

Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 05/14/01
REQUEST NUMBER: 4201-0130
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 05/14/01 1300
EFFECTIVE DATE/TIME: 05/14/01 1300
CONTROL NUMBER: 0408073

TO:
JOHN T. COOK, P.C.
2927 BERRY HILL DR.

NASHVILLE, TN 37204

Record B:
68 Ps

RE:
POPLAR GROVE TOWNHOUSE CORPORATION
CHARTER - NONPROFIT

CONGRATULATIONS UPON THE INCORPORATION OF THE ABOVE ENTITY IN THE STATE OF TENNESSEE, WHICH IS EFFECTIVE AS INDICATED.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE CORPORATION'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH THE WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE DISSOLUTION.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: CHARTER - NONPROFIT

ON DATE: 05/14/01

FROM:
JOHN T. COOK, P.C.
2927 BERRY HILL DR.

NASHVILLE, TN 37204-0000

	FEE	
RECEIVED:	\$100.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$100.00
RECEIPT NUMBER:	00002880804	
ACCOUNT NUMBER:	00203911	



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

**CHARTER
OF
POPLAR GROVE TOWNHOUSE CORPORATION**

FILED

RECEIVED
STATE OF TENNESSEE
01 MAY 14 PM 1:03

RILEY DARHELL
SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation under the Tennessee Not-for-Profit Corporation Act, adopts the following Charter for such corporation:

1. The name of the corporation is Poplar Grove Townhouse Corporation.
2. This corporation is a mutual benefit corporation.
3. The street address of the initial registered office of the corporation is 700 Craighead Street, Suite 305, Nashville, Davidson County, Tennessee 37204, and the initial registered agent for the corporation at that office is Carl A. Neuhoff, Jr.
4. The name and address of the incorporator is:

Carl A. Neuhoff, Jr.
700 Craighead Street
Suite 305
Nashville, TN 37204

Record B
68 Ps
5. The street address of the principal office of the corporation is 700 Craighead Street, Suite 305, Nashville, Davidson County, Tennessee 37204.
6. The corporation is not-for-profit.
7. The corporation shall have members. The members of the corporation shall be the owners of units of Poplar Grove Townhomes, a Horizontal Property Regime with Private Elements, Rutherford County, Tennessee. Upon the conveyance or transfer of the ownership interest in a unit of the horizontal property regime, the new owner or owners shall succeed to the former owner's or owners' membership, and the membership of the former owner or owners shall terminate.
8. To the extent allowed by the laws of the State of Tennessee, no present or future director of the corporation (or his or her estate, heirs and personal representatives) shall be liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director of the corporation. Any liability of a director (or his or her estate, heirs and person representatives) shall be further eliminated or limited to the fullest extent allowed by the laws of the State of Tennessee, as may hereafter be adopted or amended.
9. With respect to claims or liabilities arising out of service as a director or officer of the corporation, the corporation shall indemnify and advance expenses to each present and future director and officer (and his or her estate, heirs and personal representatives) to the fullest extent

allowed by the laws of the State of Tennessee, both as now in effect and as hereafter adopted or amended.

10. The purposes for which the corporation is organized are: to operate a horizontal property regime management association solely to provide for the acquisition, construction, management, maintenance and care of association property and activities; and generally to engage in any other lawful endeavor, or activity in furtherance of the foregoing, so long as such endeavor or activity does not prevent the corporation from being, or maintaining its status as, a homeowners association as defined by Section 528(c)(1) of the Internal Revenue Code of 1986 or corresponding section of any future federal income tax code.

