

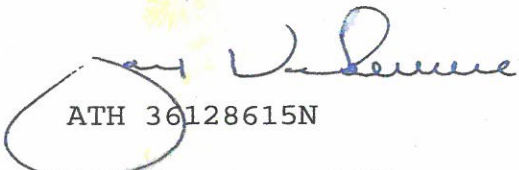
Jay Bardenne
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
the annexed transcript of

WESTMINISTER ESTATES HOMEOWNERS ASSOCIATION, INC.

Was prepared by and in this office from the record on file,
of which purports to be a copy, and that it is full, true
and correct.

In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,
March 21, 2007


ATH 36128615N

Secretary of State



ARTICLES OF INCORPORATION

OF

WESTMINISTER ESTATES HOMEOWNERS ASSOCIATION, INC.

STATE OF LOUISIANA

PARISH OF LIVINGSTON

BE IT KNOWN that on this 2nd day of March, 2006, before me, the undersigned Notary Public, duly commissioned and qualified in and for the Parish of Livingston, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the incorporator hereunder, who declared to me, Notary Public, in the presence of the undersigned competent witnesses, that, availing himself of the provisions of the Louisiana Nonprofit Corporation Law (La. R.S. 12:201 et seq.), he does hereby form and incorporate a nonprofit corporation under and in accordance with these articles of incorporation as follows:

ARTICLE 1

The name, style, and title of this corporation shall be:

Westminister Estates Homeowners Association, Inc.

and under that name it shall have and enjoy all the rights, advantages, and privileges granted by law to such corporations and shall enjoy perpetual existence.

ARTICLE 2

The purposes of this corporation are:

- a. to unite the property owners interested in the betterment of subdivision known as Westminister Estates with the intent of promoting its prosperity and general welfare, to include the beauty and cleanliness of the area as well as the health, safety and social and general welfare of its residents;

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- b. to gather, receive and disseminate such information as may seem helpful to the members;
- c. to enforce any and all covenants, restrictions, bylaws and agreements applicable to the subdivision;
- d. to represent its members in matters of litigation where common property and associated rights are involved;
- e. to own common property of the Subdivision;
- f. to fix and collect dues (or charges) to be levied by the corporation against all homeowners who become members of the association for the furtherance of the purposes stated; and
- g. to act in any matters that in the opinion of the Board of Directors pertain to the welfare and advancement of the community and generally to do any and all other things connected with or incidental to any of the purposes above specified and which a nonprofit corporation is permitted to do under the laws of Louisiana.

ARTICLE 3

The location and address of the registered office of the corporation is:

Westminister Estates Homeowners Association, Inc.
7700 Vincent Road
Denham Springs, LA 70726

The full name and post-office address of its registered agent is:

Saun A. Sullivan
7700 Vincent Road
Denham Springs, LA 70726

ARTICLE 4

This corporation is organized without capital stock. The membership shall be comprised of all lot owners of lots in the Westminster Estates subdivision situated in Livingston Parish, Louisiana. Each member shall be entitled to one vote on all matters coming before the membership.

ARTICLE 5

All of the corporate powers and authority of this corporation shall be vested in and exercised by a Board of Directors. The first Board of Directors shall consist of the persons listed in Article 6, who shall serve until resignation or election of their successors. The term of office, the qualifications, the method of nomination, and the time and manner of election of a member of the Board of Directors shall be as specified in the bylaws. Any director absent from a meeting of the Board of Directors may be represented by any other director who may cast the vote of the absent director according to written instructions, specific or general, of the absent director.

The corporation's annual meeting shall be held at such time and place as may be fixed by the Secretary, of which ten days notice by mail shall be given to all directors at their respective last known mailing addresses. Special meetings of the corporation may be held at such time and under such circumstances and with such notice as may be prescribed by the Board of Directors. Notices of meetings may be waived by unanimous consent. At every meeting of the corporation, each director shall have one vote, and any director may vote in person or by proxy appointed in writing. A majority of the directors shall constitute a quorum at any meeting of the corporation. All actions of the Board of Directors may be taken by written unanimous consent without a meeting.

The officers of the corporation shall be a President, a Secretary and a Treasurer, all of whom shall be elected by the Board of Directors at the corporation's annual meeting. The Board of Directors may provide that the same individual hold more than one office, and the Board may also provide for additional officers. Every officer shall hold office for one year, or until his or her successor is duly elected and qualified. Any vacancy or vacancies occurring in any office may be filled until the next annual meeting of the corporation by vote of the directors, even though the remaining directors at the time such vacancies occur do not constitute a quorum or majority of the Board of Directors. Any officer may be removed at any time by a majority vote of the directors.

