

AMENDED AND RESTATED CHARTER

of

PINE BLUFF PROPERTY OWNERS ASSOCIATION

Be it known that the undersigned do hereby apply for an Amended and Restated Charter of Incorporation, superseding the original Charter of Incorporation issued by the Secretary of State of the State of Tennessee on May 17, 1976, under the authority granted by §48-1105 (1) - (6) and §48-1106 (now §48-51-101 through §48-68-105), Tennessee Code Annotated, and which also is of record in Trust Deed Book 248, page 933, Register's Office of Franklin County, Tennessee.

1. The name of the corporation shall be PINE BLUFF PROPERTY OWNERS ASSOCIATION.
2. This corporation is a mutual benefit corporation.
3. This corporation is not a religious corporation.
4. The address of the corporation's registered office in Tennessee is 120 West Paradise Drive, Winchester, Franklin County, Tennessee 37398. (The USPS mailing address is P. O. Box 802, Winchester, Tennessee 37398.)
5. The name and addresses of the officers of the corporation are:

President:	Don Curty, 120 West Paradise Drive, Winchester, TN 37398
Vice President:	Dale Stevens, 374 Ridgefield Drive, Winchester, TN 37398
Secretary:	Carol Wiel, 240 Ridgefield Drive, Winchester, TN 37398
Treasurer:	Bill Kuhar, 163 Ridgefield Drive, Winchester, TN 37398
Director:	Geraldine McDaniel, 249 Ridgefield Drive, Winchester, TN 37398
Director:	Jim Strite, 320 Ridgefield Drive, Winchester, TN 37398
Director:	Open (Director has resigned and left area.)
6. The address of the corporation's principal office is 120 West Paradise Drive, Winchester, TN 37398. (The USPS mailing address is P. O. Box 802, Winchester, Tennessee 37398.)
7. This corporation is a non profit corporation.
8. This corporation will have members.
9. The members of the corporation may voluntarily vote to surrender the charter and dissolve this corporation at anytime by the conveyance of all of its assets to the State of Tennessee, Franklin County, a municipality within Franklin County, another governmental agency authorized to receive said assets, or to another corporation holding a similar charter from the State of Tennessee organized not for profit with purposes similar to those stated herein, first providing for corporate debts. If at anytime the officers, directors, and members fail to meet and function for a period of five or more years, any one or more persons eligible for membership herein shall be permitted by publication of notice in a newspaper of general circulation in Franklin County call a meeting of all interested parties for the purpose of reactivating the corporation, or dissolving the same and surrendering the charter under the prevailing laws of the State of Tennessee.
10. The purpose of this corporation shall be to initiate and implement worthwhile programs of community interests, maintenance and improvement of common grounds and facilities in accordance with the bylaws of this corporation.

11. Eligibility for membership in the corporation shall be evidenced by record of ownership of property located in the Pine Bluff Cabin Sites Subdivision as determined by deeds recorded in the office of the Register of Franklin County, Tennessee. The owner or co-owners of property in the subdivision shall be eligible for a single membership. Voting privileges associated with active and current membership as well as the amount of dues required for membership will be as provided for in the corporation's bylaws.
12. The active membership of the corporation shall have the authority to alter and amend the bylaws of the corporation, which articles shall include, but not necessarily be limited to, Membership; Payment of Dues; Assessments; Officers; Directors; Responsibilities of the President, Vice President, Secretary, Treasurer; Meetings; Voting Rights; Nominations & Elections; Use of Outlot A and to the water rights of lots 27-31; and Changes to Corporation Charter and Bylaws; as provided for in the bylaws of the corporation. The Board will be responsible for the management and maintenance of Outlot B.
13. Neither the means, assets, income or property of the corporation shall be employed, directly or indirectly for the personal and private profit of any member or other person, but on the contrary shall be used only to accomplish the legitimate and legal purposes for which this corporation has been created. Membership may be withdrawn from the corporation at any time. Members who withdraw shall no longer benefit from membership in the corporation or benefit from the activities of the corporation as defined by the bylaws of this corporation. There shall be no individual liability against the members of the corporation debts, but the entire corporation property shall be liable for the claims of creditors.

This amended and restated charter was adopted by the membership of the corporation at a annual meeting held on _____, 1998, at _____ by a vote of ____ to ____, and therefore supersedes the original charter of May 17, 1976.

PINE BLUFF PROPERTY OWNERS ASSOCIATION

By _____, President

ATTEST:

_____, Secretary

CERTIFICATE

The restatement of the Charter of the Pine Bluff Property Owners Association contains amendments requiring approval of the members, the information required by §48-60-105, Tennessee Code Annotated, but did not contain a amendment requiring approval by a person whose approval is required pursuant to §48-60-301, Tennessee Code Annotated.

PINE BLUFF PROPERTY OWNERS ASSOCIATION

By _____, President

ATTEST:

_____, Secretary

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STATE OF TENNESSEE

COUNTY OF FRANKLIN

Personally appeared before me, the undersigned, a Notary Public in and for the above State and County, the within named officers of the Pine Bluff Property Owners Association, Don Curty, President, and Carol Wiel, Secretary, with whom I am personally acquainted, and who acknowledged that they executed the within Amended and Restated Charter on the behalf of the membership of the Association for the purposes therein contained and expressed.

WITNESS my hand and official seal at office in _____, Tennessee, this _____ day of _____, 1998.

NOTARY PUBLIC

My commission expires _____.