



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

WILLIAMSTON RIDGE HOMEOWNERS ASSOCIATION

the original of which was filed in this office on the 11th day of October, 2005.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 11th day of October, 2005

Elaine F. Marshall

Secretary of State

STATE OF NORTH CAROLINA
DEPARTMENT OF THE SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
WILLIAMSTON RIDGE HOMEOWNERS ASSOCIATION

A NORTH CAROLINA NONPROFIT CORPORATION

Pursuant to § 55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

ARTICLE I
NAME

The name of the Corporation is WILLIAMSTON RIDGE HOMEOWNERS ASSOCIATION, hereinafter called the "Association".

ARTICLE II
INITIAL REGISTERED OFFICE

The street address and county of the initial registered office of the Association is:

1951 Clark Avenue, Raleigh, North Carolina 27605 County: Wake
County

ARTICLE III
INITIAL REGISTERED OFFICE MAILING ADDRESS

The mailing address of the initial registered office of the Association is:

Post Office Box 10669, Raleigh, North Carolina 27605

ARTICLE IV
INITIAL REGISTERED AGENT

The name of the initial registered agent of the Association is Henry W. Jones, Jr.

ARTICLE V
INCORPORATOR

Michael E. Cash, 35 Widgeon Court, Youngsville, Franklin County, North Carolina 27596 is the incorporator of the Association.

ARTICLE VI
PRINCIPAL OFFICE

The street address, mailing address and county of the principal office of the Association is:

35 Widgeon Court
Youngsville, North Carolina 2596

County: Franklin County

ARTICLE VII
PURPOSE AND POWERS OF THE ASSOCIATION

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 preservation and architectural control of residence Lots within those certain Properties more particularly described in that certain set of covenants and restrictions recorded at Book 1095, Page 327, Franklin County, North Carolina, Registry, as amended subsequent thereto by Amendment or Addendum, and to promote the health, safety, and welfare of the residents within the above described property and any additions or annexations as may hereafter be brought within the jurisdiction of this Association for these purposes to:

(a) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments; to pay all 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;

(b) 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 property in connection with affairs of the Association and subject to the laws of the State of North Carolina;

(c) Borrow money, and with the assent of two-thirds (2/3) of the 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; provided however that the rights of such mortgages in said properties shall be subordinate to the rights of the members;

(d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

(e) Have and to exercise any and all powers, rights, and privileges which a corporation organized under the Nonprofit Corporation law of the State of North Carolina by law may now or hereafter have or exercise.

This corporation is organized and shall be operated exclusively as a homeowners association and not for profit. No part of the earnings of this corporation or the funds

contributed by any person or corporation shall inure to the benefit of any director, officer, or Member of the corporation, or any private individual (other than by acquiring, constructing, or providing management, maintenance, and care of the Association property, and other than by a rebate of excess membership dues, fees, or assessments), except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes.

In order to properly prosecute the objects and purposes set forth herein, this corporation shall have all the powers vested in corporations by the laws of the State of North Carolina, Chapter 55A, and other laws relating to corporations which may appear in the General Statutes of North Carolina, together with all amendments thereto, past and future, which powers shall include, but shall not be limited by nor shall such powers be deemed as exclusive of other powers vested in the corporation, the foregoing powers stated above.

ARTICLE VIII **MEMBERSHIP**

Every person or entity who voluntarily elects to pay the membership fees and assessments set forth in the Association's By-Laws and is a record owner of a fee or undivided fee interest in any Lot which is subject to the Protective Covenants in Book 1095, Page 327 recorded in the Office of the Franklin County Registry, and as amended subsequent thereto by Amendment or Addendum, 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.

ARTICLE IX **VOTING RIGHTS**

The Association shall have one class of voting membership.

Members shall be entitled to one vote for each assessment paid as required for membership. When more than one person holds an interest in any Lot, all such persons shall be Members, and the vote for such Lot shall be exercised as the majority of such persons among themselves determine; however in no event may more than one vote be cast with respect to any one Lot. Fractional voting shall be prohibited. At any meeting of the Members, a representation by any of such persons that a majority of such persons have agreed as to the vote for such Lot shall be conclusive unless another of such persons contests such representation at such meeting prior to the casting of such vote.

ARTICLE X **BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of Directors which shall be no less than three (3) nor more than nine (9). The number of members of the first Board of Directors of the Association shall be three (3), who need not be members of the Association. Thereafter the number of directors of succeeding Board of Directors shall be as provided from time to time by the By-Laws of the Association. The names and post office addresses of the initial members of the Board of Directors who, subject to the provisions of the By-Laws of the

Association, shall hold office until the first Annual Meeting of the Membership (or until their successors are elected and qualified) are as follows:

<u>Name</u>	<u>Address</u>
Valerie Weston	260 Williamston Ridge Dr. Youngsville, N.C. 27596
Debra Bonnefond	35 Totten Court Youngsville, N.C. 27596
Tom Penny	20 Totten Court Youngsville, N.C. 27596
Linn Urmson	125 Linnett Court Youngsville, N.C. 27596
Jennifer Brewer	95 Williamston Ridge Drive Youngsville, N.C. 27596
Dave Shannon	150 Williamston Ridge Drive Youngsville, N.C. 27596
Michael E. Cash	35 Widgeon Court Youngsville, N.C. 27596

ARTICLE XI **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.

ARTICLE XII **DURATION**

The corporation shall exist perpetually.

ARTICLE XIII **AMENDMENTS**

Amendment to these Articles shall require the assent of seventy-five (75%) percent of the vote of the members at a duly called meeting of the Association at which a quorum is present approves the change.

**ARTICLE XIV
EFFECTIVE DATE**

These articles will be effective upon filing.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of North Carolina, I, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 7th day of October, 2005.

By: Michael E Cash (SEAL)
MICHAEL E. CASH, INCORPORATOR

STATE OF NORTH CAROLINA

COUNTY OF Wake

On this 7 day of October, 2005, personally appeared before me the said named Michael Cash, to me known and known to me to be the person described in and who before me executed the foregoing instrument as incorporator of WILLIAMSTON RIDGE HOMEOWNERS ASSOCIATION and he acknowledged that he executed the same, and being duly sworn by me, made oath that the statements in the foregoing instrument are true and made on behalf of WILLIAMSTON RIDGE HOMEOWNERS ASSOCIATION.



Sue Harrell Woodlief

NOTARY PUBLIC

My commission expires 09-08-08