

IRS DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
P.O. BOX 9003
HOLTSVILLE NV 11742-9003

005078.232268.0017.001 2 MB 0.563 1180



SEVEN OAKS HOMEOWNERS ASSOCIATION
INC
1621 S EUCALYPTUS AVE STE 211
BROKEN ARROW OK 74012

005078

Date of this notice: 03-14-2006

Employer Identification Number:
16-1751773

Form: SS-4

Number of this notice: CP 575 A

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 16-1751773. This EIN will identify your business account, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, please use the label we provided. If this isn't possible, it is very important that you use your EIN and complete name and address exactly as shown above on all federal tax forms, payments and related correspondence. Any variation may cause a delay in processing, result in incorrect information in your account or even cause you to be assigned more than one EIN. If the information isn't correct as shown above, please correct it using tear off stub from this notice and return it to us so we can correct your account.

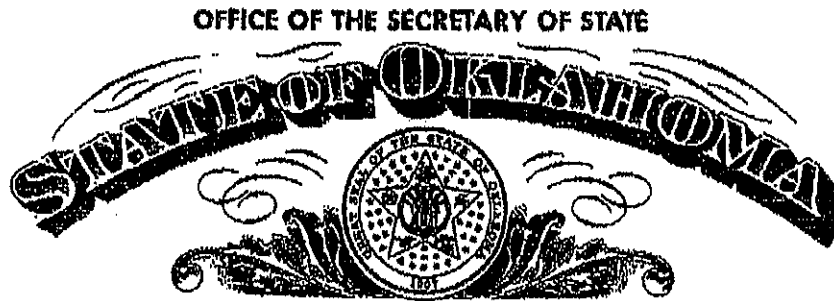
Based on the information from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120H

03/15/2007

If you have questions about the form(s) or the due dates(s) shown, you can call or write to us at the phone number or address at the top of the first page of this letter. If you need help in determining what your tax year is, see Publication 536, Accounting Periods and Methods, available at your local IRS office or you can download this Publication from our Web site at www.irs.gov.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination on your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue.)



**NOT FOR PROFIT
CERTIFICATE OF INCORPORATION**

WHEREAS, the Not For Profit Certificate of Incorporation of

SEVEN OAKS HOMEOWNERS' ASSOCIATION, INC.

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



*Filed in the city of Oklahoma City this
18th day of November, 2005.*

M. Susan Savage

Secretary of State

FILED - Oklahoma Secretary of State #2112088245 11/18/2005 09:17

**CERTIFICATE OF INCORPORATION
OF
SEVEN OAKS HOMEOWNERS' ASSOCIATION, INC.
(Not for Profit)**

TO THE SECRETARY OF STATE OF OKLAHOMA:

11/18/2005 08:19 AM
OKLAHOMA SECRETARY OF STATE

We, the undersigned incorporators:



<u>Name</u>	<u>Address</u>
James H. Ferris	401 South Boston, Suite 1100 Tulsa, OK 74103
Tina A. Pilgrim	401 South Boston, Suite 1100 Tulsa, OK 74103
Jana L. Pearson	401 South Boston, Suite 1100 Tulsa, OK 74103



do hereby associate ourselves for the purpose of forming a not for profit corporation pursuant to the provisions of the Oklahoma General Corporation Act.

ARTICLE I

Name

The name of the corporation is Seven Oaks Homeowners' Association, Inc., hereinafter referred to as the "Association".

ARTICLE II

Registered Office and Agent

The address of the registered office of the Association and the name of the registered agent at such address are:

Terry L. Davis
1615 South Eucalyptus Avenue, Suite 205
Broken Arrow, OK 74012

ARTICLE III

Purpose and Powers of the Association

This Association is formed for purposes not involving pecuniary gain or profit, incidentally or otherwise, to the members thereof and shall have no capital stock. The purposes for which the

Association is formed are to enhance and protect the value, desirability and attractiveness of the real property described as follows:

Lots 1 through 23, Block 1; Lots 1 through 23, Block 2; Lots 1 through 7, Block 3; Lots 1 through 19, Block 4; Lots 1 through 20, Block 5; Lots 1 through 12, Block 6, Lots 1 through 22, Block 7; Lots 1 through 18, Block 8; Lots 1 through 14, Block 9; Lot 1, Block 10 (residential lots)

and

Reserves "A," "B," "C," "D," and "E" (drainage facilities, open space, utilities, landscaping and swimming pool)

All of the above described residential lots and Reserves being located within Seven Oaks , a Subdivision in the City of Broken Arrow, Tulsa County, State of Oklahoma, recorded as a Plat in the records of the County Clerk of Tulsa County, Oklahoma,

and

Any additional property as may hereafter be brought within the jurisdiction of the Association, the above described subdivision and properties subsequently annexed being hereinafter referred to as "Seven Oaks "

and to promote the health, safety and welfare of the residents, owners and tenants of lots within Seven Oaks , and for these purposes to:

- A. own, acquire, build, operate and maintain landscaping, walls, fences, entryways, signs, storm water detention facilities and common areas, swimming pools, facilities and structures of any and all kinds for the use and benefit of the members of the Association;
- B. exercise such powers pertaining to Seven Oaks , including architectural plan review, as may from time to time be vested in or granted to the Association;
- C. fix, levy, collect and enforce payment by any lawful means, all charges or assessments made for acquisition, construction, maintenance and operation of common facilities, 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;

- D. 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;
- E. borrow money, and with the assent of two-thirds (2/3) of each class of members, to mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and
- F. have and to exercise any and all powers, rights and privileges which a corporation organized under the Oklahoma General Corporation Act by law may now or hereafter have or exercise.

