

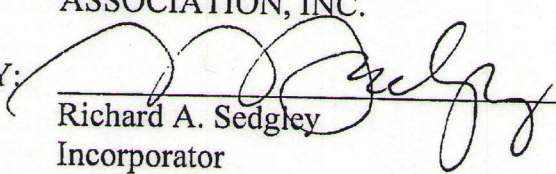
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RILEY DARNELL
SECRETARY OF STATE

CHARTER OF INCORPORATION OF
SPRING HILL VILLAS HOMEOWNERS'S ASSOCIATION, INC.

1. The corporate name is: SPRING HILL VILLAS HOMEOWNER'S ASSOCIATION, INC.
2. This corporation is a mutual benefit corporation.
3. The name, street address, zip code, and county of the initial registered agent is: Frank Jenkins, 5274 McIntyre Road, Knoxville, Knox County, Tennessee 37914.
4. The name, street address, zip code, and county of each incorporator is: Richard A. Sedgley, 320 Cheshire Drive, Knoxville, Knox County, Tennessee 37919.
5. The street address, zip code, and county of the principal office of the corporation is: 5274 McIntyre Road, Knoxville, Knox County, Tennessee, 37914.
6. The corporation is not for profit.
7. The corporation will have members who are the owners of lots in Spring Hill Villas, Knoxville, Knox County, Tennessee.
8. Upon dissolution, distribution of the assets of the corporation shall be made in accordance with, and not inconsistent with, the law.
9. Voting for directors shall be as provided in the By-Laws of the corporation and the restrictive covenants placed of record on the subdivision.

SPRING HILL VILLAS HOMEOWNER'S
ASSOCIATION, INC.

BY:


Richard A. Sedgley
Incorporator

Dated: 8-1-00



Instr: 200008140010872 Page: 1 OF 1
REC'D FOR REC 08/14/2000 3:15:35PM
RECORD FEE: \$7.00
M. TAX: \$0.00 T. TAX: \$0.00