

**ARTICLES OF INCORPORATION
OF
WILLOWRIDGE HOMEOWNER ASSOCIATION, INC.**

In compliance with the requirements of the laws of the State of North Carolina, the undersigned, a resident of Wake County, North Carolina, and of full age, does this day form a corporation not for profit and does hereby certify:

**Article I
NAME**

The name of the corporation is Willowridge Homeowner Association, Inc., hereinafter called the Association.

**Article II
PRINCIPAL AND REGISTERED OFFICE**

The principal and initial registered office of the Association is located at: 201 Shannon Oaks Circle, Suite 120, Cary, Wake County, North Carolina 27511

**Article III
REGISTERED AGENT**

TLC Management of Raleigh, Inc. is hereby appointed the initial registered agent of the Association.

**Article IV
PURPOSE AND POWERS OF ASSOCIATION**

The Association is a non-stock corporation and no part of the profits, if any, of the Association shall inure to the pecuniary benefit of its members or to any other person; and the specific purposes for which it is formed are to provide for maintenance and preservation of the Common Areas, as same are defined in the Declaration, hereafter referred to, and to provide architectural control of the residential Lots, improvements thereto, Common Areas and any other properties which may be subsequently acquired by the Association, and to promote the health, safety and welfare of the residents within Willowridge Subdivision, as same is shown on plats recorded in Lee County, North Carolina (the "Development"). The Association shall have the following general powers and any other power impliedly arising there from, to be exercised in the manner provided and in conformity with applicable laws, the Declaration hereinafter referred to, the Bylaws of the Association, and these Articles:

- (1) To 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 real property comprising the Development and recorded or to be recorded in the Office of the Register of Deeds of Lee County, North Carolina, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (2) To fix, levy, collect, and enforce payments by any lawful means, of all charges or

provided in N.C.G.S. Section 47F-3-103(e), as amended. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors, until the selection and qualification of their successors, are:

NAME	ADDRESS
Norman Block	2213 Winpost Lane, Apex, NC 27502
Mark Lyczkowski	129 SA. Steele Street, Sanford, NC 27330
Bryan Cope	201 Shannon Oaks Circle, Suite 120 Cary, Lee County, North Carolina 27511

The directors named above, and their successors, will serve until their successors are elected at an annual meeting or a special meeting called for the purpose of electing directors. The directors shall have the right to elect a successor director to serve the balance of the term of any director who resigns, dies or is removed from office by the Members.

To the fullest extent permitted by the North Carolina Non-Profit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a Director of the Association shall be personally liable to the Association or any of its members for monetary damages for breach of duty as a Director, except for acts or omissions with respect to which the North Carolina Non-Profit Corporation Act or the common law of North Carolina does not permit the limitation of liability.

Article VIII DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by lot owners to whom at least eighty percent (80%) of the votes in the Association are allocated. Upon dissolution of the Association, a dedication of the Common Areas as they then exist for public use for purposes as similar to those to which they were required to be devoted by the Association, shall be offered to the appropriate unit of local government and the areas thus dedicated shall be conveyed to the local governmental unit. In the event that the local governmental unit refuses to accept such dedication and conveyance, such 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. This corporation shall have no capital stock. In the event of dissolution, no member, Director, or officer of the Corporation or any private individual shall be entitled to share in the distribution of the assets of this Corporation.

Article IX DURATION

The Corporation shall exist perpetually.

**Article X
AMENDMENTS**

Except as herein provided, any amendment of these Articles shall require the affirmative vote or written agreement signed by Lot owners to which at least 67% of the votes in the Association are allocated.

**Article XI
INCORPORATOR**

The name and address of the incorporator is Jack B. Styles, 211 E. Six Forks Road, Suite 204, Raleigh, NC 27609.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of North Carolina, I, the undersigned, being the incorporator of this Association, have executed these Articles of Incorporation this 29th day of July, 2005.



Jack B. Styles, Incorporator

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