

Charter and Bylaws

for

Bradford Hills Homeowners' Association,
Inc.

Charter also known as

“Articles”

or

“Articles of Incorporation”

Filed: March 23, 1990



BRYANT MILLAPS
SECRETARY OF STATE

Bryant Millaps

RECORDERS MEMO
ELEGIBILITY OF WRITING, TYPING OR PRINTING OR
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

RECEIVED
ON DATE
RECEIPT NUMBER
ACCOUNT NUMBER

FOR CHARTER - NONPROFIT

13161

IDENTIF. REFERENCE

MAR 23 1 14 PM '90

DAVIDSON COUNTY

MUSH

5239 03/23 0101 03CHECK

CONGRATULATIONS UPON THE INCORPORATION OF THE ABOVE ENTITY IN THE STATE OF TENNESSEE. THE CHARTER DOCUMENT IS ENCLOSED AND IS EFFECTIVE AS INDICATED 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 OR SUCH PRINCIPAL OFFICE IS IN TENNESSEE.
A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF THE STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING EACH ANNIVERSARY DATE OF INCORPORATION. THIS OFFICE WILL MAIL THE REPORT TO THE REGISTER OF DEEDS AT THE ADDRESS PROVIDED TO THIS OFFICE IN THE CHARTER DOCUMENT. A FEE OF \$10.00 IS TO BE MAINTAINED & REGISTERED ANNUAL REPORTS WILL BE SENT TO THE CORPORATION TO ADMINISTRATIVE DISPOSITION.

RE: BRADFORD HILLS HOMEOWNERS' ASSOCIATION, INC.
CHARTER - NONPROFIT

TO: JEMMY PRIDGO JR
303 STAHLMAN BLDG
NASHVILLE, TN 37204

BOOK 8071 PAGE 520

DATE: 03/23/90
REQUEST NUMBER: 1593-0039
TELEPHONE CONTACT: (615) 721-0533
EFFECTIVE DATE/TIME: 03/23/90 12:45
CONTROL NUMBER: 0226709

Secretary of State
Corporations Section
James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

FILED

CHARTER: 3 13 1974
AND 3 13 1974

MAR 23 12:43

**ARTICLES OF INCORPORATION
OF**

BOOK 8071 PAGE 521

BRADFORD HILLS HOMEOWNERS' ASSOCIATION, INC.

In compliance and pursuant with the requirements of the Tennessee Business Corporation Act, the undersigned, a resident of Brentwood, Williamson County, Tennessee and being of full age, has this day voluntarily formed a corporation not for profit and does hereby certify:

ARTICLE I

The name of the corporation is **BRADFORD HILLS HOMEOWNERS' ASSOCIATION, INC.**, hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at 301 Stahlman Building, Nashville, Tennessee. 37201.

ARTICLE III

Paul E. Johnson, whose address is 302 Dyer Lane, Brentwood, Tennessee. 37027, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described in Exhibit A known as Bradford Hills, Section One, a Residential P.U.D., attached hereto and being a part of the entire development described in Exhibit B attached hereto and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) exercise all of the powers and privileges and to

perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Register of Deeds, Nashville, Davidson County, Tennessee, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to 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) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association:

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred:

(e) dedicate, sell or transfer all or any part of the Common areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Tennessee by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract

sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to a Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on January 1, 1998.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by the Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Paul E. Johnson	302 Dyer Lane Brentwood, Tennessee. 37027
Maxine Sullivan	302 Dyer Lane Brentwood, Tennessee. 37027

1. 15. 1988 10:00 AM

1. 15. 1988 10:00 AM

Fred Yazdian

808 Harpeth Trace Place
Nashville, Tennessee.

JUL 23 11:24 AM

At the first annual meeting the members shall elect one director for the term of one year, one director for a term of two years and one director for a term of three years; and at each meeting thereafter the members shall elect replacement directors for a term of three years.

ARTICLE VIII

BOOK 8071 PAGE 524

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association 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.

ARTICLE IX

DURATION

The corporation shall exist perpetually
This corporation is a mutual benefit corporation and not a religious corporation.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration; annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Tennessee, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 16th day of March, 1990.

