

3931 PAGE 551
**State of
North
Carolina**



Return to: Robert W. Wilson
Haynes & Spruell
P.O. Box 10096
Raleigh, NC 27605

**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 (9 sheets) to be a true copy of

ARTICLES OF INCORPORATION

OF

HOLLY BROOK HOMEOWNERS ASSOCIATION, INC

and the probates thereon, the original of which was filed in this office on the 30th day of January 19 87, 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 30th day of January in the year of our Lord 19 87.



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

BOOK 3931 PAGE 552

ARTICLES OF INCORPORATION
OF
HOLLY BROOK HOMEOWNERS ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one (21) years or more, do hereby associate ourselves into a non-profit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes of North Carolina, entitled "Non-Profit Corporation Act", and the several amendments thereto, do hereby make, and acknowledge these Articles of Incorporation, and to them do hereby set forth:

ARTICLE I

The name of the corporation is Holly Brook Homeowners Association, Inc., hereinafter called the "Association".

ARTICLE II

The principal and registered office of the Association is located at 401 Harrison Oaks Blvd., Cary, Wake County, North Carolina 27511.

ARTICLE III

E. B. Hanly, whose address is 401 Harrison Oaks Blvd., Cary, Wake County, North Carolina 27511 is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pec or profit to the members thereof, and the specific which it is formed are to provide for maintenance, and architectural control of the residence Lots and Space within that certain tract or property describ

See Exhibit "A"

and to promote the health, safety and welfare of th within the above described property and any additio may hereafter be brought within the jurisdiction of ation for this purpose to:

(a) exercise all of the powers and privi perform all of the duties and obligations of t tion as set forth in that certain Declaration Conditions and Restrictions, hereinafter calle ration", applicable to the property and record recorded in the Office of the Wake County Regi and as to the same may be amended from time to therein provided, said Declaration being incorj herein as if set forth at length;

(b) fix, levy, collect and enforce payme lawful means, all charges or assessments pursu terms of the Declaration; to pay all expenses :

therewith and all office and other expenses incident to the conduct of the business of the Association, including licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), or hold, improve, build upon, operate, maintain, convey, 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 the 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 Open Space to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members or the Board of Directors as prescribed in the Declaration. Except as provided in the Declaration, 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 Open Space, provided that any such merger, consolidation or

annexation shall have the assent of two-thirds of each class of members;

(g) have and to exercise any and all powers and privileges which a corporation organized under the Non-Profit Corporation Law of the State of New York by law may now or hereafter have or exercise.

(h) contract with the owners of recreational facilities for the use of such facilities by the members of the Association, or furnish such facilities.

(i) contract with a public utility for the use of utility facilities located on the Property.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of an undivided fee interest in any Lot which is subject to assessment by the Association, and who is a contract seller, 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 cannot 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 membership:

Class A. Class A members shall be all Owners with exception of the Declarant and shall be entitled to one vote for each Lot owned. When more than one person has 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. No fractional vote shall be allowed.

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 Class B membership equal the total votes outstanding in Class A membership shall be reinstated if thereafter a certain number of additional lands are annexed to the Properties with the assent of Class A members on account of the development of such additional lands by the Declarant, all as provided for in Article VII, Section 2 of the Declaration, or

(b) January 1, 1994.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be Board of five (5) Directors, who need not be member Association. The number of directors may be change ment of the By-Laws of the Association. The names of the persons who are to act in the capacity of di the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Brian C. Grabowski	401 Harrison Cary, NC 27
Wanda L. Earp	401 Harrison Cary, NC 27
Bryan T. Alley	401 Harrison Cary, NC 27
Rosemary G. Gray	401 Harrison Cary, NC 27
Edith S. Crews	401 Harrison Cary, NC 27

At the first annual meeting the members sh
two directors for a term of one year, two directors
of two years and one director for a term of three year
each annual meeting thereafter the members shall elec
for the terms expiring that year for a term of three

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent in writing and signed by not less than two-thirds (2/3) of a 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 use to be used for purposes similar to those for which this Association was created. In the event that such dedication is not accepted, 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 seventy-five percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, and provided the project has received prior approval of FHA or VA and if the following actions will require the prior written approval of the Federal Housing Administration or the Veterans Administration and FHMA: annexation of additional properties, mergers and

consolidations, mortgaging of Common Open Space, de
Common Open Space, dissolution and amendment of the

ARTICLE XII

INCORPORATOR

Name

Address

Robert W. Wilson, Jr.

3600 Glenwo
Raleigh, No

IN WITNESS WHEREOF, for the purpose of fo
corporation under the laws of the State of North Ca
the undersigned, constituting the incorporators of
tion, have executed these Articles of Incorporation
of January, 1987.

Robert W. Wilson, Jr.
Robert W. Wilson, Jr.

STATE OF NORTH CAROLINA
COUNTY OF WAKE

THIS IS TO CERTIFY, that on the 22 day
1987, before me, a Notary Public, personally appear
Wilson, Jr., who I am satisfied is the person named
executed the foregoing Articles of Incorporation, a
first made known to him the contents thereof, he di
that he signed and delivered the same as his volunt
deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set
affixed my official seal, this the 22 day of JAN
1987.

Bernadine S.
Notary Publ.

My commission expires

8/5/90

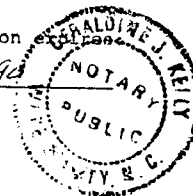


EXHIBIT A

TRACT A

Being all of Tract 2 consisting of 59.95 acres, according to Plat "Property of R.M. Dickens, Heirs, White Oak & Holly Springs Townships, County, North Carolina", dated March 9, 1984, prepared by James H. Hol Jr., RLS, Chapel Hill, N.C., recorded in Book 1984, Page 329, Wake County Registry.

TRACT B

Beginning at a set iron pipe in the western right of way line of said point being the northeast corner of Lot 3-A1 according to the plat after referred to, and running thence along the northern line of said 87 degrees 34 minutes 57 seconds West 955.21 feet to a set iron pipe in now or formerly of R.M. Dickens; thence along the line of Dickens North 25 minutes 03 seconds East 905.39 feet to a set iron pipe, a new corner thence along a new line of Pierce South 87 degrees 34 minutes 57 seconds 968.78 feet to a set iron pipe in the western right of way line of SR thence along the western right of way line of said Highway South 03 degrees 16 minutes 35 seconds West 905.5 feet to the Point or Place of BEGINNING containing 20 acres, more or less, and being all of Lot 2A, according to plat entitled "A Portion of the lands of G.L. Pierce, Heirs" prepared by Smith and Smith, Surveyors, revised October 23, 1985, reference to which is hereby made for a more particular description.