

# State of North Carolina

Department  
of the  
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached ( 5 sheets) to be a true copy of

ARTICLES OF INCORPORATION

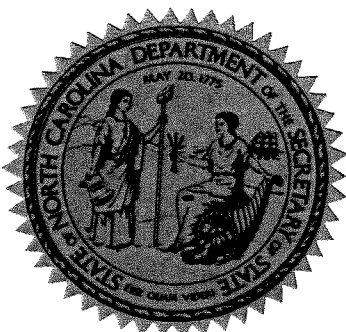
OF

HAVILAH MANOR TOWNHOMES ASSOCIATION, INC.

and the probates thereon, the original of which was filed in this office on the 15th day of June 19 82, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 15th day of June in the year of our Lord 19 82.



*Thad Eure*  
Secretary of State  
By *[Signature]*  
Deputy Secretary of State

FILED

JUN 13 10 52 AM '82

SECRETARY OF STATE  
3011730

ARTICLES OF INCORPORATION

OF

HAVILAH MANOR TOWNHOMES ASSOCIATION, INC.

In compliance with the requirements of Chapter 55A of the General Statutes of North Carolina, the undersigned, all of whom are residents of the State of North Carolina and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Havilah Manor Townhomes Association, Inc., hereafter called the "Association."

ARTICLE II

The principal office and the registered office of the Association is located at 1600 Morganton Road, Post Office Box 53683, in the City of Fayetteville, Cumberland County, North Carolina 28305.

ARTICLE III

E. Newton Smith, Jr., whose address is 1600 Morganton Road, Post Office Box 53683, Fayetteville, North Carolina 28305, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

SEE EXHIBIT "A" ATTACHED HERETO

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the office of the Register of Deeds of Cumberland County,

North Carolina, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) 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;

(c) 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;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) to annex additional properties in such manner and upon such terms as set out in a Declaration of Covenants, Conditions and Restrictions executed by E. Newton Smith, Jr. and Ronald Carey Smith, and which is recorded, or to be recorded, in the office of the Register of Deeds of Cumberland County, North Carolina.

(h) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of

the State of North Carolina by law may now or hereafter have or exercise.

#### ARTICLE V

##### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, 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 an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the association.

#### ARTICLE VI

##### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on January 1, 1986.

#### ARTICLE VII

##### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association.

The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons

who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
E. Newton Smith, Jr.	1600 Morganton Road Fayetteville, North Carolina
Ronald Carey Smith	1600 Morganton Road Fayetteville, North Carolina
Joel S. Jenkins, Jr.	214 Mason Street Fayetteville, North Carolina

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

#### ARTICLE VIII

##### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE IX

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE X

##### AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

#### ARTICLE XI

##### FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: Annexation of additional properties, mergers and consolidations, mortgaging of common area, dedication of common

area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of North Carolina, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 15<sup>th</sup> day of June, 1982.

E. Newton Smith, Jr.  
E. Newton Smith, Jr.

Ronald Carey Smith  
Ronald Carey Smith

Joel S. Jenkins, Jr.  
Joel S. Jenkins, Jr.

NORTH CAROLINA

CUMBERLAND COUNTY

I, Hilma A. McCarthey, a Notary Public in and for the State and County aforesaid, do hereby certify that E. NEWTON SMITH, JR., RONALD CAREY SMITH, and JOEL S. JENKINS, JR. personally appeared before me this date, and acknowledged the due execution of the foregoing instrument.

WITNESS my hand and Notarial Seal, this the 15<sup>th</sup> day of June, 1982.

Hilma A. McCarthey  
Notary Public

My Commission expires: 6-12-84

North Carolina: Cumberland County  
Received 7 day of June, 19 84 at 9:00 A  
Recorded 7 day of June, 19 84 Book 2981 Page 145  
Marvin Clark Register of Deeds

EXHIBIT "A"

BEGINNING at a concrete monument, a point in the northern right-of-way margin of Bragg Street, said concrete monument being the southwest corner of Lot 259 and the southeast corner of Lot 258 of Lafayette Heights as recorded in Plat Book 7, Page 61, said concrete monument being the southeast corner of Lot 4 of the property of Dr. Newton Smith as recorded in Plat Book 18, Page 28, all of the Cumberland County, North Carolina Registry and running thence with the northern right-of-way margin of Bragg Street north 80 degrees 49 minutes West, 329.06 feet to an iron pipe; thence continuing with a northern right-of-way margin of Bragg Street North 77 degrees 16 minutes West, 32.15 feet to a concrete monument, said concrete monument being the southwest corner of Lot 1 of the property of Dr. Newton Smith; thence with Smith's western line of Lot 1 North 06 degrees 52 minutes East, 203.56 feet to an iron pipe, a point in the Southern line of Lot 5 of Edenroc Subdivision as recorded in Plat Book 25, Page 3, Cumberland County, North Carolina Registry; thence with the Southern line of Lots 5 and 6 of the Edenroc Subdivision south 85 degrees 52 minutes east, 374.02 feet to an iron pipe, the Northeast corner of Lot 258 and the Northwest corner of Lot 259 of Lafayette Heights, said iron pipe also being the Northeast corner of Lot 4 of the property of Dr. Newton Smith; thence with the eastern line of Lot 258 and the western line of Lot 259 of Lafayette Heights and the eastern line of Lot 4 of the property of Dr. Newton Smith south 09 degrees 14 minutes west, 238.20 feet to the point of beginning, containing 1.86 acres, more or less.

This being all of a tract of land recorded in Book 651, Page 70 and being all of Lots 1, 2, 3 & 4 of the property of Dr. Newton Smith as recorded in Plat Book 18, Page 28 all of the Cumberland County, North Carolina Registry.