

ARTICLES OF INCORPORATION
OF
WESTRIDGE SUBDIVISION HOMEOWNERS' ASSOCIATION, INC.

Article 1.

The name of the corporation is: WESTRIDGE SUBDIVISION HOMEOWNERS' ASSOCIATION, INC.

Article 2.

The corporation shall have perpetual duration.

Article 3.

The corporation is organized pursuant to the Georgia Nonprofit Corporation Code and is organized exclusively to support and promote fellowship among neighbors, to preserve and improve property through a community effort, and to initiate interest and provide knowledge of all community opportunities.

Article 4.

The corporation shall have members as prescribed in the bylaws of the corporation, as the same may be amended from time to time.

Article 5.

The affairs of the corporation shall be managed by a Board of Directors, the members of which must be members or agents of members of the corporation. The initial Board of Directors shall serve until their successors have been duly elected and qualify. The number and method of the election of the directors shall be as provided in the bylaws of the corporation, as the same may be amended from time to time.

Article 6.

The initial registered office shall be located at 26 North Main Street, Statesboro, Bulloch County, Georgia 30458. The initial registered agent of the corporation shall be George H. Rountree.

Article 7.

The name and address of the incorporator is George H. Rountree, 26 North Main Street, Statesboro, Bulloch County, Georgia 30458.

Article 8.

The mailing address of the initial principal office of the corporation is 26 North Main Street, Statesboro, Bulloch County, Georgia 30458.

Article 9.

a) To the fullest extent permitted, and not otherwise prohibited, by the Georgia Nonprofit Corporation Code as the same may be amended from time to time, the Corporation shall indemnify every officer and member of the Executive Board against any and all reasonable expenses (including, but not limited to, reasonable attorneys' fees) incurred by or imposed upon such officer or member of the Executive Board in connection with any threatened, pending or completed action, suit or other proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal (including, without limitation, the settlement of any such action, suit or proceeding, if approved by the then-existing Executive Board) to which he or she may be made a party by reason of being or having been an officer or member of the Executive Board of the Corporation, whether or not such person is an officer or member of the Executive Board of the Corporation at the time such expenses are incurred. The officers and members of the Executive Board of the Corporation shall have no personal liability with respect to any contract, borrowing or other commitment made by them, in good faith, on behalf of the corporation and the Corporation shall, to the extent not prohibited by applicable law, indemnify and forever hold each such officer and member of the Executive Board free and harmless from and against any and all liability to others on account of any such contract, borrowing or commitment.

b) Expenses incurred by any person who was or is a party or who is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal, by reason of the fact that he or she is or was an officer or member of the Executive Board of the Corporation in defending such action, suit or proceeding, shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized hereunder or under the applicable law.

c) Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or member of the Executive board, or former officer or member of the Executive Board, may be entitled, and such indemnification shall inure to the benefit of the heirs, executors and administrators of such indemnified person. The Corporation may purchase and maintain officers' and directors' liability insurance on behalf of any such person. If such insurance is not available, or is not obtainable at a cost that the Executive Board determines to be reasonable, the Executive Board may otherwise reserve or fund the obligations set forth in this section.

d) Indemnification pursuant to the Article 8 shall only be allowed if the officer or member of the Executive Board acted in a manner he believed in good faith to be in, or not

opposed to, the best interests of the Corporation; and, in the case of a criminal proceeding, the officer or director had no reasonable cause to believe his or her conduct was unlawful.

UNDERTAKING TO PUBLISH NOTICE OF FILING

Pursuant to O.C.G.A. § 14-2-201.1 of the Georgia Business Corporation Code, the undersigned hereby warrants and represents that:

1.

He is acting as the incorporator of a corporation to be incorporated, concurrently with the delivery of this Undertaking to the Office of the Secretary of State, pursuant to the provisions of the Georgia Business Corporation Code (the "Code") and to be known as "Westridge Subdivision".

2.

The registered agent of the corporation is located in Bulloch County, Georgia.

3.

No later than one business day after the date of filing these Articles of Incorporation, the undersigned shall deliver a notice of incorporation to the Statesboro Herald for publication in accordance with subsection (b) O.C.G.A § 14-2-201.1.

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal to these Articles of Incorporation this ____ day of March 2008.

George H. Rountree
Incorporator