Paul E. Johnson
INCORPORATOR - PAUL E. JOHNSON

1. 75 ' 23. 3 1010013

1. 75 ' 23. 3 1010413

EXHIBIT A

BOOK 8071 PAGE 525

Land in Davidson County, Tennessee, being Section One of Bradford Hills, a Residential P.U.D. of record in Book 7900, pages 110-112, Register's Office for Davidson County, Tennessee, described as follows:

Starting at a point on the Westerly margin of Nolensville Road, said point being the most Northeasterly corner of Lot One on the plan of a resubdivision of Country Acres, as of record in Book 5210, Page 134, Register's Office Davidson County, Tennessee; thence with the Northerly line of said Lot One, South 87 degrees 48 minutes 30 seconds West, a distance of 200.02 feet to the POINT OF BEGINNING; thence continuing S 87 degrees 48 minutes 30" West a distance of 545.23 feet to a point; thence with the common line of the herein-described tract and the Surrey East states property as of record in Book 5869, page 940, Register's Office Davidson County, Tennessee, North 89 degrees 01 minutes 27seconds West, a distance of 303.80 feet to a point; thence continuing South 05 degrees 41 minutes 57 seconds West a distance of 572.91 feet to a point; thence leaving the East Easterly line of said Surrey East states property and severing said Gillespie property the following calls:

North 60 degrees 03 minutes 18 seconds West a distance of 134.95 feet to a point; thence
North 35 degrees 50 minutes 45 seconds West a distance of 452.00 feet to a point; thence
South 54 degrees 09 minutes 15 seconds West a distance of 115.00 feet to a point; thence
South 35 degrees 50 minutes 45 seconds East a distance of 32.03 feet to a point; thence
South 54 degrees 09 minutes 15 seconds West a distance of 126.00 feet to a point; thence
North 32degrees 58 minutes 24 seconds West a distance of 161.30 feet to a point; thence with a curve to the right having a radius of 1363.64 feet, a delta of 00 degrees 06 minutes 11 seconds, a chord bearing of North 57 degrees 04 minutes 41 seconds East, an arc distance of 2.45 feet to a point; thence continuing
North 32 degrees 57 minutes 14 seconds West a distance of 2.45 feet to a point; thence
North 07 degrees 35 minutes 04 seconds West a distance of 75.88 feet to a point; thence
North 07 degrees 15 minutes 23 seconds East a distance of 84.00 feet to a point; thence
North 82 degrees 44 minutes 37 seconds West a distance of 23.90 feet to a point; thence
North 07 degrees 15 minutes 23 seconds East a distance of 130.00 feet to a point; thence
North 11 degrees 27 minutes 42 seconds East a distance of 68.18 feet to a point; thence
South 56 degrees 34 minutes 56 : East a distance of 63.51 feet to a point thence
South 83 degrees 23 minutes 59 seconds East a distance of 122.17 feet to a point; thence

EXHIBIT A (continued)

more or less.

BOOK 8071 PAGE 527

Being part of the same property conveyed to Gillespie Meadows, Inc. by deed from C.A. Gillespie, III, et ux, et al, of record in Book 7964, page 770, said Register's Office.

1 2 3 4 5 6 7 8 9 10 11

1 2 3 4 5 6 7 8 9 10 11

EXHIBIT B

BOOK 8071 PAGE 528

Land lying in the 31st Councilmanic District of Davidson County, Tennessee, described according to unrecorded surveys made by Anderson-Delk & Associates, dated July 24, 1989 and August 9, 1989, as follows, to-wit:

