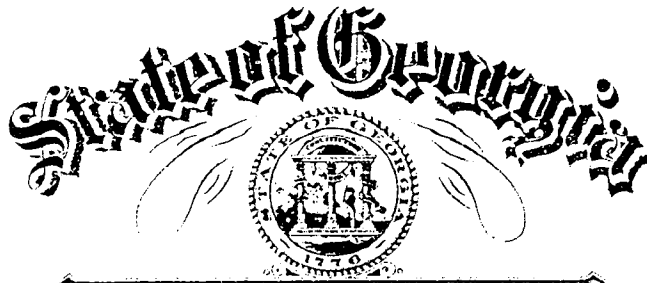


DUPLICATE



OFFICE OF SECRETARY OF STATE

J. Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

"DUNWOODY RIDGE CONDOMINIUM ASSOCIATION, INC."

has been duly incorporated under the laws of the State of Georgia on the 20th day of July, 1984, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, the 20th day of July in the year of our Lord One Thousand Nine Hundred and Eighty Four and of the Independence of the United States of America the Two Hundred and Nine.

J. Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

Secretary of State

2622-2

Business Services and Regulation

Suite 306, West Tower

2 Martin Luther King Jr. Dr.

Atlanta, Georgia 30334

FORM NUMBER : 05
 CERTIFICATE DATE : 05/01/90
 DOCKET NUMBER : 90121307
 EXAMINER : SHARON SIMS
 TELEPHONE : 404-656-2817
 CONTROL NUMBER : 8410625
 DATE INCORP/AUTH/FILED : 07/20/84
 JURISDICTION : GEORGIA

REQUESTED BY:

HYATT & RHODES, P.C./ BETTY WILSON
 #2400 PEACHTREE CENTER AVENUE NE
 ATLANTA GA 30303

CERTIFICATE

I, MAX CLELAND, SECRETARY OF STATE OF THE STATE OF GEORGIA, DO HEREBY CERTIFY UNDER THE SEAL OF MY OFFICE THAT THE ATTACHED DOCUMENTS ARE TRUE AND CORRECT COPIES OF DOCUMENTS PERTAINING TO THE CORPORATION OR LIMITED PARTNERSHIP FILINGS OF:

 "DUNWOODY RIDGE CONDOMINIUM ASSOCIATION, INC."
 "A DOMESTIC NONPROFIT CORPORATION"

WAS FORMED IN THE JURISDICTION SET FORTH ABOVE, AND THAT THE NAMED ENTITY HAS FILED ITS CERTIFICATE OF LIMITED PARTNERSHIP, ARTICLES OF INCORPORATION OR APPLICATION FOR A CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THE OFFICE OF THE SECRETARY OF STATE ON THE ABOVE DATE. THIS CERTIFICATE IS ISSUED UNDER THE AUTHORITY OF O.C.G.A. SECS. 14-2-128 AND 14-2-130, 14-3-6 AND 14-3-310 OR 14-9-1102 AND SHALL BE TAKEN AND RECEIVED IN ALL COURTS, AND PUBLIC OFFICES, AND OFFICIAL BODIES AS PRIMA-FACIE EVIDENCE OF THE EXISTENCE OR NON-EXISTENCE OF THE FACTS STATED HEREIN.

IMPORTANT NOTICE. PLEASE RETURN THE PINK COPY AND THE AMOUNT DUE TO THE SECRETARY OF STATE IMMEDIATELY.

AMOUNT DUE: \$ 10.00

Max Cleland

MAX CLELAND
 SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
 DEPUTY SECRETARY OF STATE



SECURITIES
 656-2894

CEMETERIES
 656-3079

CORPORATIONS
 656-2817

CORPORATIONS HOT-LINE
 404-656-2222
 Outside Metro Area

ARTICLES OF INCORPORATION

OF

DUNWOODY RIDGE CONDOMINIUM ASSOCIATION, INC.

One

The name of the corporation is: "DUNWOODY RIDGE
CONDOMINIUM ASSOCIATION, INC."

Two

The corporation is organized pursuant to the Georgia
Nonprofit Corporation Code.

Three

The corporation shall have perpetual duration.

Four

The corporation is organized for the purposes of
acquiring, constructing, managing, maintaining and caring for
the property now or hereafter contained within DUNWOODY RIDGE,
A CONDOMINIUM, a condominium development under the Georgia
Condominium Act, organized pursuant to the Declaration of
Condominium for DUNWOODY RIDGE, A CONDOMINIUM, to be recorded
with the Clerk of the Superior Court of DeKalb County,
Georgia. The terms defined in Section 44-3-71 of the Georgia
Condominium Act, shall be deemed to have the meanings therein
specified wherever they appear herein unless the context
otherwise requires.

Five

The affairs of the corporation shall be managed by a Board of Directors elected by the members having voting rights, as further provided in the Georgia Condominium Act, the condominium instruments and the bylaws, subject to the right of declarant to appoint and remove directors provided for in the condominium instruments pursuant to Section 44-3-101 of the Georgia Condominium Act.

Six

The corporation shall have all of the powers set forth in the Georgia Nonprofit Corporation Code, the Georgia Condominium Act, and the condominium instruments.

Seven

This corporation shall have no stock or stockholders. The corporation is not organized and shall not operate for profit or pecuniary gain; and no part of the net earnings of this corporation shall inure (other than by acquiring, constructing or providing management, maintenance and care of the property contained within DUNWOODY RIDGE, A CONDOMINIUM, and other than by a rebate of common profits or excess assessments) to the benefit of any member, director, officer or any private individual, except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes. No part of the

activities of this corporation shall be for carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.

Eight

Each unit owner shall automatically be a member of the corporation during his ownership of his condominium unit, and no other persons shall be entitled to membership in the corporation.

Nine

The members shall have the voting rights set forth in the Georgia Condominium Act, the condominium instruments and the bylaws.

Ten

The initial registered office of the corporation is at 35 Broad Street Suite 1200, Atlanta, ^{Dulton} Georgia 30335. The initial registered agent of the corporation shall be Sam F. Hatcher.

Eleven

The initial Board of Directors shall consist of three (3) individuals whose names and addresses are:

Ned W. Heyward, Jr.
637 Greenview Avenue, N.W.
Atlanta, Georgia 30305

Charles H. Hardy, Jr.
2374 Leafgate Road
Decatur, Georgia 30033

Nancy N. Treadwell
2760 Wendy Lane
Marietta, Georgia 30062

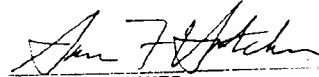
Twelve

These Articles of Incorporation may be amended from time to time in the same manner as is provided in the bylaws of the corporation with respect to amendments to said bylaws.

Thirteenth

The name and address of the incorporator is Sam F. Hatcher, 35 Broad Street, Suite 1200, Atlanta, Georgia 30335.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation.



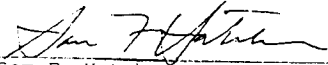
SAM F. HATCHER,
Incorporator

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State
Ex-Officio Corporation Commissioner
State of Georgia

I, Sam F. Hatcher, do hereby consent to serve as
registered agent for Dunwoody Ridge Condominium Association,
Inc. My address as registered agent is 35 Broad Street, Suite
1200, Atlanta, Georgia 30335.

This 19th day of July, 1984.



Sam F. Hatcher

State of Georgia



OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"DUNWOODY RIDGE CONDOMINIUM ASSOCIATION, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this _____ day of _____, in the year of our Lord One Thousand Nine Hundred and Eighty _____ and of the Independence of the United States of America the Two Hundred and _____ Four

Nine.
Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA