

CHARTER SUMMITA CORPORATION
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CHARTER
OF
BENT CREEK HOMEOWNERS ASSOCIATION

RECEIVED
STATE OF TENNESSEE
RECORDED 23 PM 3:35
RILEY D. BROWN
SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation under the Tennessee Nonprofit Corporation Act, adopt the following Charter for such corporation:

1. The name of the corporation is Bent Creek Homeowners Association.
2. This corporation is a mutual benefit corporation.
3. The street address of the initial registered office of the corporation is 1612 Westgate Circle, Suite 220, Brentwood, Williamson County, Tennessee 37027, and the initial registered agent for the corporation at that office is Steven G. Cates.
4. The name and address of the incorporator is:

Steven G. Cates
1612 Westgate Circle, Suite 220
Brentwood, Tennessee 37027
5. The street address of the principal office of the corporation is 1612 Westgate Circle, Suite 220, Brentwood, Tennessee 37027.
6. The corporation is not for profit.

7. The corporation shall have members. The members of the corporation shall be the owners of lots of Bent Creek Subdivision, Williamson County, Tennessee. Upon the conveyance or transfer of the ownership interest in a lot, the new owner or owners shall succeed to the former owner's or owners' membership, and the membership of the former owner or owners shall terminate.

8. To the extent allowed by the laws of the State of Tennessee, no present or future director of the corporation (or his or her estate, heirs and personal representatives) shall be liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director of the corporation. Any liability of a director (or his or her estate, heirs and personal representatives) shall be further eliminated or limited to the fullest extent allowed by the laws of the State of Tennessee, as may hereafter be adopted or amended.

9. With respect to claims or liabilities arising out of service as a director or officer of the corporation, the corporation shall indemnify and advance expenses to each present and future director and officer (and his or her estate, heirs and personal representatives) to the fullest extent allowed by the laws of the State of Tennessee, both as now in effect and as hereafter adopted or amended.

10. The purposes for which the corporation is organized are: to operate a subdivision homeowners association solely to provide for the management, maintenance and care of association property and activities; and generally to engage in any other lawful endeavor or activity in furtherance of the foregoing, so long as such endeavor or activity does not prevent the corporation from being, or maintaining its status as, a homeowners association as defined by Section 528(c)(1) of the Internal Revenue Code of 1986 or corresponding section of any future federal income tax code.

11. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members or other private individuals or person, except that the corporation shall be authorized and empowered to (a) pay reasonable compensation for goods and services rendered, (b) rebate excess membership dues, fees or assessments, and (c) make payments in furtherance of the purposes set forth in the paragraph just above.

12. Upon the dissolution of the corporation, all assets of the corporation shall be distributed to a non-profit organization with purposes similar to those of the corporation. Such organization to be chosen by the Board of Directors of the corporation as part of the plan of dissolution of the corporation.

DATED as of this 3 day of December, 2004.

Wesley D. Turner, Incorporator
Wesley D. Turner, Incorporator

BK/PG:3425/722-723

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CHARTER	
12/09/2004	08:01 AM
BATCH	34797
MTG TAX	0.00
TRN TAX	0.00
REC FEE	5.00
DP FEE	2.00
REG FEE	0.00
TOTAL	7.00

STATE OF TENNESSEE, WILLIAMSON COUNTY

SADIE WADE
REGISTER OF DEEDS