



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

STEEPLECHASE HOMEOWNERS ASSOCIATION OF CUMBERLAND COUNTY, INC.

the original of which was filed in this office on the 21st day of November, 2012.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 21st day of November, 2012.

Elaine F. Marshall

Secretary of State

C201220800155

State of North Carolina
Department of the Secretary of State

ARTICLES OF AMENDMENT
BUSINESS CORPORATION
(Conversion to Non-profit Corporation)

Pursuant to §55-10-06 and § 55A-2-02 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation to convert the corporation from a business corporation incorporated pursuant to Chapter 55 of the General Statutes of North Carolina to a non-profit corporation incorporated pursuant to Chapter 55A of the General Statutes of North Carolina.

1. The name of the corporation is: Steeplechase Homeowner's Association of Cumberland County, Inc.
2. The text of each amendment adopted is as follows (State below or attach):
 - A. (Insert text converting the business corporation to a non-profit corporation here. Attach additional sheets if necessary, but do not attach a new copy of the articles of incorporation.)
See Attached
 - B. (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).
 - C. (Check either a or b below.)
 - a. The corporation will have members.
 - b. The corporation will not have members.
 - D. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.
 - E. Any other provisions which the corporation elects to include are attached.
 - F. The street address and county of the principal office of the corporation is:

Number and Street 2919 Breezewood Avenue, Suite 202

City, State, Zip Code Fayetteville, North Carolina 28303 County Cumberland
 - G. The mailing address *if different from the street address* of the principal office is:
N/A

CORPORATIONS DIVISION

P.O. BOX 29622

RALIEGH, NC 27626-0622

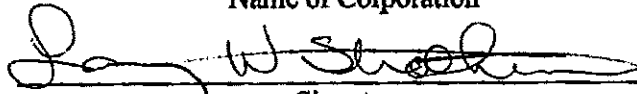
ARTICLES OF AMENDMENT

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3. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows: N/A
4. The date of adoption of each amendment was as follows: June 25, 2012
5. (Check either a, b, c, or d, whichever is applicable)
- a. The amendment(s) was (were) duly adopted by the incorporators prior to the issuance of shares.
- b. The amendment(s) was (were) duly adopted by the board of directors prior to the issuance of shares.
- c. The amendment(s) was (were) duly adopted by the board of directors without shareholder action as shareholder action was not required because *(set forth a brief explanation of why shareholder action was not required)* _____
- d. The amendment(s) was (were) approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.
6. These articles will be effective upon filing, unless a delayed time and date is specified: _____

This the 5th day of November, 2012

Steeplechase Homeowner's Association of Cumberland County, Inc.
Name of Corporation


Signature

Larry W. Strother, President

NOTES:

1. Filing fee is \$50. This document must be filed with the Secretary of State.
(Revised January 2000)

(Form B-13)

CORPORATIONS DIVISION

P.O. BOX 29622

RALIEGH, NC 27626-0622

EXHIBIT A

1. To convert the Corporation from a corporation organized under Chapter 55 of the North Carolina General Statutes to a Non-Profit Corporation organized under Chapter 55A of the North Carolina General Statutes.
2. The period of duration of the corporation is perpetual.
3. The purposes for which the corporation is organized are as follows:
 - (1) To maintain, repair and replace certain common areas located in the County of Cumberland, State of North Carolina, and shown on that certain Plat for Steeplechase Sections 1-4 recorded in the Cumberland County Register of Deeds (the "Plat");
 - (2) To own, purchase, manage, maintain, repair and replace any or all of the equipment or other property of any type, used in connection with the functions described in Article 3(1) above;
 - (3) To establish an orderly, equitable and efficient system of billing to pay for the expenses incurred in the furtherance of the aforesaid purposes;
 - (4) To promulgate such rules and regulations and perform such deeds and acts as are deemed necessary to achieve the aforesaid objectives and to promote the health, safety and welfare of the members of this corporation; and
 - (5) The transaction of any lawful activity which a corporation organized under the Nonprofit Corporation Act (North Carolina General Statutes, Chapter 55A) of the State of North Carolina by law may now or hereafter have or exercise.
4. The powers of the corporation in furtherance of the purposes set out in Article 3 above are as follows:
5. To exercise all of the powers and privileges and perform all of the duties and obligations of things reasonably necessary or desirable for carrying out the purposes set forth herein and for protecting the lawful rights and interests of its members in connection therewith;
6. To fix, levy, collect and enforce payment, by any lawful means, of all charges or assessments to members and to pay all expenses in connection therewith and all other expenses incident to the conduct of the business of the corporation, including all license fees, taxes or governmental charges levied thereon;
7. To 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 the real property subject to such conditions as may be agreed to by the members as provided in the bylaws;
8. To borrow money;
9. To dedicate, sell or transfer all or any part of its property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members as provided in the bylaws; and
10. To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Act (North Carolina General Statutes,

Chapter 55A) of the State of North Carolina by law may now or hereafter have or exercise.

11. The corporation shall have members with such designations, rights, powers and privileges as provided in the Bylaws of the Corporation.
12. The directors of the corporation shall be elected by the members in the manner provided in the bylaws.
13. No part of the net earnings of the corporation shall inure to the benefit of any officer, director or member of the corporation; and upon dissolution of the corporation the assets thereof shall, after all of its liabilities and obligations have been discharged or adequate provision made therefor, be dedicated to an appropriate public agency to be used for purposes similar to those for which the corporation was created or, in the event that such dedication is refused acceptance, distributed to any association or associations organized for purposes similar to those set forth in Article 3 hereinabove, all as more particularly provided in the bylaws of the corporation.
14. The corporation may be dissolved only with the assent in writing and signed by all members.
15. The number of directors constituting the Board of Directors shall be one (1); and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Larry W. Strother	2919 Breezewood Avenue, Suite 202 Fayetteville, NC 28303
16. All shares have been cancelled.

EXHIBIT B

The Corporation is a homeowner's association. Upon dissolution, any monies remaining after payment of the Corporation's liabilities shall be disbursed *pro rata* to the Corporation's members.