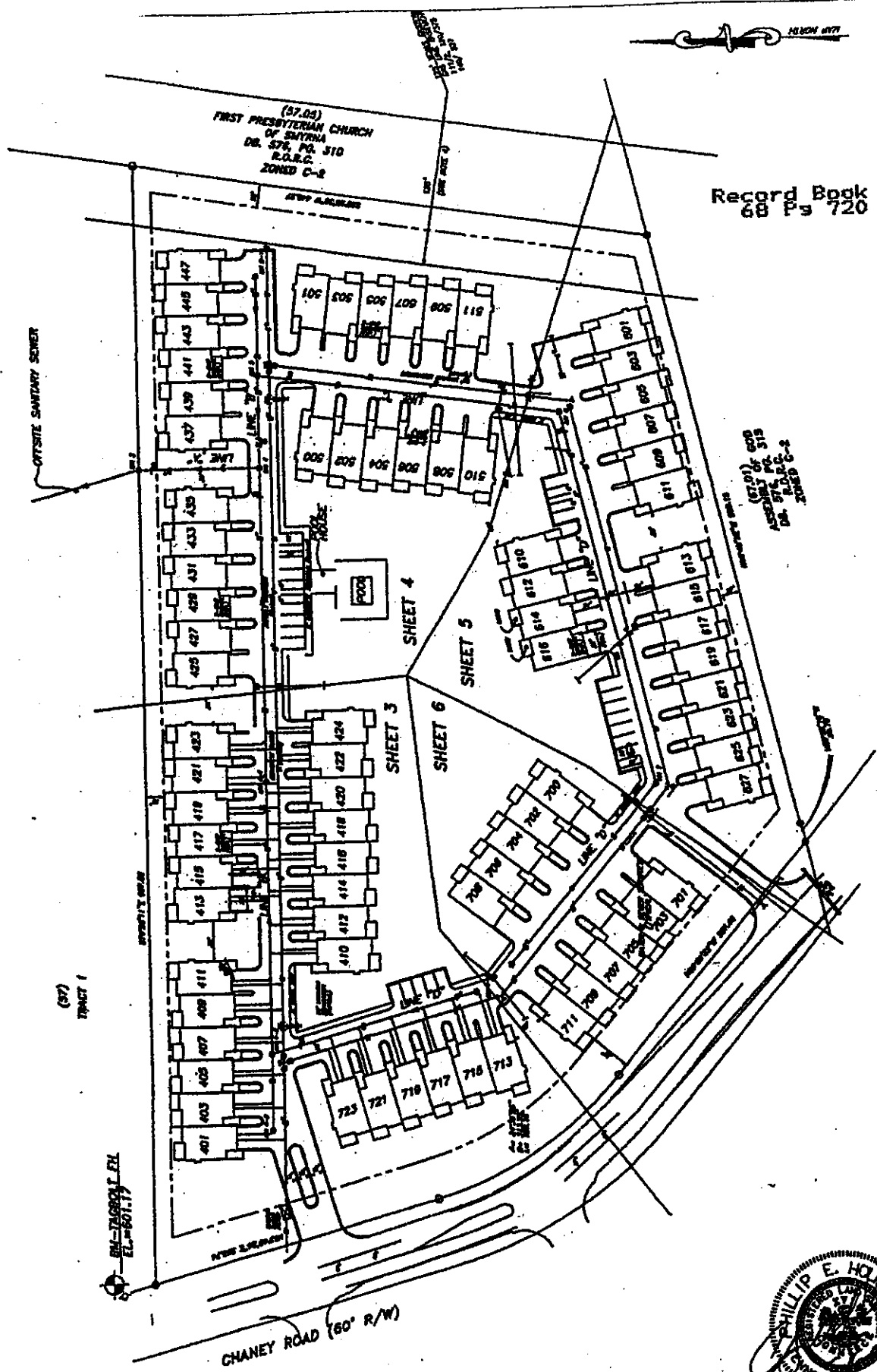
11. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members or other private individuals or person, except that the corporation shall be authorized and empowered to (a) pay reasonable compensation for goods and services rendered, (b) rebate excess membership dues, fees or assessments, and (c) make payments in furtherance of the purposes set forth in the paragraph just above.

12. Upon the dissolution of the corporation, all assets of the corporation shall be distributed to a non-profit organization with purposes similar to those of the corporation. Such organization to be chosen by the Board of Directors of the corporation as part of the plan of dissolution of the corporation.

DATED as of this 11th day of May, 2001.


 Carl A. Neuhoff, Jr., Incorporator

Jennifer H Gerhart, Resist
 Rutherford County Tennessee
 Rec #: 258026 Instrument 1
 Rec'd: 5.00 NBK: 60 Pg
 State: 0.00
 Clerk: 0.00 Recorded
 EDP: 2.00 5/17/2001 at 9
 Total: 7.00 in Record B
 68 Pages 727



Record Book
68 Pg 720

(37) 605
ASSEMBLY PG. 315
DA. 576 P.C. 2
ZONED C-2

(37)
TRACT 1

DA-TAGGON I FL
EL=601.75

CHANEY ROAD (60' R/W)



