

ARTICLES OF INCORPORATION

WESTON PLACE PROPERTY OWNERS ASSOCIATION, INC.

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.

I.

The name of the corporation (the "Corporation") is:

Weston Place Property Owners Association, Inc.

II.

The initial registered office of the Corporation is:

15401 Weston Parkway, Suite 175
Cary, North Carolina 27519
Wake County

III.

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

15401 Weston Parkway, Suite 175
Cary, North Carolina 27519

IV.

The initial registered agent of the Corporation shall be McCar Homes -- Raleigh, LLC.

V.

The name and address of the incorporator is:

Keith D. Burns
Morris, Manning & Martin, LLP
P.O. Box 12768
Research Triangle Park, NC 27709

VI.

The Corporation shall have two (2) classes of Members as provided in the bylaws of the Corporation (the "Bylaws"). Members shall have the voting rights as provided in the Bylaws.

VII.

The Corporation shall have perpetual duration.

VIII.

The purposes for which the Association is organized are to provide for the ownership, management and operation of the "Area of Common Responsibility" (as that term is defined in the Declaration of Covenants, Restrictions and Easements for Weston recorded in the Wake County, North Carolina Registry at Book 11848, Page 2038 (the "Declaration")); the enforcement of the covenants and restrictions set forth in the Declaration, and to levy assessments against the members of the Association in accordance with the terms and provisions of the Declaration in order to raise the funds required by the Association to defray expenses which the Association shall incur in carrying out such purposes.

IX.

The Corporation is organized as a nonprofit, nonstock, membership corporation for the sole purpose of performing certain functions for the common good and general welfare of the residents of that certain residential subdivision development (the "Development") in Wake County, North Carolina, commonly known as "Weston." The Corporation shall have no power or duty to do or perform any act or thing other than those acts and things which will promote in some way the common good and general welfare of the residents of the Development. To the extent, and only to the extent, necessary to carry out such purpose, the Corporation (a) shall have all of the powers of a corporation organized under the North Carolina Nonprofit Corporation Code and (b) shall have the power and duty to exercise all of the rights, powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Bylaws.

Unless otherwise defined herein, all capitalized terms in these Articles of Incorporation shall have the same meaning as ascribed to such capitalized terms in the Bylaws.

No part of the net earnings, gains or assets or assets of the Corporation shall inure to the benefit of or be distributable to its directors, officers, other private individuals, or organizations organized and operated for a profit (except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation as herein stated). No substantial part of the activities of the Corporation shall be the direct or indirect participation or intervention in political campaigns on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt for federal income tax under Section 501(c)(6) or Section 528 of the Internal Revenue Code, or corresponding section of any future federal tax code.

In the event of the dissolution and liquidation of this corporation, to the extent allowed or permitted under applicable laws, the property and assets of the corporation shall be, as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to any organization(s) organized and operating for the same purposes for which the corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these articles of incorporation or that the

corporation shall fail to act within a reasonable time in the manner provided in these articles of incorporation, the Wake County Superior Court shall, upon application of one or more persons having a real interest in the corporation or its assets, make such distribution(s) as provided in these articles of incorporation.

X.

No director of the Corporation shall be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty of care or other duty as a director, except that this Article XI shall not eliminate or limit the liability of a director: (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the director derives an improper personal benefit. Neither the amendment nor repeal of this Article XI, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article XI, shall eliminate or reduce the effect of this Article XI in respect of any act or failure to act, or any cause of action, suit or claim that, but for this Article XI, would accrue or arise prior to any amendment, repeal or adoption of such an inconsistent provision. If the Nonprofit Corporation Code is subsequently amended to provide for further limitations on the personal liability of directors of corporations for breach of duty of care or other duty as a director, then the personal liability of the directors of the Corporation shall be so further limited to the greatest extent permitted by the Nonprofit Corporation Code.

XI.

These Articles of Incorporation may be amended only upon a resolution, duly adopted by the Board of Directors, the affirmative vote of members other than the Declarant who own at

least two-thirds (2/3rds) of the Lots, and the consent of the Declarant, so long as the Declarant owns any Lot.

XII.

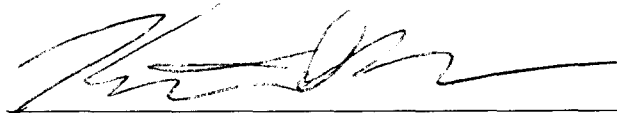
The street address and county of the principal of the Corporation is:

15401 Weston Parkway, Suite 175
Cary, North Carolina 27519
Wake County

XIII.

The mailing address of the principal office is listed in Article XIII above.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on July 31, 2006.



Keith D. Burns, Incorporator