

Dec 15 2020  
REFERENCE ID: 667236

  
SECRETARY OF STATE OF SOUTH CAROLINA

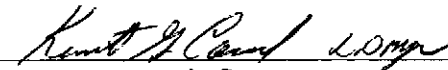
**STATE OF SOUTH CAROLINA  
SECRETARY OF STATE  
NONPROFIT CORPORATION  
ARTICLES OF INCORPORATION**

Pursuant to Section 33-31-202 of the South Carolina Code of Laws, as amended, the undersigned corporation submits the following information

- 1 The name of the nonprofit corporation is TRANQUIL HILL COMMUNITY ASSOCIATION, INC
- 2 The initial registered office of the nonprofit corporation is 1941 Savage Road, Suite 100C, Charleston, South Carolina 29407-4788

The name of the registered agent of the nonprofit corporation at that office is Ken Cassel

I hereby consent to the appointment as registered agent of the corporation

  
Agent's Signature

- 3 Check "a", "b", or "c" whichever is applicable Check only one box
  - a  The nonprofit corporation is a public benefit corporation
  - b  The nonprofit corporation is a religious corporation
  - c  The nonprofit corporation is a mutual benefit corporation
- 4 Check "a" or "b", whichever is applicable
  - a  This corporation will have members
  - b  This corporation will not have members
- 5 The address of the principal office of the nonprofit corporation is 1941 Savage Road, Suite 100C, Charleston, South Carolina 29407-4788.
- 6 If this nonprofit corporation is either a public benefit or religious corporation (box "a" or "b" of paragraph 3 is checked), complete either "a" or "b", whichever is applicable, to describe how the remaining assets of the corporation will be distributed upon dissolution of the corporation
  - a  Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal

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TRANQUIL HILL COMMUNITY ASSOCIATION, INC  
Filing Fee \$25.00 ORIG



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tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

b  Upon dissolution of the corporation, consistent with law, the remaining assets of the corporation shall be distributed to \_\_\_\_\_

7 If the corporation is a mutual benefit corporation (box "c" of ¶ 3 is checked), complete either (a) or (b), whichever is applicable, to describe how the (remaining) assets of the corporation will be distributed upon dissolution of the corporation

a  Upon dissolution of the mutual benefit corporation the remaining assets shall be distributed to its members, or if it has no members, to those persons to whom the corporation holds itself out as benefitting or serving

b  Upon dissolution of the mutual benefit corporation the [ remaining ] assets, consistent with law, shall be distributed to \_\_\_\_\_

8 The optional provisions which the nonprofit corporation elects to include in the articles of incorporation are as follows (See Section 33-31-202(c) of the 1976 South Carolina Code of Laws, as amended, the applicable comments thereto, and the instructions to this form)

a Purpose This Association does not contemplate pecuniary gain or profit to the members hereof, and the specific primary purposes for which it is formed are to provide for management, administration, maintenance, preservation and architectural control of the Units, Lots and Common Areas within a certain tract of property situate in Dorchester County, South Carolina, and to promote the health, safety and welfare of all the residents within the property and any additions thereto or expansions thereof as may hereafter be brought within the jurisdiction of this Association for this purpose, all according to that certain Declaration of Covenants, Conditions, and Restrictions for the Tranquil Hill Community, hereinafter, the "Declaration," recorded or to be recorded in the Office of the Register of Deeds for Dorchester County, South Carolina. All terms not otherwise defined in these Articles of Incorporation shall have the meaning ascribed to such term in the Declaration

b Right to Appoint Directors and Officers The Declarant under the Declaration shall have the right to appoint or remove any member or members of the Board of Directors or any officer or officers of the Association until the expiration of the Declarant Control Period. The Declarant Control Period shall mean the time period commencing on the date the Declaration is filed of record with the Office of the Register of Deeds for Dorchester County, South Carolina, and ending on

Dec 15 2020 the earlier of (1) the date July 1, 2001. or (2) the date which is three (3) months  
REFERENCE ID: 667286 the date which Declarant or an Affiliate Builder of Declarant no longer owns  
y Lots or Units within the Properties (expressly including any additional  
property annexed or added to the Declaration pursuant to Article II of the  
Declaration), or (3) the date which is three (3) months following the date the  
Declarant terminates the Declarant Control Period by an express, recorded  
amendment to the Declaration

  
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- c Membership. Every person or entity who is a record owner of a fee or undivided fee interest in a Lot which is subject to the Declaration (including the Declarant) shall be a member of the Association. Until the expiration of the Declarant Control Period, the Declarant under the Declaration, and its successors and assigns, other than as an owner of a Lot, shall be a member of the Association. The membership of each Lot owner shall be appurtenant to and may not be separated from ownership of a Lot and ownership of a Lot shall be the sole qualification for such membership. In the event that fee title to a Lot is transferred or otherwise conveyed, the membership in the Association which is appurtenant thereto shall automatically pass to such transferee, notwithstanding any failure of the transferor to endorse to his transferee any certificates or other evidences of such membership. Any person or entity who holds an interest in a Lot merely as security for the performance of an obligation shall not be a member of this Association.
- d Voting Rights. The voting rights of the membership shall be appurtenant to the ownership of the Lots and may not be separated from ownership of any Lot.

There shall be two classes of membership with respect to voting rights

(i) Class A. Class A Members shall be all Owners (including the Declarant). A Class A Member will be entitled to one (1) vote for each Lot owned. When more than one person owns an interest (other than a leasehold or security interest) in any Lot, all such persons shall be Members and the voting rights appurtenant to their Lot shall be exercised as they, among themselves, determine, but fractional voting shall not be allowed, and in no event shall more than one vote be cast with respect to any Class A Member.

(ii) Class B. The Class B Member shall be the Declarant or its designated assign. The Class B Member will be entitled to three votes for each vote held by Class A Members, plus one (1) vote during the Declarant Control Period. Thereafter, the Class B Member will exercise votes only as to its Class A Memberships.

(iii) Declarant's Voting Rights. Notwithstanding anything to the contrary contained herein, until the expiration of the Declarant Control Period, Declarant shall be vested with the sole voting rights of the Association on all matters (including election and removal of directors and officers of the Association), except such matters as to which the Declaration, the Articles of Incorporation, or

CERTIFIED TO BE A TRUE AND CORRECT COPY  
AS TAKEN FROM AND COMPARED WITH THE  
ORIGINAL ON FILE IN THIS OFFICE

Dec 15 2020 the Bylaws of the Association specifically require a specific vote of the Class A  
Members  
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Leased Units Notwithstanding any other provision of this Declaration or the  
Bylaws of the Association, the vote as expressed by the Owners of Lots or Units  
which are leased (or rented to or otherwise occupied by persons) other than the  
Owner shall not be entitled to any weight greater than forty-nine (49) percent on  
any matter pending before the Association

e Cumulative Voting The corporation elects not to have cumulative voting

9 The name and address (with zip code) of each incorporator is as follows (only one is  
required)


<u>Name</u>	<u>Address (with zip code)</u>
Lennar Carolinas, LLC	14120 Ballantyne Corporate Place, Suite 400, Charlotte, North Carolina 28028

10 Each original director of the nonprofit corporation must sign the articles but only if the  
directors are named in these articles

None Named  
\_\_\_\_\_  
Signature of director  
(only if named in articles)

11 Each incorporator must sign the articles

Lennar Carolinas, LLC, a Delaware limited liability company

By   
Name Michael Bottoms  
Title DP  
Date 5/24/06