Exhibit "C"
Page 1 of 6

VOLUNTEER SURVEYING

800 WEST IRIS DRIVE NASHVILLE, TENNESSEE 37204
PHONE (615) 385-8588 FAX (615) 385-0840

TOWNHOUSE EXHIBIT
POPLAR GROVE TOWNHOUSES
3RD CIVIL DISTRICT - RUTHERFORD COUNTY - TN

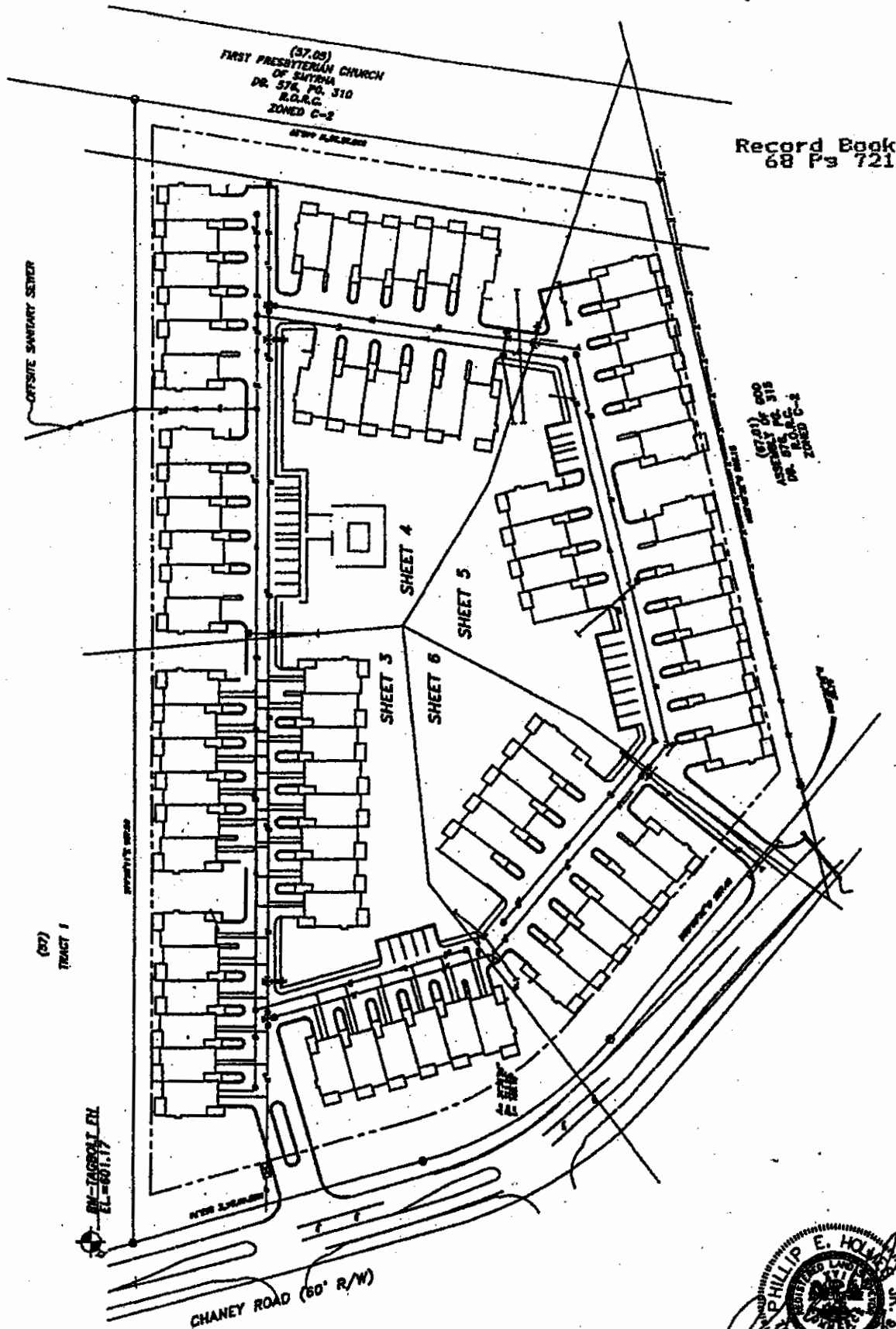
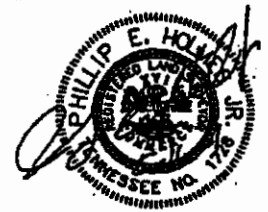


