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Elaine F. Marshall
North Carolina Secretary of State
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**ARTICLES OF INCORPORATION OF
SUNSET POINTE SUBDIVISION HOMEOWNERS ASSOCIATION, INC.**

Pursuant to section 55A-2-02 of the General Statutes of North Carolina, the undersigned, a natural person of the age of eighteen (18) years or more, does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

**ARTICLE I
NAME**

The name of the corporation is Sunset Pointe Subdivision Homeowners Association, Inc. (hereinafter the "Association").

**ARTICLE II
REGISTERED OFFICE**

The street and mailing address, and county, of the Association's initial registered office is 130 Edinburgh South, Suite 203, Cary, Wake County, North Carolina 27511.

**ARTICLE III
REGISTERED AGENT**

Cary Kasdorf, whose address is 130 Edinburgh South, Suite 203, Cary, Wake County, North Carolina 27511, is the initial registered agent of the Association.

**ARTICLE IV
PRINCIPAL OFFICE**

The street and mailing address, and county, of the Association's principal office is 130 Edinburgh South, Suite 203, Cary, Wake County, North Carolina 27511.

**ARTICLE V
INCORPORATOR**

F. Timothy Nicholls, whose address is 3700 Glenwood Avenue, Suite 500, Raleigh, Wake County, North Carolina 27612, is the incorporator.

**ARTICLE VI
MEMBERS**

The Association will have members, with such designations, rights, powers and privileges as provided in the Protective Covenants of Sunset Pointe Subdivision (hereinafter the "Declaration") recorded in Book 12444, Page 2224, Wake County, North Carolina Register of Deeds.

ARTICLE VII DISTRIBUTION UPON DISSOLUTION

Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate governmental agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any other organization eligible under the provisions of Chapter 55A of the General Statutes of North Carolina.

ARTICLE VIII PURPOSE AND POWERS

The Association does not contemplate pecuniary gain or profit to its members. The specific purposes for which the Association is formed are to provide maintenance, preservation and architectural control of the residential lots and common properties, as identified in the Declaration and comprising Sunset Pointe Subdivision, Holly Springs Township, Wake County, North Carolina (hereinafter the "Subdivision"), and to promote the health, safety, and welfare of the residents within the Subdivision. The powers of the Association in furtherance of such purposes shall include, but not be limited to, the power:

(a) to exercise all of the powers and privileges and to perform all of the duties and obligations of things reasonably necessary or desirable for carrying out the purposes set forth herein and for protecting the lawful rights and interests of its members in connection therewith;

(b) to fix, levy, collect and enforce payment by any lawful means of all charges or assessments to members, and to pay all expenses in connection therewith and all other expenses incident to the conduct of the Association's business, including all licenses, taxes or governmental charges levied or imposed against the Association and its properties;

(c) to 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, subject to such conditions as may be agreed to by the members as provided in the Declaration and the Association's bylaws;

(d) to borrow money;

(e) to dedicate, sell or transfer all or any part of its properties, or grant an easement or right of way, to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members as provided in the Declaration and the Association's bylaws;

(f) to have and to exercise any and all powers, rights and privileges, and to transact any lawful activity, which a corporation, organized under the Nonprofit Corporation Act, Chapter 55A, of the North Carolina General Statutes, may now or hereafter have or exercise.

ARTICLE IX DURATION

The Association shall exist perpetually.

**ARTICLE X
DEFINED TERMS**

Any term defined in the Declaration shall have the same meaning in these Articles.

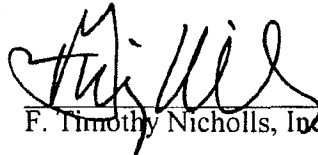
**ARTICLE XI
AMENDMENT**

The Members of the Association may amend these Articles by the affirmative vote of at least two-thirds (2/3) of all eligible votes, cast in person or by proxy at any meeting of the Members of the Association held in accordance with the Bylaws. Any such amendment shall be effective upon its recordation in the Office of the North Carolina Secretary of State.

**ARTICLE XII
EFFECTIVNESS**

These Articles will be effective upon filing.

This is the 29th day of January, 2010.



F. Timothy Nicholls, Incorporator