Beginning at a point in the Westerly margin of Nolensville Road, said point being the most Northeasterly corner of Lot 1 on the plan of a resubdivision of Country Acres, as of record in Book 5210, page 134, Register's Office Davidson County, Tennessee; thence with the Northerly line of said Lot 1, South 87 degrees 48 minutes 30 seconds West a distance of 745.25 feet to a point; thence with the common line of the herein-described tract and the Surrey Estates, Inc. property of record in Book 5869, Page 940, Register's Office Davidson County, Tennessee, North 89 degrees 01 minutes 27 seconds West a distance of 303.80 feet to a point; thence continuing South 05 degrees 41 minutes 57 seconds West a distance of 924.82 feet to a point; thence with the common line of the herein-described tract and the Charles C. Morrow, trustee property as of record in Book 4110, Page 839, Register's Office Davidson County, Tennessee, North 70 degrees 38 minutes 04 seconds West a distance of 58.44 feet to a point; thence continuing south 15 degrees 51 minutes 06 seconds East a distance of 837.66 feet to a point; thence with the Northerly line of the Charles E. Cardwell property of record in Book 5266, Page 45, Register's Office Davidson County, Tennessee, North 83 degrees 55 minutes 34 seconds West a distance of 230.59 feet to a point; thence with the Westerly line of said Cardwell property South 06 degrees 12 minutes 36 seconds West a distance of 79.00 feet to a point; thence with the Northerly line of the Surrey Estates, Inc. property as of record in Book 5869, Page 936, Register's Office Davidson County, Tennessee, South 87 degrees 19 minutes 56 seconds West a distance of 213.06 feet to a point; thence with a fence line described as the common line of the herein-described tract and said Surrey Estates (formerly Holt) property in Book 2905, Page 453, Register's Office Davidson County, Tennessee, the following calls: North 70 degrees 02 minutes 12 seconds West a distance of 208.49 feet to a point; thence North 73 degrees 47 minutes 01 seconds West a distance of 337.72 feet to a point; thence North 80 degrees 52 minutes 13 seconds West a distance of 200.48 feet to a point; thence North 88 degrees 57 minutes 00 seconds West a distance of 98.28 feet to a point; thence South 84 degrees 39 minutes 14 seconds West a distance of 412.47 feet to a point; thence North 73 degrees 31 minutes 56 seconds West a distance of 146.30 feet to a point; thence North 40 degrees 44 minutes 40 seconds West a distance of 200.76 feet to a point; thence North 70 degrees 17 minutes 38 seconds West a distance of 173.50 feet to a point; thence North 77 degrees 10 minutes 40 seconds West a distance of 205.29 feet to a point; thence with the Easterly line of Holt Hills, Section 3, as of record in Book 5200, Page 306, Register's Office Davidson County, Tennessee, North 04 degrees 45 minutes 48 seconds East a distance of 2886.34 feet to a point; thence leaving said line of Holt Hills, Section 3, South 87 degrees

25 minutes 08 seconds East a distance of 482.43 feet to a point; thence with the Southerly line of Forest Acres Estates, Section 2, as of record in Book 4175, Page 128, Register's Office Davidson County, Tennessee, South 84 degrees 35 minutes 19 seconds East a distance of 1272.07 feet to a point; thence continuing South 84 degrees 07 minutes 20 seconds East a distance of 966.30 feet to a point; thence with the Westerly line of the K. C. Cramer and E. A. Beasley property of record in Book 6737, Page 839, Register's Office Davidson County, Tennessee South 17 degrees 53 minutes 21 seconds East a distance of 329.60 to a point; thence with the Westerly line of said Cramer and Beasley property of record in Book 7901, Page 739, Register's Office Davidson County, Tennessee South 03 degrees 47 minutes 39 seconds West a distance of 343.95 feet to a point; thence continuing South 82 degrees 34 minutes 00 seconds East a distance of 265.00 feet to a point in the Westerly margin of Nolensville Road; thence with said margin of Nolensville Road, South 07 degrees 26 minutes 00 seconds West, a distance of 28.76 feet to a point; thence continuing with a curve to the left having a radius of 2490.70 feet, a delta of 13 degrees 22 minutes 52 seconds, a Chord bearing of South 00 degrees 44 minutes 34 seconds West, an arc distance of 581.69 feet to the POINT OF BEGINNING, containing 177.04 acres, more or less.