Exhibit "C"
 Page 2 of 6



VOLUNTEER
 SURVEYING

808 WEST HRS DRIVE NASHVILLE, TENNESSEE 37204
 PHONE (615) 385-5500 FAX (615) 385-0840



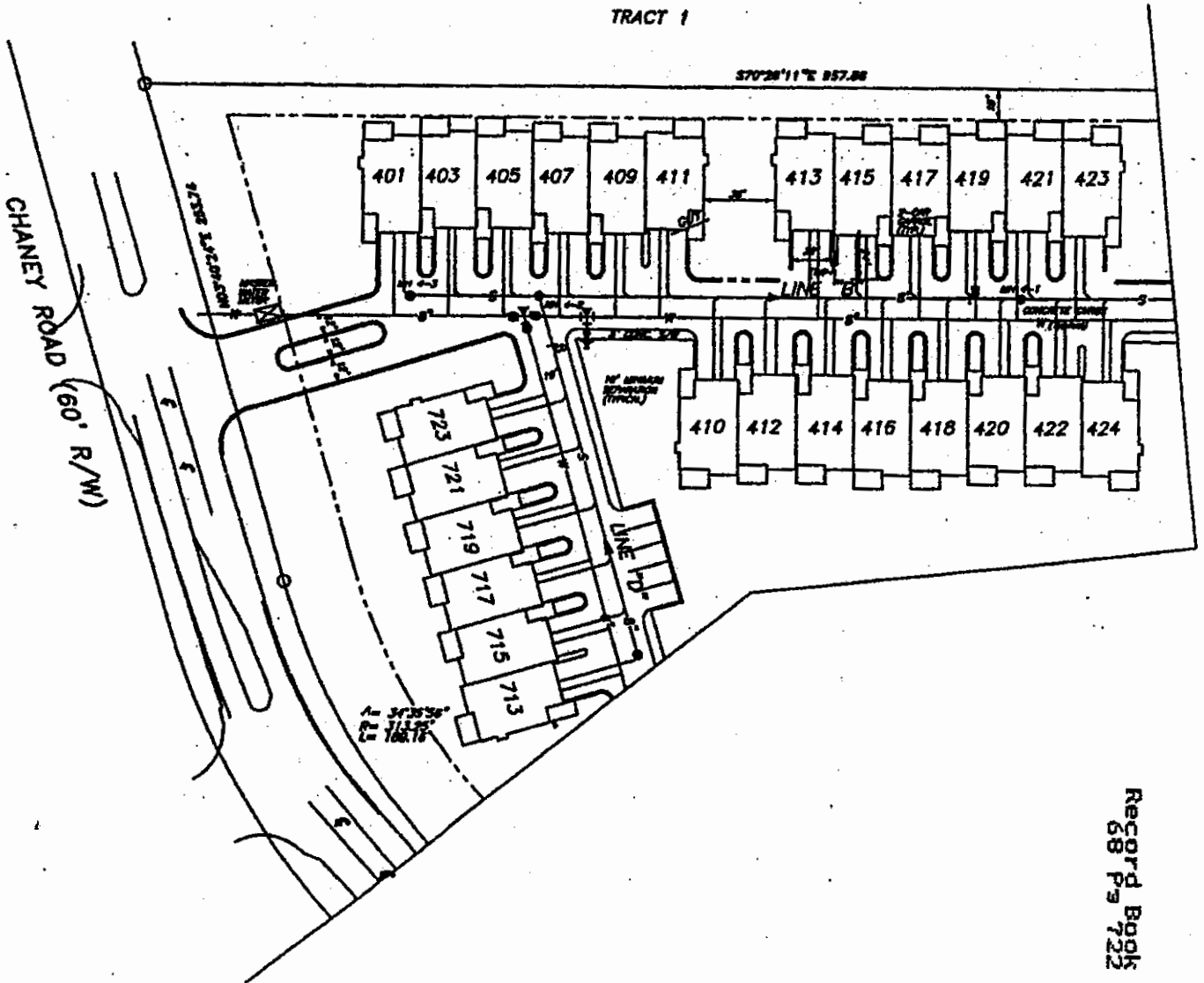
TOWNHOUSE EXHIBIT
POPLAR GROVE
TOWNHOUSES

