

Return to: Smith Debra
PO Drawer 26268
Raleigh NC 27611

BOOK 2007 PAGE 639



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

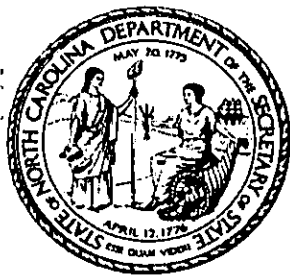
I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

THE POINTE AT FLOWERS PLANTATION HOMEOWNERS ASSOCIATION, INC.

the original of which was filed in this office on the 10th day of January, 2001.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 10th day of January, 2001

Elaine F. Marshall
Secretary of State

BOOK 2007 PAGE 640

SOSID: 0576628
Date Filed: 1/10/2001 2:58 PM
Elaine F. Marshall
North Carolina Secretary of State

210089041

ARTICLES OF INCORPORATION
OF
THE POINTE AT FLOWERS PLANTATION
HOMEOWNERS ASSOCIATION, INC.

The undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit corporation under the laws of the State of North Carolina.

Article 1. Name

The name of the corporation is The Pointe at Flowers Plantation Homeowners Association, Inc. (The "Association").

Article 2. Principal Office

The initial principal office of the Association is located in Johnston County, North Carolina and its street address is 2378-H NC Hwy 42 West, Clayton, North Carolina, 27520.

Article 3. Duration

The Association shall have perpetual duration.

Article 4. Applicable Statute

The corporation is organized pursuant to the provisions of the North Carolina Nonprofit Corporation Act.

Article 5. Purposes and Powers

The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members.

(a) In way of explanation and not of limitation, the purposes for which it is formed are:

(i) to be and constitute the Association to which reference is made in the Declaration of Covenants, Conditions and Restrictions for **Plantation Pointe** at Flowers' Plantation ("Declaration"), recorded or to be recorded in the Office of the Register of Deeds for Johnston County, North Carolina, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the By-Laws of the Association ("By-Laws") and as provided by law; and

(ii) to provide an entity for the furtherance of the interests of the owners of property subject to the Declaration.

State of North Carolina, Johnston Co.
Filed for Registration at 8:50 A M.
Jan 18 2001 in the
Register of Deeds Office
Recorded in Book 2007 Page 639
Cecil M. Massengill

By Donna Stallings
Dep/Asst
Register of Deeds

(b) In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by its board of directors:

(i) all of the powers conferred upon nonprofit corporations by common law and the statutes of the State of North Carolina in effect from time to time;

(ii) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, or the Declaration, including, without limitation, the following:

(1) to fix and collect assessments or other charges to be levied;

(2) to manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Association by covenant, contract, or agreement has a right or duty to provide such services;

(3) to enforce covenants, conditions, or restrictions effecting any property to the extent the Association may be authorized to do so under the Declaration, the By-Laws, or the instrument of which such covenants, conditions, or restrictions are a part;

(4) to engage in activities that will actively foster, promote, and advance the common interests of all owners of property subject to the Declaration;

(5) to buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(6) to borrow money for any purpose to the extent the Association may be authorized to do so under the Declaration or the By-Laws;

(7) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other entity or agency, public or private;

(8) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals;

(9) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provision of the Declaration; and

(10) to provide any and all supplemental services as may be necessary or desirable to serve the interests of the owners of property subject to the Declaration.

(c) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 5 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provisions of this Article 5.

Article 6. Membership

The Association shall be a membership corporation without certificates or shares of stock. The Declarant and each Person who is the Owner of a Unit (as such capitalized terms are defined in the Declaration) are members and shall be entitled to vote as set forth in the Declaration and the By-Laws.

Article 7. Board of Directors

A board of directors shall govern the business and affairs of the Association. The number, qualification, method of selection and term of office of directors shall be as set forth in the By-Laws. The initial directors and their addresses shall be as follows:

Charles Terry Coats
2378-H NC 42 West
Clayton, NC 27520

George Walton Barnes
7926 Footman Way
Raleigh, NC 27615

Kenneth H. Evans
4121 Lassiter Mill Road
Raleigh, NC 27609

Article 8. Indemnification of Directors

To the extent consistent with the North Carolina Nonprofit Corporation Act, as it exists on the date hereof or as it may hereafter be amended, the Association shall indemnify its officers and directors as required by the By-Laws. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

Article 9. Dissolution

The Association may be dissolved only upon a resolution duly adopted by the board of directors and the affirmative vote of members who are Owners of not less than two-thirds (2/3) of the Units, and the consent of the Declarant, so long as the Declarant owns any property subject to the Declaration or which may unilaterally be subjected to the Declaration by the Declarant. Upon dissolution of the Association, any remaining real property of the Association shall be dedicated to an appropriate nonprofit corporation or public agency to be used for purposes similar to those for which this Association was created.

Article 10. Merger and Consolidation

The Association may merge or consolidate only upon a resolution duly adopted by the board of directors and the affirmative vote of members who are Owners of not less than two-thirds (2/3) of the Units and the consent of the Declarant, so long as the

Declarant owns any property subject to the Declaration or which may unilaterally be subjected to the Declaration by the Declarant.

Article 11. Amendments

These Articles may be amended only upon a resolution duly adopted by the board of directors and the affirmative vote of at least two-thirds (2/3) of the total eligible votes of the members, and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may unilaterally be subjected to the Declaration by the Declarant; provided however, no members shall be entitled to vote on any amendment to these Articles of Incorporation adopted for the sole purpose of complying with the requirements of any governmental or quasi governmental entity (including, without limitation, HUD or VA) or institutional lender authorized to fund, insure or guarantee mortgages on Individual Units, as such requirements may exist from time to time, which amendments may be adopted by the board of directors without membership approval.

Article 12. HUD/VA Approval

So long as the Declarant may appoint and remove a majority of the Board and so long as HUD and/or VA is holding, insuring or guaranteeing any loan secured by property subject to the Declaration, the following actions shall require the prior approval of HUD and/or VA, respectively: annexation of additional property other than that described on Exhibit B, any dedication or mortgage of the Common Property, any merger or consolidation in which the Association is a participant, dissolution of the Association, or material amendment of these Articles.

Article 13. Incorporator

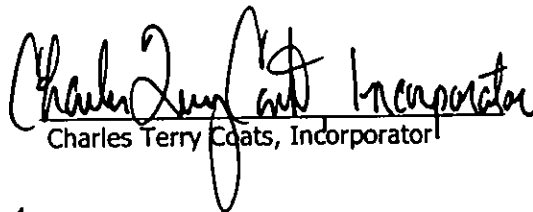
The name and address of the incorporator is as follows:

Charles Terry Coats
2378-H NC 42 West
Clayton, NC 27520

Article 14. Registered Agent and Office

The initial registered office of the Corporation is 2378-H NC 42 West, Clayton, NC, 27520, and the initial registered agent at such address is Charles Terry Coats. (Johnston County)

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.


Charles Terry Coats, Incorporator