INCLUDED BUT EXPRESSLY EXCLUDED from the above described tract of land are two (2) parcels or lots of land, described as follows, to-wit:

PARCEL ONE: Being a 1.19 more or less acre tract of land lying in the 31st Councilmanic District of Davidson County, Tennessee, and being Lot 1 on the proposed plan of Gillespie Meadows Commercial P.U.D., and being more particularly described as follows:

Starting at a point on the Westerly margin of Nolensville Road, said point being the most Northeasterly corner of Lot 1 on the plan of a resubdivision of Country Acres, as of record in Book 5210, page 134, Register's Office Davidson County, Tennessee; thence with the Northerly line of said Lot 1, South 87 degrees 48 minutes 30 seconds West a distance of 10.02 feet to the POINT OF BEGINNING; thence continuing South 87 degrees 48 minutes 30 seconds West a distance of 190.00 feet to a point; thence leaving the Northerly line of said Lot 1, and severing said Gillespie property, the following calls: North 00 degrees 42 minutes 17 seconds West a distance of 219.13 feet to a point; thence South 88 degrees 49 minutes 00 seconds East a distance of 150.71 feet to a point; thence with a curve to the right having a radius of 30.00 feet, a delta of 88 degrees 38 minutes 29 seconds, a chord bearing of South 44 degrees 29 minutes 45 seconds East, an arc distance of 46.41 feet to a point lying 10 feet Westerly of the Westerly margin of Nolensville Road; thence running parallel to and 10 feet Westerly from the Westerly margin of Nolensville Road, and with a curve to the left, having a radius of 2500.70 feet, a delta of 05 degrees 45 minutes 27 seconds, a chord bearing of

South 03 degrees 03 minutes 14 seconds East, an arc distance of 251.29 feet to the POINT OF BEGINNING, containing 1.19 acres, more or less.

PARCEL TWO: Being a 1.33 more or less acre tract of land lying in the 31st Councilmanic District of Davidson County, Tennessee, and being Lot 2 on the proposed plan of Gillespie Meadows Commercial P.U.D., and being more particularly described as follows:

Starting at a point on the Westerly margin of Nolensville Road, said point being the most Northeasterly corner of Lot 1 on the plan on a resubdivision of Country Acres, as of record in Book 5210, page 134, Register's Office Davidson County, Tennessee; thence with the Northerly line of said Lot 1, South 87 degrees 48 minutes 30 seconds West a distance of 200.02 feet to a point; thence leaving the Northerly line of said Country Acres Lot 1, North 00 degrees 42 minutes 17 seconds West a distance of 291.13 feet to a point; thence crossing the proposed right-of-way of Gillespie Drive, North 01 degrees 11 minutes 00 seconds East, a distance of 60.00 feet to the POINT OF BEGINNING: thence continuing North 01 degrees 11 minutes 00 seconds East a distance of 90.00 feet to a point; thence North 13 degrees 42 minutes 49 seconds West a distance of 215.85 feet to a point; thence South 82 degrees 34 minutes 00 seconds East a distance of 255.00 feet to a point lying 10 feet Westerly of the Westerly margin of Nolensville Road; thence running parallel with and 10 feet Westerly from said margin of Nolensville Road, South 07 degrees 26 minutes 00 seconds West a distance of 28.76 feet to a point; thence continuing, and with a curve to the left having a radius of 2500.70 feet, a delta of 04 degrees 53 minutes 29 seconds, a chord bearing of South 04 degrees 59 minutes 15 seconds West, an arc distance of 213.49 feet to a point; thence with a return curve to the right having a radius of 30.00 feet, a delta of 88 degrees 38 minutes 29 seconds, a chord bearing of South 46 degrees 51 minutes 45 seconds West, an arc distance of 46.41 feet to a point on the Northerly margin of proposed Gillespie Drive; thence with said Northerly margin, North 88 degrees 49 minutes 00 seconds West, a distance of 150.71 feet to the POINT OF BEGINNING, containing 1.33 acres, more or less.

Being the same property conveyed to Gillespie Meadows, Inc. by deed from C. A. Gillespie, III, et ux, et al, of record in Book 7964, page 770, said Register's Office.