3RD CIVIL DISTRICT - RUTHERFORD COUNTY - TN



Record Book
68 Pg 722

(57)
TRACT 1



**VOLUNTEER
SURVEYING**
808 WEST 4TH AVENUE NASHVILLE, TENNESSEE 37204
PHONE (615) 255-5566 FAX (615) 255-0840

Exhibit "C"
Page 3 of 6



**TOWNHOUSE EXHIBIT
POPLAR GROVE
TOWNHOUSES**
SBD CIVIL DISTRICT - RUTHERFORD COUNTY - TN



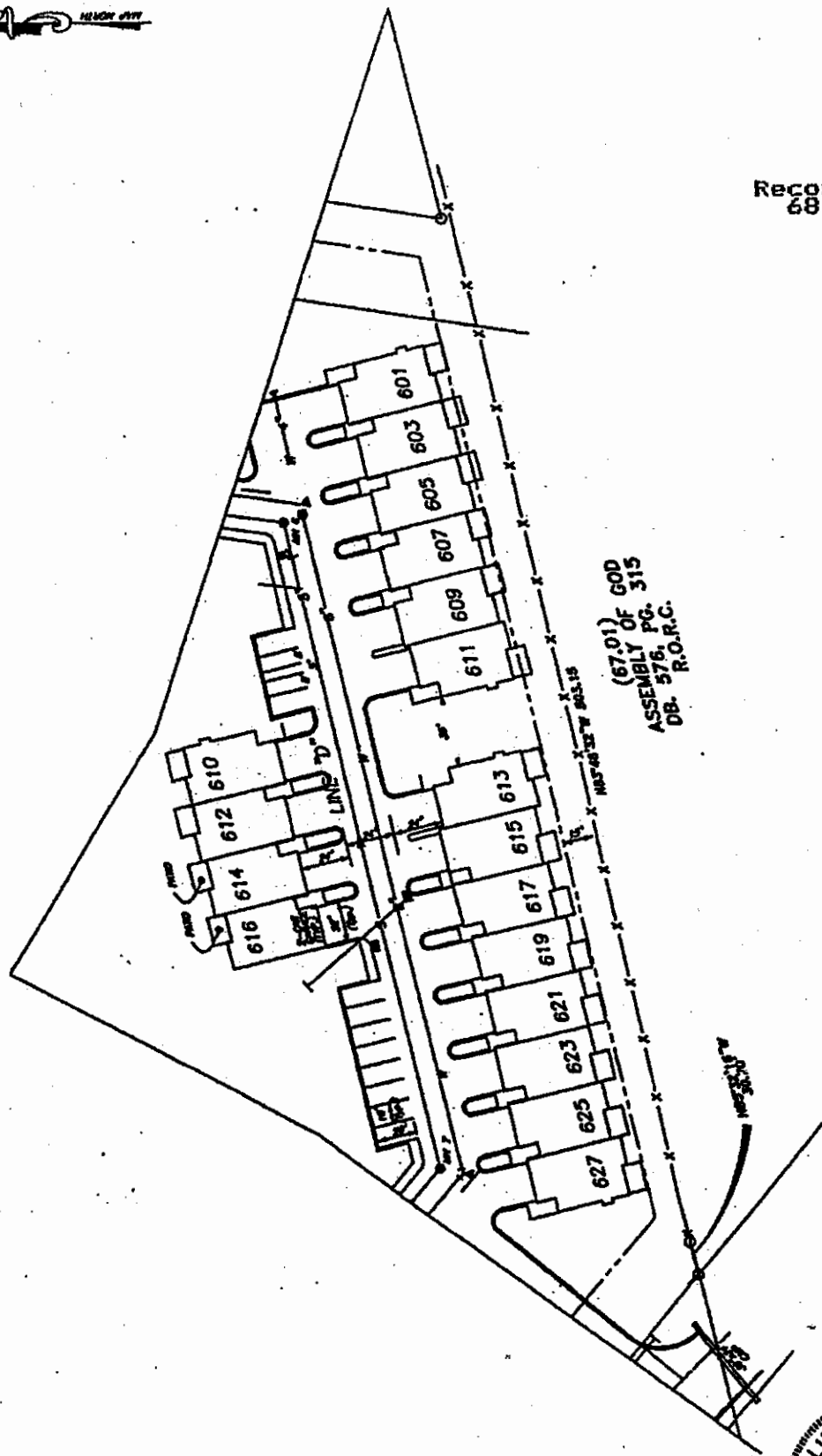
VOLUNTEER SURVEYING

808 WEST HRS DRIVE NASHVILLE, TENNESSEE 37204
PHONE (615) 385-5588 FAX (615) 385-0840

3RD CIVIL DISTRICT - RUTHERFORD COUNTY - TN



Record Book
68 Ps 724



(67.01) OF GOD
ASSEMBLY PG. 315
DB. 576, R.O.R.C.

Exhibit "C"
Page 5 of 6



VOLUNTEER SURVEYING

808 WEST HHS DRIVE NASHVILLE, TENNESSEE 37204
PHONE (615) 385-5588 FAX (615) 385-0840

TOWNHOUSE EXHIBIT
POPLAR GROVE TOWNHOUSES
3RD CIVIL DISTRICT - RUTHERFORD COUNTY - TN



Record Book
68 Ps 725

Jennifer M Gerhart, Register
Rutherford County Tennessee
Rec #: 258023 Instrument 1061133
Rec'd: 212.00 HBK: 60 Ps 199
State: 0.00
Clerk: 0.00
EDP: 2.00
Total: 214.00
Recorded
5/17/2001 at 9:00 am
in Record Book
68 Pages 673-725

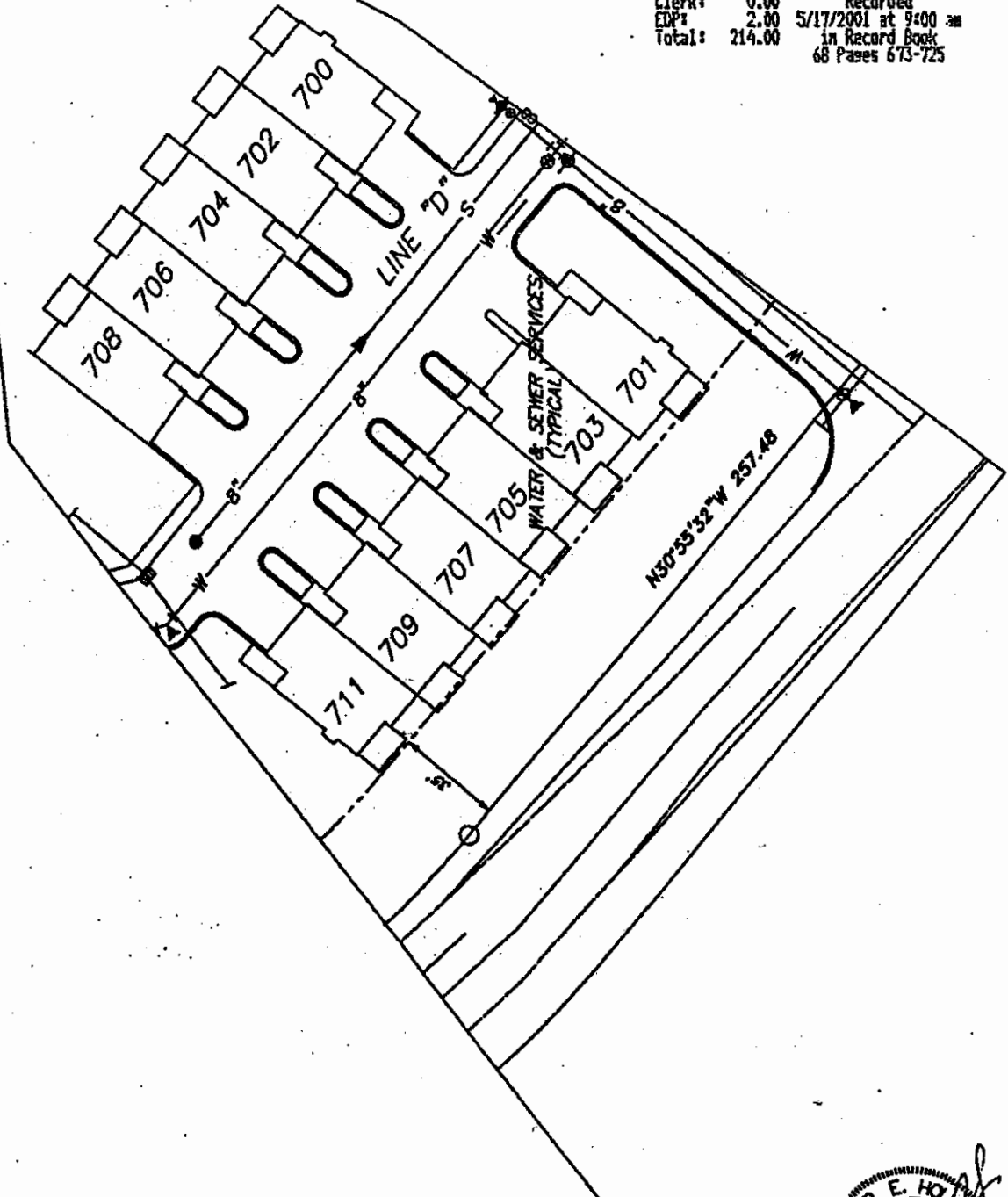


Exhibit "C"
Page 6 of 6