

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF RESTATED ARTICLES

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

Park at Parsons Town Square Townhome Association, Inc.

a Domestic Nonprofit Corporation

has amended and filed duly restated articles on 07/12/2017 in the Office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said restated articles.

WITNESS my hand and official seal in the City of
Atlanta and the State of Georgia on 07/12/2017



Brian P. Kemp
Secretary of State

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

PARK AT PARSONS TOWN SQUARE TOWNHOME ASSOCIATION, INC.

PARK AT PARSONS TOWN SQUARE TOWNHOME ASSOCIATION, Inc., a Georgia non-profit corporation, organized and existing under the laws of the State of Georgia, hereby certifies as follows:

WHEREAS, the name of the corporation is PARK AT PARSONS TOWN SQUARE TOWNHOME ASSOCIATION, Inc. (the "Company"). The date of organization of the Company was May 1st, 2017.

WHEREAS, the Articles of Incorporation of the Company are hereby restated and amended to add additional provisions and now read in their entirety as follows:

Article 1. Name. The name of the corporation is Park at Parsons Town Square Townhome Association, Inc. (the "Association").

Article 2. Principal Office. The initial principal office of the Association is:

**390 Brogdon Road
Suwanee, Georgia 30024**

Article 3. Duration. The Association shall have perpetual duration.

Article 4. Applicable Statute. The corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

Article 5. Purposes and Powers. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members.

(a) In way of explanation and not of limitation, the purposes for which it is formed are:

(i) to be and constitute the Association to which reference is made in the Declaration of Covenants, Conditions, and Restrictions for Park at Parsons Town Square ("Declaration"), Recorded or to be Recorded in the records of Gwinnett County, Georgia, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the By-Laws of the Association ("By-Laws") and as provided by law; and

(ii) to provide an entity for the furtherance of the interest of the Owners (as such term is defined in the Declaration) in the development.

(b) In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by the board of directors:

(i) all of the powers conferred upon nonprofit corporations by common law and the statutes of the State of Georgia in effect from time to time;

(ii) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, or the Declaration, including, without limitation, the following:

(1) to fix and to collect assessments or other charges to be levied;

(2) to manage, control, operate, maintain, repair, and improve property subjected to the Declaration or any other property for which the Association by rule, regulation, declaration, or contract has a right or duty to provide such services;

(3) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;

(4) to engage in activities which will actively foster, promote, and advance the common interest of all owners of property subject to the Declaration;

(5) to buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(6) to borrow money for any purpose;

(7) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(8) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interest in such corporations, firms, or individuals;

(9) to adopt, alter, and amend or repeal such By-Laws as may be necessary to desirable for the proper management of the affairs of the Association; provided, however, such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and

(10) to provide any and all supplemental municipal services as may be necessary or proper.

(c) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 5 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provisions of this Article 5.

Article 6. Membership. The Association shall be a membership corporation without certificates or shares of stock. Each Person who is the Owner of a Unit (as such capitalized terms are defined in the Declaration) subject to the Declaration is a member and shall be entitled to vote as set forth herein and in the Declaration and the By-Laws.

Article 7. Board of Directors. The business and affairs of the Association shall be governed by a board of directors, the number, qualification, and method of election of which shall be as set forth in the By-Laws. The initial Board of Directors shall consist of the three Persons listed below:

David J. Bowen
390 Brogdon Road
Suwanee, Georgia 30097

Eric T. Cape
390 Brogdon Road
Suwanee, Georgia 30097

Stephen Palmer
390 Brogdon Road
Suwanee, Georgia 30097

Article 8. Indemnification of Directors. To the extent consistent with the Georgia Nonprofit Corporation Code, as it exists on the date hereof or as it may hereafter be amended, the Association shall indemnify its officers and directors as required by the Declaration and By-Laws. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

Article 9. Dissolution. The Association may be dissolved only upon a resolution duly adopted by the board of directors and the affirmative vote of members who are Owners of not less than two-thirds (2/3) of the Units (other than the Declarant) and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant. Upon dissolution of the Association, any remaining real property 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 acceptance of such dedication is refused, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

Notwithstanding the above, no dissolution shall be effective without the written consent of the Gwinnett County, Georgia Board of Commissioners so long as such permission is required by Gwinnett County ordinance.

Article 10. Merger and Consolidation. The Association may merge or consolidate only upon a resolution duly adopted by the board of directors and the affirmative vote of members who are Owners of not less than two-thirds (2/3) of the Units (other than the Declarant) and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant.

Article 11. Amendments. These Articles may be amended only upon a resolution duly adopted by the board of directors and the affirmative vote of at least two-thirds (2/3) of the total eligible votes of the members and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant; provided however, no members shall be entitled to vote on any amendment to these Articles of Incorporation for the sole purpose of complying with the requirements of any governmental or quasi governmental entity or institutional lender authorized to fund, insure or guarantee mortgages on individual Units, as such requirements may exist from time to time, which amendments may be adopted by the board of directors.

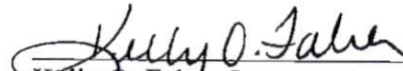
Article 12. Incorporator. The name and address of the incorporator is as follows:

Kelly O. Faber
Mahaffey Pickens Tucker, LLP
1550 North Brown Road, Suite 125
Lawrenceville, Georgia 30043

Article 13. Registered Agent. The initial registered agent of the Corporation is Reiner Rietig at the offices of 390 Brogdon Road, Suwanee, Georgia 30024.

Article 14. Amended Articles. These Amended and Restated Articles of Incorporation were adopted on May 3rd, 2017 by incorporator, Kelly O. Faber, in order to add additional provisions without member approval as member approval was not required. Wherever the terms of this Amended and Restated Articles of Incorporation conflict with the terms of the original Articles of Incorporation dated May 1, 2017, the terms of these Amended and Restated Articles of Incorporation shall be deemed to supercede the conflicting terms and shall control. All other terms of the original Articles of Incorporation for Georgia Non-Profit remain unchanged.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Amended and Restated Articles of Incorporation, dated this 3rd day of May, 2017.


Kelly O. Faber, Incorporator

Mahaffey Pickens Tucker, LLP
1550 North Brown Road, Suite 125
Lawrenceville, Georgia 30043