

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SYLVAN LAKE FALLS
HOMEOWNERS ASSOCIATION, INC.

The undersigned parties of these Articles associate themselves for the purpose of forming a corporation not for profit under the provisions of the Georgia Non-Profit Code.

ARTICLE I

Name and Definition

The name of the corporation shall be THE SYLVAN LAKE FALLS HOMEOWNERS ASSOCIATION, INC. as stated in the charter hereafter referred to as the "Association".

ARTICLE II

Purpose

To maintain and preserve the beauty, desirability and maintenance of properties of its members,

Improvement and management of the roads and the water system for the benefit of Sylvan Lake Falls subdivision; and the developed properties now serviced in Wolfork Valley areas contiguous thereto; and or additional properties to be developed and or annexed thereto in the future.

To engage in any lawful business related thereto, and to engage in any lawful act or activity for which the corporation may be organized under the Georgia non-profit code.

To protect and defend the association in any matter detrimental to it against any developer, government agencies, general public, or whomever.

ARTICLE III

The powers of the Association shall include and shall be governed by the following provisions:

1. GENERAL:

The Association shall have all of the common-law powers of a corporation not for profit under the laws of Georgia that are not in conflict with the terms of these Articles.

2. ENUMERATION:

The Association shall have all the powers and duties reasonably necessary to operate and fulfill the purpose of this Declaration, including but not limited to the following:

a. To make and collect assessments against unit property owners of record located in Sylvan Lake Falls Subdivision.

b. To make and collect assessments against consumers of water provided by the services of the Association's water system.

c. To make and collect assessments against owners of developed property using the private roads and or common elements of the Association.

d. To use the proceeds of the assessments and charges in the exercise of its powers and duties.

e. To maintain, repair, replace and operate the common elements.

f. To purchase insurance for the protection of the Association's property and provide board members liability protection in the execution of their duties as elected officials.

g. To enforce by legal means the provisions of these Articles, the Bylaws of the Association, and the REstriction for the use of property.

h. To reconstruct and repair improvements after casualty losses to common elements.

i. To contract for management or operation of portions or all of the common elements susceptible to separate management or operation.

j. To employ personnel to perform the services required for the operation of the common elements of the Association.

3. LIMITATIONS:

The powers of the Association shall be subject to membership approval in transactions involving capital improvements.

ARTICLE IV

Members

1. MEMBERSHIPS:

Membership in the Association shall be mandatory for all owners of the private property located in the metes and bounds of Sylvan Lake Falls Subdivision as established by recordings in the public records of Rabun County, Georgia.

2. ASSOCIATE MEMBERSHIP:

Persons subject to assessments by the Association for services rendered who are not residents of Sylvan Lake Falls Subdivisions as established by recordings in the public records of Rabun County, Georgia.

3. VOTING:

A member of the Association shall have one vote per home in person or by proxy.

a. Lot owners shall have one vote regardless of the number of lots owned.

b. Home owners who have lots in addition to the one built on shall only have one vote.

ARTICLE V

Directors

1. NUMBER AND QUALIFICATION: The affairs of the Association shall be managed by a board consisting of the number of directors of the board as determined by the Bylaws, but not less than three directors.

2. DUTIES AND POWERS: All of the duties and powers of the Association existing under these Articles and the Bylaws shall be exercised exclusively by the board of directors, but subject to approval by the members of the Association when that is specifically required.

3. ELECTION AND REMOVAL: Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the board of directors shall be filled in the manner approved by the Bylaws.

4. FIRST DIRECTORS: The initial Board of Directors shall consist of six (6) members as identified:

Chet Sims
P. O. Box 148
Mountain City, GA 30562

Jim Casey
Route 1, Box 433
Rabun Gap, GA 30568

Leonard C. Bollinger
Route 1 Box 477
Rabun Gap, GA 30568

Elbert Baggett
Route 1, Box 484
Rabun Gap, GA 30568

Roger Carlson
Route 1, Box 446
Rabun Gap, GA 30568

Sue Anne Pierce
1634 Poinsettia Dr.
Fort Lauderdale, FL
33305

ARTICLE VI

Bylaws

The first Bylaws of the Association shall be adopted by the Association membership in the manner provided by the Bylaws.

ARTICLE VII

Amendments

1. NOTICE: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

2. RECORDING: A copy of each amendment shall be filed with, accepted and certified by the Secretary of the State of Georgia and be recorded in the public records of Rabun County, Georgia.

ARTICLE VIII

Term

The term of the Association shall be perpetual.

ARTICLE IX

Office

The Association shall have an office at Dogwood Circle, Sylvan Lake Falls, P. O. Box 483, Mountain City, Georgia 30562.

ARTICLE X

Subscribers

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Chet Sims
P. O. Box 148
Mountain City, GA 30562

Leonard C. Bollinger
Route 1 Box 477
Rabun Gap, GA 30568

Roger Carlson
Route 1, Box 446
Rabun Gap, GA 30568

Jim Casey
Route 1, Box 433
Rabun Gap, GA 30568

Elbert Baggett
Route 1, Box 484
Rabun Gap, GA 30568

Sue Anne Pierce
1634 Poinsettia Dr.
Fort Lauderdale, FL
33305

V. D. STOCKTON

ATTORNEY FOR PETITIONER

(SEE ATTACHED)