



Pick Up

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

Tre Hargett
Secretary of State

Harmony Hills Owners Association, Inc.
BRIAN HALMA
STE 200
381 MALLORY STATION
FRANKLIN, TN 37067

December 12, 2022

Filing Acknowledgment

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

SOS Control # :	001375440	Formation Locale:	TENNESSEE
Filing Type:	Nonprofit Corporation - Domestic	Date Formed:	12/12/2022
Filing Date:	12/12/2022 10:23 AM	Fiscal Year Close:	12
Status:	Active	Annual Report Due:	04/01/2024
Duration Term:	Perpetual	Image # :	B1257-7134
Public/Mutual Benefit:	Mutual		
Business County:	WILLIAMSON COUNTY		

Document Receipt

Receipt # : 007641059	Filing Fee:	\$100.00
Payment-Check/MO - TUNE, ENTREKIN & WHITE, P.C., NASHVILLE, TN		\$100.00

Registered Agent Address:
LENNAR HOMES OF TENNESSEE, LLC
BRIAN HALMA
STE 200
381 MALLORY STATION
FRANKLIN, TN 37067

Principal Address:
BRIAN HALMA
STE 200
381 MALLORY STATION
FRANKLIN, TN 37067

Congratulations on the successful filing of your **Charter** for **Harmony Hills Owners Association, 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. Please visit the Tennessee Department of Revenue website (www.tn.gov/revenue) to determine your online tax registration requirements. If you need to obtain a Certificate of Existence for this entity, you can request, pay for, and receive it from our website.

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

Processed By: Stephanie Booker



Exhibit B

**ARTICLES OF INCORPORATION OF
HARMONY HILLS OWNERS ASSOCIATION, INC.**

In compliance with the requirements of the Tennessee Nonprofit Corporation Act (the "Act"), the undersigned, having the capacity to contract and acting as the incorporator of a non-profit property owners association under the Act, adopts the following Charter for such association:

**Article I
NAME**

The name of the corporation is Harmony Hills Owners Association, Inc., hereunder called the "Association".

**Article II
MUTUAL BENEFIT CORPORATION**

The Association is a mutual benefit corporation.

**Article III
INITIAL REGISTERED OFFICE**

The street address, county, and zip code of the Association's initial registered office is: Harmony Hills Owners Association, Inc. c/o Lennar Homes of Tennessee, LLC, 381 Mallory Station, Suite 200, Franklin, TN 37067, Attn: Brian Halma; Brian.Halma@Lennar.com, as may be relocated from time to time. The name of the initial registered agent of the Association is Lennar Homes of Tennessee, LLC, who may be located at the registered office.

**Article IV
INCORPORATOR**

The name, address, and zip code of each incorporator is: Lennar Homes of Tennessee, LLC, 381 Mallory Station, Suite 200, Franklin, TN 37067, Attn: Brian Halma; Brian.Halma@Lennar.com.

**Article V
PRINCIPAL OFFICE**

The street address and zip code of the principal office of the Association is: Harmony Hills Owners Association, Inc. c/o Lennar Homes of Tennessee, LLC, 381 Mallory Station, Suite 200, Franklin, TN 37067, Attn: Brian Halma; Brian.Halma@Lennar.com.

**Article VI
NON-PROFIT CORPORATION**

The Association is non-profit.

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**Article VII
PURPOSE AND POWERS**

This Association does not contemplate pecuniary gain or profit to the members thereof. The purpose for which the Association is organized is to maintain the common facilities of the Harmony Hills subdivision in Williamson County, Tennessee and perform all duties and functions of the Harmony Hills Owners Association, as described in the Declaration of Protective Covenants, Conditions, and Restrictions for Harmony Hills recorded in the Register's Office for Williamson County, Tennessee, hereinafter called the "Declaration" and any additions and amendments thereto as may hereafter be brought within the jurisdiction of the Association, and for this purpose to:

1. Exercise all of the powers, rights, and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, as the same may be amended from time to time as therein provided.
2. Fix, levy, collect, and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association.
3. Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association.
4. Borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
5. Have and to exercise any and all powers, rights, and privileges which a corporation organized under the Act by law may now or hereafter have or exercise.
6. Except for those amendments which the Tennessee Non-Profit Corporation Act expressly permits to be made by the Directors of the Association, any amendment to these Articles of Incorporation of the Association to be adopted must be approved by the affirmative Vote of not less than fifty percent (50%) of the members present at a duly called meeting of the Association or the affirmative written consent of such percentage of the members at which a quorum is present unless a higher percentage vote is required elsewhere in the Declaration.

**Article VIII
MEMBERSHIP**

The Association will have members. Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject to assessment by the Association, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of any obligation. Membership shall

be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association.

**Article IX
BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of Directors. The number of directors and the method of electing the same shall be provided in the By-Laws of the Association.

As provided in Tennessee Code Annotated Section 48-58-501 *et seq.*, all directors and officers of the Association shall be immune from suit and no present or former director or officer of the Association shall have any personal liability to the Association or its members for monetary damages arising from the conduct of the affairs of the Association, except when such conduct amounts to willful, wanton, or gross negligence. The Association shall indemnify all current and former directors and officers of the Association to the maximum extent allowed by law, including, without limitation, advancing expenses pursuant to Tennessee Code Annotated Section 48-58-504, for any and all claims brought against such persons in connection with their actions or inactions in their official capacity as directors and officers of the Association.

**Article X
DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than sixty-seven (67%) of all the members of the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed to the Members.

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IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Tennessee, the undersigned, being the incorporator of this non-profit, mutual benefit Corporation, has executed these Articles of Incorporation the 6th day of December, 2022.

INCORPORATOR:

**Lennar Homes of Tennessee, LLC,
a Delaware limited liability company**

By: 

Print Name: KEVIN STURGILL

Its: AUTHORIZED AGENT

**BK: 9161 PG: 324-328
22049228**



5 PGS:AL-CHARTER	
912769	
12/12/2022 - 01:38:00 PM	
BATCH	912769
MORTGAGE TAX	0.00
TRANSFER TAX	0.00
RECORDING FEE	5.00
DP FEE	2.00
REGISTER'S FEE	0.00
TOTAL AMOUNT	7.00

STATE OF TENNESSEE, WILLIAMSON COUNTY
SHERRY ANDERSON
REGISTER OF DEEDS