

Box 36



BILL GARRETT, Davidson County  
Trans: T20100020877 CHARTER  
Recvd: 04/08/10 14:03 3 pgs  
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STATE OF TENNESSEE  
Tre Hargett, Secretary of State  
Division of Business Services  
312 Rosa L. Parks Avenue  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

River Plantation (Section Two), Inc.  
4219 Hillsboro Road  
Suite 300  
Nashville, TN 37215 USA

April 6, 2010

### Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

<b>Control # :</b>	<b>628085</b>	Formation Locale:	Davidson County
<b>Filing Type:</b>	Corporation Non-Profit - Domestic	Date Formed:	04/06/2010
<b>Filing Date:</b>	04/06/2010 1:49 PM	Fiscal Year Close	12
<b>Status:</b>	Active	Annual Rpt Due:	04/01/2011
<b>Duration Term:</b>	Perpetual	Image # :	6698-0279
<b>Public/Mutual Benefit:</b>	Mutual		

#### Document Receipt

Receipt # : 147157	Filing Fee:	\$100.00
Payment-Check/MO - ORTALE, KELLEY, HERBERT & CRAWFORD, Nashville, TN		\$100.00

#### Registered Agent Address

Thomas Tinnel  
4219 Hillsboro Road  
Suite 300  
Nashville, TN 37215 USA

Congratulations on the successful filing of your **Charter for River Plantation (Section Two), Inc.** in the State of Tennessee which is effective on the date shown above. You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain a Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Tre Hargett, Secretary of State  
Business Services Division

**FILED**

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TRE HARGETT  
SECRETARY OF STATE

CHARTER  
OF  
RIVER PLANTATION (SECTION TWO), INC.

6698.0279

The undersigned natural person, having capacity to contract and act as incorporator of a corporation under the Tennessee Nonprofit Corporation Act (T.C.A. §48-51-101, *et seq.*), adopts the following Charter for such corporation:

1. The name of the corporation is: **River Plantation (Section Two), Inc.**
2. The corporation is a mutual benefit corporation.
3. The corporation is not a religious corporation.
4. The corporation will have members.
5. The name and address of the corporation's initial registered agent's office in Tennessee is:

Thomas Tinnel  
4219 Hillsboro Road, Suite 300  
Nashville, TN 37215

6. The name and address of the incorporator is:

Brad Emmett  
106 Plantation Court  
Nashville, TN 37221

7. The principal office of the corporation is:

4219 Hillsboro Road, Suite 300  
Nashville, TN 37215

8. The corporation is not for profit.

9. The purposes for which the corporation is organized is to provide entity pursuant to the Tennessee Condominium Act of 2008 (T.C.A. §66-27-201 *et seq.*) for the operation and administration of River Plantation (Section Two) pursuant to a Master Deed for River

Plantation (Section Two) of record in Book 4461, page 334, Register's Office for Davidson County, Tennessee. River Plantation (Section Two) has been an ongoing entity, having been established in 1972 but since that time has not been incorporated.

10. A director of the corporation shall not be liable to the corporation for monetary damages for breach of fiduciary duty as a director; provided, however, that this provision will not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (c) for a distribution that is unlawful. If Tennessee law is amended or modified to authorize corporation action eliminating or further limiting the personal liability of directors, then the liability of a director of the corporation shall thereupon be eliminated or limited, without the necessity of further amendment of the Charter, to the fullest extent permitted by Tennessee law. Any repeal or modification of the provisions of this Article shall not adversely affect any right of protection of a director of the corporation existing at the time of such repeal or modification.
11. Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization, to be devoted to such similar purposes.

Dated this the 31 day of March, 2010.

  
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Brad Emmett, Incorporator

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March 3, 2010

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