The Board of Directors may provide for such committees as it sees fit and may delegate to such committees such powers as it shall deem proper.

ARTICLE 6

The names and mailing addresses of the first Board of Directors are:

Saun A. Sullivan
7700 Vincent Road
Denham Springs, LA 70726

ARTICLE 7

This charter may be amended or the corporation may be dissolved by a two-thirds vote of the members present at any regular meeting of the corporation or any special meeting called for that purpose; provided that notice of the proposed amendment or dissolution shall be given by mail ten (10) days in advance to all members of the corporation at their respective last known post office addresses, unless such notice be waived.

ARTICLE 8

No part of net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay a reasonable reimbursement for expenses incurred and to make payments and distributions for the furtherance of the purposes set forth above. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986. The corporation shall exercise and enjoy all powers incident to a corporation consistent with the objects and purposes herein expressed and needful and property for its government support.

ARTICLE 9

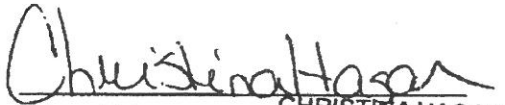
No member or director of this corporation shall be held financially liable or responsible for contracts, debts or defaults of this corporation, nor shall any mere informality in organization have the effect of rendering these articles null or of exposing the members to any liability. If a member or director incurs any expense or financial loss directly resulting from any action or omission in good faith, the corporation shall indemnify the member or director of any expenses or losses thus incurred.


ARTICLE 10

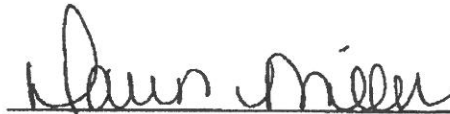
The duration of this corporation shall be perpetual.

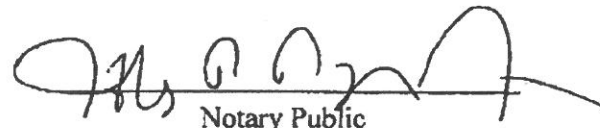
THUS DONE AND PASSED, in my notarial office at Denham Springs, Louisiana, on the day, month, and year first hereinabove written, in the presence of the undersigned competent witnesses, who hereunto sign their names with the said appearer, and me, Notary, after reading of the whole.

WITNESSES:


Printed Name: CHRISTINA HAGAN

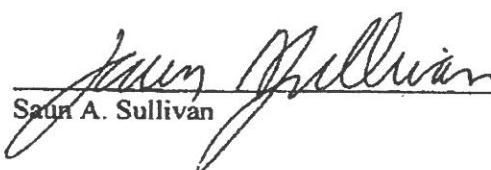

Shaun A. Sullivan, Incorporator


Printed Name: DAWN MILLER


Notary Public
Printed Name: JEFFERY P. PURPERA, JR.
ID #68552
LSBA or Notary No. _____

AGENT'S AFFIDAVIT AND ACKNOWLEDGMENT OF ACCEPTANCE

I hereby acknowledge and accept the appointment of registered agent for and on behalf of
the Westminster Estates Homeowners Association, Inc.


Shaun A. Sullivan

SWORN TO AND SUBSCRIBED

before me this 2nd day of March, 2006.


NOTARY PUBLIC

JEFFERY P. PURPERA, JR.
ID #68552

Jay Dardenne
Secretary of State



**NOTICE OF CHANGE OF REGISTERED OFFICE
AND/OR CHANGE OF REGISTERED AGENT**

(R.S. 12:104 & 12:236)

Enclose \$25 filing fee
Domestic Corporation (Business or Non Profit)
Make remittance payable to
Secretary of State
Do Not Send Cash

Return to: Commercial Division
P. O. Box 94125
Baton Rouge, LA 70804-9125
Phone (225) 925-4704
Web Site: www.sos.louisiana.gov

Corporation Name WESTMINISTER ESTATES HOMEOWNERS ASSOCIATION, INC.

