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| ARTICLES OF INCORPORATION | : | UNITED STATES OF AMERICA |
| | : | |
| OF | : | STATE OF LOUISIANA |
| | : | |
| THE TERRYTOWN CIVIC | : | PARISH OF ORLEANS |
| ASSOCIATION, INC. | : | |

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BE IT KNOWN, that on this 26th day of January, in the year of our Lord, One Thousand, Nine Hundred and Sixty-One;

Before me, Albert J. Huddleston, a Notary Public, in and for this Parish and State, personally came and appeared the several parties, of the full age of majority, and residents of the Parish of Jefferson, whose signatures are subscribed, who declared, in the presence of the undersigned competent witnesses, that, availing themselves of the provisions of Louisiana Revised Statutes (1950) Sections 12:101 - 12:155, they do hereby organize a nonprofit corporation as defined in R.S. 12:101(8), under and in accordance with these articles of incorporation:

ARTICLE I

The name of this corporation is "THE TERRYTOWN CIVIC ASSOCIATION, INC.", and under and by said name, it shall have and enjoy corporate existence for a period of Ninety Nine (99) years from and after the date of this act of incorporation.

ARTICLE II

The domicile of this Corporation shall be the Parish of Jefferson, State of Louisiana, and the location and post office address of its registered office shall be 510 Fairlawn Drive, Gretna, Louisiana.

ARTICLE III

This Corporation is organized for the following purposes and to carry out the following objects:

1. To promote the welfare of home-owners in that area in Jefferson Parish, on the West Bank of the Mississippi River, known as Terry town subdivision, or any resubdivisions thereof, and including the immediately adjoining areas, having interests common to those of the aforesaid subdivision.
2. To carry out the above general purposes, this Corporation is organized to encourage interest in property maintenance and improvements in the above area; to foster and facilitate an understanding of, and adherence to, municipal ordinances and regulations governing the use and improvement of property within these areas; and to serve the public interest by co-operating with City, Parish and State officials in the promotion of civic improvements.
3. In connection with the purposes set forth above, this Corporation shall have the power to purchase, receive, mortgage, lease, transfer and sell real and/or personal property, to sue and be sued in its corporate name, and shall have all the capacities of natural persons to perform all acts necessary or proper to accomplish the purposes expressed or implied above.

ARTICLE IV

All property owners or residents within the area specified in Section 1 of Article III above, as well as members of their household residing in this area, shall be entitled to membership in the organization. All members must be at least twenty-one years of age, or emancipated by law. Membership shall be denied, however, to any member of any Fascist or Communist organization.

ARTICLE V

The Officers of this Corporation shall consist of the following:

President

Vice-President

Recording Secretary

Corresponding Secretary

Treasurer

Officers shall be elected for a one year term. In case the office of President shall become vacant, the Vice-President shall serve the remainder of the term as President, and the office of Vice-President shall then be filled as provided hereinbelow. If any office, other than that of the President, shall become vacant, then the nominating committee shall submit two candidates to fill the vacancy, who shall be voted on at the next regular meeting. The candidate thus receiving the majority of the votes of the members present and voting, shall serve the remainder of the vacant term.

ARTICLE VI

The corporate powers and management of this Corporation shall be vested in a Board of Directors, which shall consist of the five Officers mentioned above, and four additional members, each of whom shall be elected by a majority vote of the members present and voting at a regularly scheduled meeting designated for this purpose. Such meetings shall be held in April of each year. Their terms of office shall be from June through May for the period following the April election.

ARTICLE VII

Monthly meetings shall be held at the time and place designated in the By-Laws. The Corresponding Secretary shall give sufficient notice to each member of the time and place of the meeting. Fifteen (15) members, in good standing, as defined in the By-Laws of this Corporation, present, in person, at a meeting, shall constitute a quorum for conducting business. At all elections of the Officers and Board of Directors, as well as all other meetings, each member, whose dues are paid for the current year, shall be entitled to one vote, and a majority of all such members shall decide all elections, or any question coming before any such meeting. No proxy votes shall be allowed.

ARTICLE VIII

The full names and post office addresses of this Corporation's registered agents are:

De Quincy D. Thornton, Jr.
503 Fairlawn Drive
Gretna, Louisiana

Francis J. Mooney, Jr.
436 W. Butterfly Circle
Gretna, Louisiana

ARTICLE IX

This Corporation is organized on a non-stock basis. There shall be but one class of membership, and all members shall be qualified as determined in Article IV herein. Each member of this Corporation, upon payment of dues as specified in the By-Laws of this Corporation, shall be entitled to a certificate of membership for the year for which the dues are paid, which certificate shall be signed by the President.

ARTICLE X

Dues of the membership, as paid in, as well as contributions made, from time to time to this Corporation, for its use in furtherance of its objects and purposes, may be used to carry out the objects and purposes of this Corporation, as defined in Article III herein.

