

Recorded: 12/16/2015 2:05:34 PM
W. Hardy McCollum, Probate Judge
Tuscaloosa County, Alabama

Term/Cashier: PRO-RECORDING1/JMCATEER

Tran: 837439

Incorporations \$50.00

Probate Judge Fee \$2.00

Total: \$52.00

This Instrument Prepared By:
Kenneth D. Davis
700 Towncenter Boulevard, Suite 4
Tuscaloosa, Alabama 35406

**CERTIFICATE OF FORMATION OF
HIGHGROVE OWNERS' ASSOCIATION, INC.**

KNOW ALL MEN BY THESE PRESENTS, that Kenneth D. Davis, Organizer, desiring to form a non-profit corporation under the laws of the State of Alabama, for the purposes hereinafter set forth, does hereby make and subscribe to this Certificate of Formation of Highgrove Owners' Association, Inc.

**ARTICLE I
NAME**

The name of the non-profit corporation shall be Highgrove Owners' Association, Inc. (hereinafter referred to as the "Association").

**ARTICLE II
PURPOSES AND POWERS**

The Association does not contemplate pecuniary gain or profit to the members thereof, and the primary purpose for which it is formed is to promote the best interest of the Owners of Lots and Parcels in Highgrove, a plat of which is to be recorded in the Probate Office of Tuscaloosa County, Alabama (hereinafter referred to as the "Plat"), as well as any future supplemental phases or sections of the Plat, if and when developed, and for which plats are duly filed and which are submitted as being subject to Highgrove Master Deed Restrictions and the Declaration of Easements, Covenants and Restrictions for Highgrove which are to be filed of record in the Probate Office of Tuscaloosa County, Alabama (collectively referred to as the "Highgrove Restrictions") and which (including the terms, conditions and defined capitalized terms contained therein) shall be incorporated herein by reference, the said Plat being sometimes referred to namely as "Highgrove". It is a further purpose of the Association to promote the health, safety and welfare of the Owners of Lots and Parcels in the Townes, and for these purposes, the Association shall have the following powers:

(1) The Association shall have all powers now conferred or which may hereafter be conferred on a non-profit corporation under the laws of the State of Alabama which are not in conflict with the terms of this Certificate.

(2) The Association shall have all the powers and duties as contained in the Highgrove Restrictions and in any By-Laws of the Association and any Rules and Regulations of the Association, which By-Laws and Rules and Regulations, along with this Certificate, shall be sometimes collectively referred to as the "Association Documents".

(3) All funds and titles of all properties acquired by the Association and the proceeds thereof shall be held in the name of the Association in and for the benefit of the members of the Association in accordance with the provisions of the Association Documents and the Highgrove Restrictions.

**ARTICLE III
MEMBERSHIP**

The Association shall issue no shares of stock of any kind or nature whatsoever. Each person or entity who is the record Owner of a Lot or Parcel in Highgrove shall be a member of the Association.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator is as follows:

NAME

ADDRESS

Kenneth D. Davis

700 Towncenter Boulevard, Suite 4
Tuscaloosa, Alabama 35406

**ARTICLE V
DIRECTOR**

The initial Director shall be Gene R. Taylor, whose address is P. O. Box 410, Northport, Alabama 35476. A meeting of the Director shall be held within three (3) days of the filing of this Certificate to prepare by-laws, elect officers and transact any other business that may come up at the meeting.

**ARTICLE VI
OFFICERS**

The officers of the Association shall consist of a President, Vice President, a Secretary and a Treasurer, any two or more of which may be held by one person, except that the President shall not be the Secretary. Each officer shall be elected or appointed at such time and in such manner and for such terms and shall have such powers and duties as may be prescribed in the By-Laws of the Association.

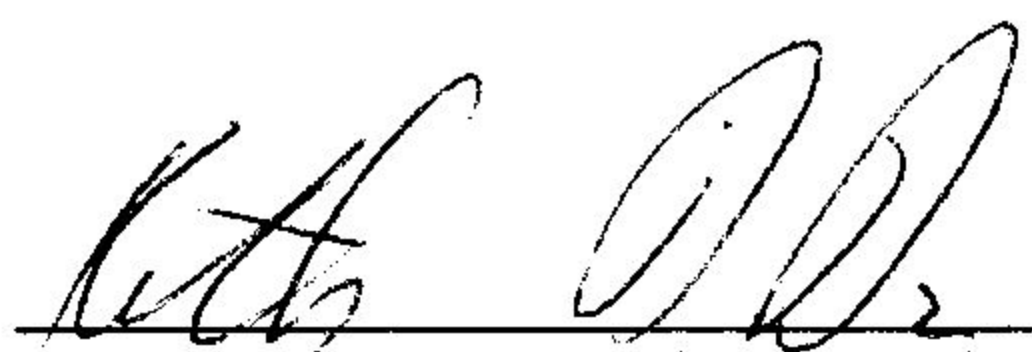
**ARTICLE VII
REGISTERED AGENT**

The registered agent of the Association shall be Gene R. Taylor. The registered address of the Association shall be 6801 McFarland Boulevard W., Northport, Alabama 35476.