CHANGE OF LOCATION OF REGISTERED OFFICE

Notice is hereby given that the Board of Directors of the above named corporation has authorized a change in the location of the corporation's registered office. The new registered office is located at _____

26110 Big Ben Drive, Denham Springs, LA 70726

Robin Standard
To be signed by an officer or a director
Robin Standard

3/6/07

Date

CHANGE OF REGISTERED AGENT(S)

Notice is hereby given that the Board of Directors of the above named corporation has authorized the change of the corporation's registered agent(s). The name(s) and address(es) of the new registered agent(s) is/are as follows _____

Robin Standard

26110 Big Ben Drive

Denham Springs, LA 70726

Robin Standard
President, Vice President or Secretary
Robin Standard

3/6/07

Date

AGENT'S ACCEPTANCE AND ACKNOWLEDGEMENT OF APPOINTMENT

I hereby acknowledge and accept the appointment of registered agent(s) for and on behalf of the above named corporation

Robin Standard
ROBIN STANDARD

Sworn to and subscribed before me, the undersigned Notary Public, on this date March 6, 2007
NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY # _____

Donald L. Miers Jr.

Notary Signature

Donald L. Miers Jr. (LSBA#26687)

30402215

WESTMINISTER ESTATES HOMEOWNERS ASSOCIATION, INC.
26110 Big Ben Drive
Denham Springs, Louisiana 70726

March 6, 2007

Secretary of State
Commercial Division
P. O. Box 94125
Baton Rouge, Louisiana 70804-9125

RE: Westminister Estates Homeowners Association, Inc.

Dear Sir:

Pursuant to company by-laws, please be advised that the Westminister Estates Homeowners Association, Inc. has elected the following named individuals of said corporation, effective the date of this correspondence:

- | | | |
|----|---|---------------------------------|
| 1. | Robin Standard
26110 Big Ben Drive
Denham Springs, LA 70726 | President and Board Member |
| 2. | Thomas Pinckard
26064 Wimbledon
Denham Springs, LA 70726 | Vice-President and Board Member |
| 3. | Misty Sorrell
26046 Wimbledon
Denham Springs, LA 70726 | Secretary and Board Member |
| 4. | Holly Bonnette
26102 Big Ben
Denham Springs, LA 70726 | Treasurer and Board Member |

Members of the Board of Directors:

1. James Turner
11322 Windsor Avenue
Denham Springs, LA 70726

Secretary of State

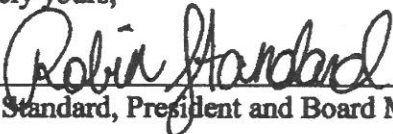
March 6, 2007

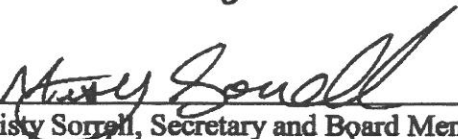
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2. Robert Hauptman
11325 Windsor Avenue
Denham Springs, LA 70726
3. Dallas LeBlanc
26058 Wimbledon
Denham Springs, LA 70726
4. Brian Crocker
26013 Coronation Drive
Denham Springs, LA 70726
5. Monica Ragusa
11349 Windsor
Denham Springs, LA 70726

Please file this notice and return a file stamped copy of same to this writer. I am enclosing a check in the amount of \$25.00 representing payment of the filing fees. Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

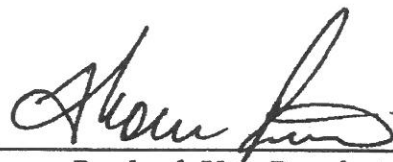

Robin Standard, President and Board Member


Misty Sorrell, Secretary and Board Member


James Turner, Board Member


Dallas LeBlanc, Board Member


Monica Ragusa, Board Member


Thomas Pinckard, Vice-President and Board Member


Holly Bonnette, Treasurer and Board Member


Robert Hauptman, Board Member


Brian Crocker, Board Member

WESTMINISTER ESTATES HOMEOWNERS ASSOCIATION, INC.

**7700 Vincent Road
Denham Springs, Louisiana 70726**

March 6, 2007

Secretary of State
Commercial Division
P. O. Box 94125
Baton Rouge, Louisiana 70804-9125

RE: Westminister Estates Homeowners Association, Inc

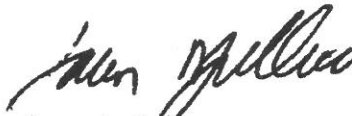
Dear Sir:

Pursuant to company by-laws, please be advised that the following officer has resigned as Director of Westminister Estates Homeowners Association, Inc., effective the date of this correspondence:

Saun A. Sullivan
7700 Vincent Road
Denham Springs, Louisiana 70726

Please file this notice and return a file stamped copy of same to this writer. I am enclosing a check in the amount of \$25.00 representing payment of the filing fees. Should you have any questions, please do not hesitate to contact me.

Sincerely yours,


Saun A. Sullivan

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