ARTICLE IV Membership

Every person or entity who or which is a record owner of a fee or undivided fee interest in any lot which is subject by covenant of record to assessment by the Association, including contract sellers, shall be a member of the Association; provided, however, the foregoing is not intended to include persons or entities who or which hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of the lot which is subject to assessment by the Association. Ownership of a lot which is subject to assessment by the Association shall be the sole qualification for membership.

ARTICLE V Voting Rights

The Association shall have two classes of voting membership:

Class A. Class A members shall be all the owners of lots subject by covenant of record to assessment by the Association with the exception of Seven Oaks, L.L.C. and shall be entitled to one (1) vote for each lot owned. When more than one person or entity holds an interest in any lot, all such persons or entities shall be members, but shall have jointly only one vote for the lot and that vote for such lot shall be exercised as they may determine.

Class B. The Class B member shall be Seven Oaks, L.L.C. which shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership upon the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership, or

(b) January 1, 2008.

ARTICLE VI
Board of Directors

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than eleven (11) Directors who need not be members of the Association. The names and addresses of the initial Directors are:

<u>Name</u>	<u>Address</u>
Terry L. Davis	1615 S. Eucalyptus Ave Suite 205 Broken Arrow, OK 74012
L. Glenn Shaw	P.O. Box 471424 Tulsa, Oklahoma 74147
Linda Wilson	1615 S. Eucalyptus Ave Suite 205 Broken Arrow, OK 74012

who shall serve as Directors until the first annual meeting of the membership, or until their successors are elected. Three (3) Directors shall be elected at the first annual meeting of the membership. Subsequent changes in the number of Directors shall be made by amendment of the By-Laws of the Association.

ARTICLE VII
Non Liability of Directors

To encourage participation of members or other persons as Directors of the Association, limitation of personal liability shall be established to the extent permitted by 18 O. S. A. § 866 and § 867 and the General Corporation Act as it now exists or may be later amended, and the limitations of liability shall be deemed to include the following:

- A. No Director shall have personal liability to the Association or its members for monetary damages for breach of fiduciary duty as a Director, provided the foregoing shall not limit liability:
1. for any breach of the Director's duty of loyalty to the Association;
 2. for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or

3. for any transaction for which the Director derived an improper personal benefit.
- B. No Director shall have personal liability for damages resulting from:
1. any negligent act or omission of an employee of the Association; or
 2. any negligent act or omission of another Director;

provided however, the immunity set forth above shall not extend to intentional torts or grossly negligent acts or omissions.

ARTICLE VIII By-Laws

The Board of Directors shall have the power to adopt, amend, or repeal by-laws; provided, however, nothing herein shall divest the membership of the residual power to adopt, amend or repeal by-laws.

ARTICLE IX Annexation of Additional Properties

The Association may annex additional property, provided however, that the property is to be developed for residential purposes and such annexation is approved by a majority vote pursuant to Article V.

ARTICLE X Mergers and Consolidations

To the extent permitted by law, the Association may participate in mergers and consolidations with other non-profit corporations organized for similar purposes; provided, however, such merger or consolidation shall require the approval of a two-thirds (2/3) of each class of members.

ARTICLE XI Dissolution

The Association may be dissolved by resolution approved by the affirmative vote of not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that dedication is refused acceptance, the assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XII

Duration

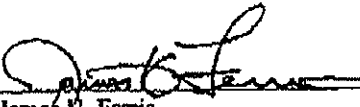
The Association shall exist perpetually.

ARTICLE XIII

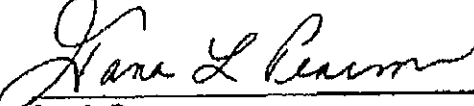
Amendments

Amendment of this Certificate of Incorporation shall require the assent of the holders of three-fourths (3/4) of the eligible votes of the combined Class A and Class B membership.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Oklahoma, we, the undersigned, constituting the incorporators of this Association, have executed this Certificate of Incorporation this 17th day of November, 2005.