**ARTICLE XIII
INDEMNIFICATION**

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been a director or officer at the time such expenses are incurred, or liabilities shall arise, except when the director or officer is adjudged to be guilty of willful misfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and not exclusive of all the rights to which such director or officer may be entitled. The directors shall be authorized to purchase directors' and officers' liability insurance providing coverage to the officers and directors of the Association at the expense of the Association.

In witness whereof, the undersigned organizer has executed this Certificate of Formation on this 14 day of December, 2015.



Kenneth D. Davis

**STATE OF ALABAMA
COUNTY OF TUSCALOOSA**

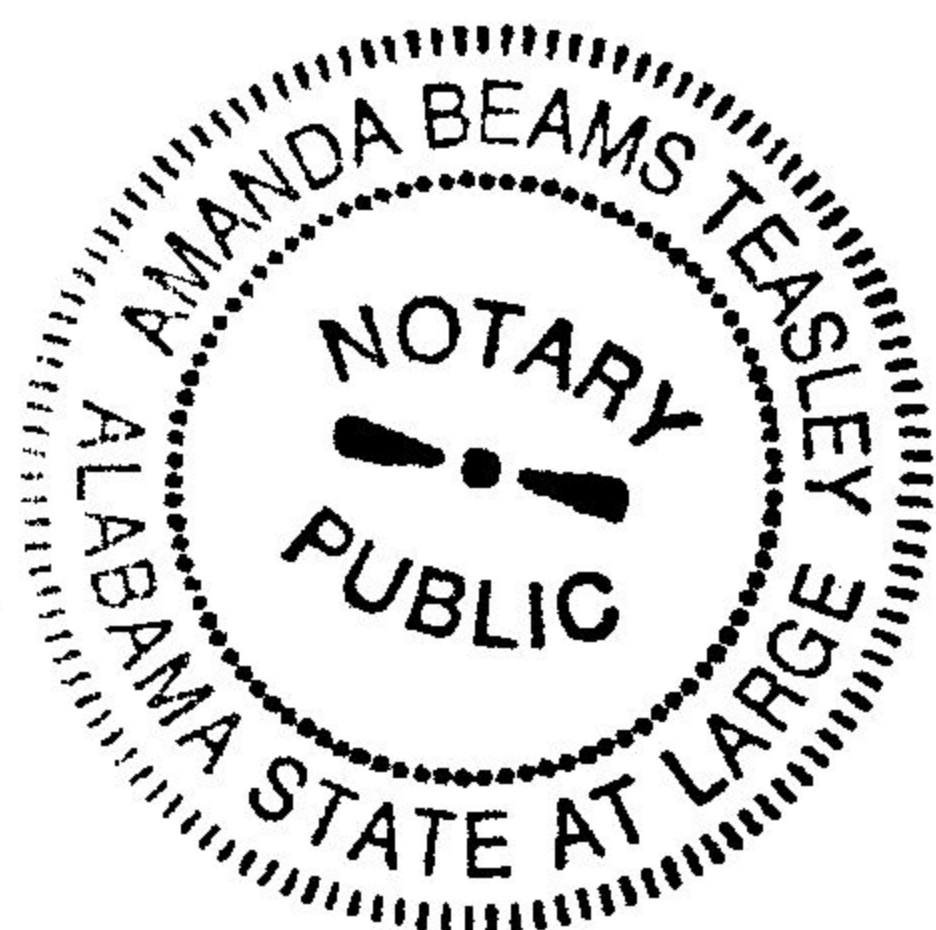
I, the undersigned authority, a Notary Public in and for said County and State, do hereby certify that **Kenneth D. Davis**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

In Witness Whereof, I hereunto set my hand and official seal on this the 14 day of December, 2015.



Notary Public

My commission expires:
01-23-18



John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Highgrove Owners' Association, Inc.

This name reservation is for the exclusive use of Kenneth D. Davis, 700 Towncenter Blvd., Suite 4, Tuscaloosa, AL 35406 for a period of one year beginning November 23, 2015 and expiring November 23, 2016



RES707307

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

November 23, 2015

Date

A handwritten signature in cursive script that reads 'J. H. Merrill'.

John H. Merrill

Secretary of State