



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

SOMERSET RESIDENTIAL COMMUNITY ASSOCIATION, INC.

the original of which was filed in this office on the 10th day of September, 2003.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 10th day of September, 2003

Elaine F. Marshall

Secretary of State

**ARTICLES OF INCORPORATION
OF
SOMERSET RESIDENTIAL
COMMUNITY ASSOCIATION, INC.**

The undersigned natural person of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit corporation under and by virtue of the laws of the State of North Carolina as contained in Chapter 55-A of the General Statutes of North Carolina entitled "Non-Profit Corporation Act" and the several amendments thereto, and to that end does hereby set forth:

ARTICLE I.

The name of the corporation is Somerset Residential Community Association, Inc.

ARTICLE II.

The period of duration of the corporation shall be perpetual.

ARTICLE III.

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 Common Areas within the outer perimeter of that land shown on that certain plat dated August 12, 2003, as surveyed by Bobbitt

Surveying, P.A., and designated as "Survey of Somerset Plantation - Property of T & W Investments, a North Carolina general partnership" as appears in Plat Book "W," Page 868, Vance County Registry, in Williamsboro Township, County of Vance, State of North Carolina, such land being hereinafter referred to as "the Properties," and to promote the health, safety and welfare of the residents within the above-described property for the purpose to:

- (a) exercise all the powers and privileges and to perform all the duties and obligations of the Association as set forth in that certain Declaration of Protective Covenants, Conditions and Easements for Somerset Plantation, hereinafter called the "Declaration," applicable to the Property and recorded or to be recorded in the Office of the Register of Deeds of Vance County 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;
- (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 Common Area and/ or 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-third's (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real and 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 effected unless an instrument has been signed by sixty-seven (67%) percent of each class of members, agreeing to such dedication, sell or transfer;
- (f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes;
- (g) have and to exercise any and all powers enumerated in NCGS Section 47F -3-102 (and any amendments thereto).
- (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;
- (i) in general, to have, exercise and carry on any activity which may seem to the corporation capable of being conveniently carried on or exercised in connection with the above or which may seem to be calculated directly or indirectly to further the purposes of the corporation and not forbidden by the laws of the State of North Carolina;
- (j) 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 its liabilities and obligations have been discharged or adequate provisions made therefor, be distributed to any association or associations organized for the purposes similar to those set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE IV.

The corporation is to have no capital stock. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants or 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 any interest merely as security for the performance of any 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 V.

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 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 votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) January 1, 2015.

ARTICLE VI.

The address of the initial registered principal office of the corporation is 857 Beckford Drive, Suite A, Henderson, Vance County, North Carolina, 27536, and the name of the initial registered agent at such address is Thomas S. Hester, Jr.

ARTICLE VII.

The number of directors constituting the initial Board of Directors shall be two (2), and the names and addresses of the persons who are to serve as directors until the first meeting of the corporation or until their successors are elected and qualified are:

NAME	ADDRESS
Thomas S. Hester, Jr.	407 Beechwood Trail Henderson, NC 27536
W. A. Currin	206 West Creek Road Henderson, NC 27537

Election of directors shall be as provided for in the By-Laws of the Association.

ARTICLE VIII.

The association may be dissolved with the assent given in writing and signed by not less than sixty-seven (67%) percent 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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX.

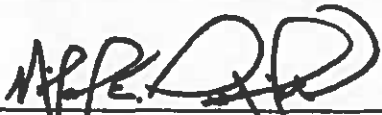
Amendment of these Articles shall require the assent of seventy-five (75%) percent of the entire membership.

ARTICLE X.

The name of the incorporator is:

NAME	ADDRESS
Michael E. Satterwhite	P.O. Box 1820 115 North Garnett Street Henderson, NC 27536

IN TESTIMONY WHEREOF, I have hereunto set my hand this 8th day of September, 2003.



MICHAEL E. SATTERWHITE,
Incorporator

**STATE OF NORTH CAROLINA
COUNTY OF VANCE**

I, a Notary Public of said county do hereby certify that Michael E. Satterwhite, Incorporator, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

WITNESS my hand and official stamp or seal this 8th day of September, 2003.

Annette J. Quinn
NOTARY PUBLIC

My Commission Expires: 10-05-04