ARTICLE XI

The names and post office addresses of the subscribers to these articles of incorporation are as follows:

De Quincy D. Thornton, Jr., 503 Fairlawn Drive, Gretna, La.
Gerald E. Myers, Sr., 1909 Cameo Lane, Gretna, La.
Irvin G. Ogden, Sr., 353 Cherry Blossom Lane, Gretna, La.
Mrs. Marilyn Montgomery, 510 Fairlawn Drive, Gretna, La.
Douglas L. McKinley, 349 Cherry Blossom Lane, Gretna, La.
Francis J. Mooney, Jr., 436 W. Butterfly Circle, Gretna, La.
Conrad Napolitano, 2107 Stumpf, Gretna, La.
Leslie L. North, Jr., 430 Blossom, Gretna, La.
Curtis Bailey, 418 Blossom, Gretna, La.

ARTICLE XII

The first Officers and members of the Board of Directors of this Corporation are as follows:

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|--------------------------|---|
| President: | De Quincy D. Thornton, Jr. 503 Fairlawn Drive Gretna, Louisiana |
| Vice President: | Gerald E. Myers, Sr. 1909 Cameo Lane Gretna, Louisiana |
| Recording Secretary: | Irvin G. Ogden, Sr. 353 Cherry Blossom Lane Gretna, Louisiana |
| Corresponding Secretary: | Mrs. Marilyn Montgomery 510 Fairlawn Drive Gretna, Louisiana |

Treasurer: Douglas L. McKinley
349 Cherry Blossom Lane
Gretna, Louisiana

Members of the Board: Francis J. Mooney, Jr.
436 W. Butterfly Circle
Gretna, Louisiana

Conrad Napolitano
2107 Stumpf
Gretna, Louisiana

Curtis Bailey
418 Blossom
Gretna, Louisiana

Leslie L. North, Jr.
430 Blossom
Gretna, Louisiana

This Board of Directors shall serve until the 31st day
of May, 1961.

ARTICLE XIII

There shall be fifteen standing committees which shall
aid in the carrying out of the purposes of this Corporation, and
which shall be as follows:

1. Membership Committee
2. Publicity "
3. Legal "
4. Auditing "
5. Recreation "
6. Program "
7. Public Safety "
8. Garden "
9. Ways and Means "
10. Public Records "
11. Secretarial "
12. Telephone "
13. Publishing "
14. Nominating "

The chairmen and members of these standing committees shall be appointed by the President from the membership at large.

ARTICLE XIV

This charter may be amended upon a proposal made by any member in good standing. Assigned copy of the proposed amendment shall be submitted to the Recording Secretary. Proposed amendments shall be presented to the membership by the proponent thereof at a regularly scheduled meeting. Copies of the proposed amendment shall be distributed by the Corresponding Secretary at least fifteen (15) days prior to its proposal. Voting on an amendment after its proposal shall be at the next regularly scheduled meeting, except that at least thirty(30) days must elapse between its proposal and the final vote. To become effective, proposed amendments must be affirmatively voted on by three-fourths (3/4) of the members in good standing, who must also be present at the meeting.

ARTICLE XV

The members shall have the power to make, amend and repeal By-Laws to govern this Corporation provided they are in accordance with and do not conflict with these articles.

ARTICLE XVI

No member of this Corporation shall ever be held liable or responsible for contracts, debts, or defaults of this Corporation, in any further sum than the unpaid dues, if any, owing by him or her to the Corporation, nor shall any mere informality in organization have the effect of rendering these Articles of Incorporation null, or of exposing the members to any liability other than as above provided.

THUS DONE AND PASSED, in duplicate original, in New Orleans, Louisiana, on the day and date aforesaid, and the parties hereto have signed the same, in my presence, and in the presence of the undersigned competent witnesses, after due reading of the whole.

WITNESSES:

/s/ Myrna M. Rosenbohm

/s/ Marie B. Sanft

INCORPORATORS:

/s/ De Quincy D. Thornton, Jr.
DE QUINCY D. THORNTON, JR.

BY /s/ Douglas L. McKinley, AGENT

/s/ Gerald E. Myers, Sr.
GERALD E. MYERS, SR.

BY /s/ Douglas L. McKinley AGENT

/s/ Irvin G. Ogden, Sr.
IRVIN G. OGDEN, SR.

/s/ Mrs. Marilyn Montgomery
MRS. MERILYN MONTGOMERY

BY /s/ Curtis Bailey, AGENT

/s/ Douglas L. McKinley
DOUGLAS L. MCKINLEY

/s/ Francis J. Mooney, Jr.
FRANCIS J. MOONEY, JR.

/s/ Conrad Napolitano
CONRAD NAPOLITANO

/s/ Leslie L. North, Jr.
LESLIE L. NORTH, JR.

BY /s/ Francis J. Mooney, AGENT

/s/ Curtis Bailey
CURTIS BAILEY

/s/ Albert J. Huddleston

NOTARY PUBLIC

A TRUE COPY:

Albert J. Huddleston
NOTARY PUBLIC