission Is For Life