James H. Ferris


Tina A. Pilgrim

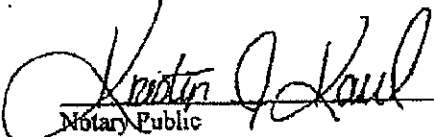

Jana L. Pearson

STATE OF OKLAHOMA)
) ss.
COUNTY OF TULSA)

This instrument was acknowledged before me this 17th day of November, 2005, by James H. Ferris, Tina A. Pilgrim and Jana L. Pearson

My Commission Expires:




Notary Public

Comm. No. 02001272
Exp. Date 02/26/06

Tulsa County Clerk - EARLENE WILSON

Doc# 2006020123 Pages 1

Receipt# 846870 02/22/06 15:13:58

Fee 13.00



RETURN TO: 1621 S. EUCALYPTUS AVE #211 BROKEN ARROW, OKLAHOMA 74012

RATIFICATION OF PLAT AND DEED OF DEDICATION

SpiritBank has a mortgage in the amount of \$3,440,000.00 dated April 30, 2004, filed April 30, 2004, recorded at Book 7284, Page 465 of the records of the County Clerk of Tulsa County, Oklahoma on property located in Tulsa County, State of Oklahoma, and now described as

Seven Oaks, a Subdivision in the City of Broken Arrow, Tulsa County, State of Oklahoma, according to the recorded plat thereof.

SpiritBank duly filed the above-described mortgage instrument in advance of the filing of the Plat and Deed of Dedication for Seven Oaks, and such mortgage shall continue in effect until such time as it is released in part or in full. However, notwithstanding the foregoing, SpiritBank does hereby ratify Plat #5913 and Deed of Dedication and Restrictive Covenants dated September 23, 2005, filed October 20, 2005, on Seven Oaks as being valid and sustaining definitive documents with regard to Seven Oaks Addition.

This Ratification is executed this 15 day of February, 2006, by an authorized representative of SpiritBank.

SPIRITBANK

By Frances A. Hall
Printed Name FRANCES A. Hall
Title President

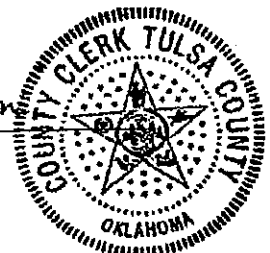
STATE OF OKLAHOMA)
) ss.
COUNTY OF TULSA)

Before me, the undersigned Notary Public, on this 15th day of February, 2006, personally appeared Frances A. Hall on behalf of SpiritBank as its Service President and acknowledged to me that She executed the within and foregoing instrument as her free and voluntary act and deed on behalf of such corporation.

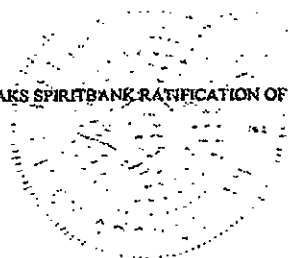
My Commission Expires:

2-3-2007
#99002056

Dala Steelmon
Notary Public



JHF:SEVEN OAKS SPIRITBANK RATIFICATION OF PLAT



Guaranty Abstract Company
P.O. Box 3048
TULSA, OKLAHOMA 74101
E-170986

FILED BY GUARANTY ABSTRACT COMPANY AND
RETURNED TO OW2550 RCD

DB 317049

13.00

Tulsa County Clerk - EARLENE WILSON
Doc # 2008020124 Pages 1
Receipt # 846870 02/22/06 15:14:02
Fee 13.00

#000846870016*

RETURN TO: Terry L. Davis, 1621 South Eucalyptus Ave., Suite 211, Broken Arrow, OK 74012

R

**RATIFICATION OF PLAT, DEED OF DEDICATION
AND RESTRICTIVE COVENANTS**

WHEREAS, there appears of record the Deed of Dedication and Restrictive Covenants dated September 23, 2005, filed October 20, 2005, as Plat #5913 (the "Plat") for the below listed property, to-wit:

Seven Oaks, a Subdivision in the City of Broken Arrow, Tulsa County, State of Oklahoma, according to the recorded plat thereof.

executed by Terry L. Davis, as "Managing Member" of Seven Oaks, L.L.C. instead of as the Manager of Seven Oaks, L.L.C.; and

WHEREAS, Terry L. Davis is and at all times has been the Manager of Seven Oaks, L.L.C.

NOW, THEREFORE, the undersigned Seven Oaks, L.L.C. does hereby ratify, confirm and adopt the aforementioned Plat in all respects.

SIGNED this 15 day of February, 2006.

SEVEN OAKS, L.L.C.

By [Signature]
Terry L. Davis, Manager

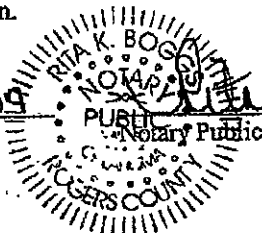


STATE OF OKLAHOMA)
) ss.
COUNTY OF TULSA)

Before me, the undersigned, a Notary Public in and for said County and State, on this ___ day of February, 2006, personally appeared Terry L. Davis, Manager of Seven Oaks, L.L.C., a limited liability company, known to me to be the identical person who executed the foregoing instrument, and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth and as the Manager of said limited liability company as its voluntary act and deed for the uses and purposes set out.

IN WITNESS WHEREOF, I hereunto set my official signature and affixed my notarial seal the day and year last above written.

My Commission Expires: 4/30/06 020041009



[Signature]
Notary Public

JHF SEVEN OAKS RATIFICATION OF PLAT

✓ Guaranty Abstract Company
P.O. Box 3048
TULSA, OKLAHOMA 74101
E-170986

FILED BY GUARANTY ABSTRACT COMPANY AND
RETURNED TO Onasss RCO

②6317049