

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

DATE: 12/23/08
REQUEST NUMBER: 6411-2084
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 12/22/08 1435
EFFECTIVE DATE/TIME: 12/22/08 1435
CONTROL NUMBER: 0592702

TO:
BOULT CUMMINGS CONNERS & BERRY PLC
PO BOX 340025

NASHVILLE, TN 37203

RE:
THE MEADOWS OF SPRING HILL 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

ON DATE: 12/23/08

FROM:
BOULT CUMMINGS CONNERS & BERRY PLC
P.O. BOX 340025

	FEE	
RECEIVED:	\$100.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$100.00

NASHVILLE, TN 37203-0000

RECEIPT NUMBER: 00004506914
ACCOUNT NUMBER: 00000413



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

**CHARTER
OF
THE MEADOWS OF SPRING HILL HOMEOWNERS ASSOCIATION,
INC.**

FILED
RECEIVED
STATE OF TENNESSEE
2008 DEC 22 PM 2: 35
RILEY DARNELL
SECRETARY OF STATE

The undersigned, having capacity to contract and acting as the incorporator of a corporation under the Tennessee Nonprofit Corporation Act, as amended, adopts the following charter for such corporation:

1. The name of the corporation is The Meadows of Spring Hill Homeowners Association, Inc.
2. The corporation is a nonprofit mutual benefit corporation. This corporation is not a religious corporation.
3. The name and complete address of the corporation's initial registered office in Tennessee is c/o Boulton, Cummings, Connors & Berry, PLC, 1600 Division Street, Suite 700, Nashville, Tennessee 37203, Davidson County. The name of its initial registered agent at that office is Charles S. Sanger.
4. The name and complete address of the incorporator of the corporation are Charles S. Sanger, 1600 Division Street, Suite 700, Nashville, Tennessee 37203, Davidson County.
5. The complete address of the corporation's principal office is c/o CMH Parks, Inc., 5000 Clayton Road, Maryville, Tennessee 37804, Blount County.
6. The corporation shall have members.
7. The purpose of the corporation is to operate, maintain, and manage common facilities and other real property that are a part of and subject to a certain real property declaration or property owner's association restriction for the maintenance and management of certain real property located in Sevier County, Tennessee. The Corporation is organized exclusively for charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Code, including the receipt and acceptance of property, whether real, personal, or mixed, by gift, grant, or bequest from any person or entity; the retention, administration and investment of such property in accordance with the terms of the this Charter and the corporation's Bylaws; and the distribution of such property for the purposes as herein delineated.
8. The corporation may be dissolved with the assent given in writing and signed by not less than sixty-six and two-thirds percent (66 2/3 %) 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 for purposes similar to those for which the corporation was created. In the event that such dedication is refused

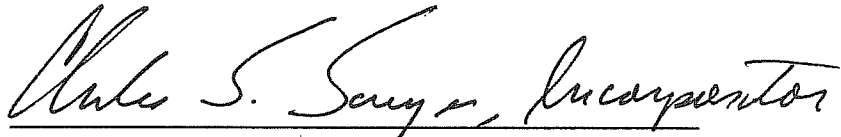
6411.2084

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.

9. Amendment of these Articles shall require the approval of at least two-thirds (2/3) of the directors of the corporation.

10. A director of the corporation shall not be liable to the corporation for monetary damages for breach of fiduciary duty as a director; provided, however, that this provision does not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for a distribution that is unlawful. If Tennessee law is amended or modified to authorize corporation action eliminating or further limiting the personal liability of directors, then the liability of a director of the corporation shall thereupon be eliminated or limited, without the necessity of further amendment of this Charter, to the fullest extent permitted by Tennessee law. Any repeal or modification of the provisions of this Article 9 shall not adversely affect any right of protection of a director of the corporation existing at the time of such repeal or modification.

This charter of The Meadows of Spring Hill Homeowners Association, Inc. is dated this 19th day of December, 2008.


Charles S. Sanger, Incorporator

0411.2008