



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

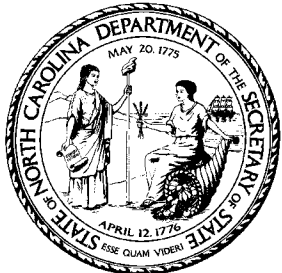
I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

RAVEN RIDGE PLACE TOWNHOME ASSOCIATION, INC.

the original of which was filed in this office on the 3rd day of December, 2024.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 3rd day of December, 2024.

Elaine F. Marshall

Secretary of State

ARTICLES OF INCORPORATION
OF
RAVEN RIDGE PLACE TOWNHOME ASSOCIATION, INC.
(A NONPROFIT CORPORATION)

These are the Articles of Incorporation for Raven Ridge Place Townhome Association, Inc., a North Carolina nonprofit corporation.

Article 1. Name. The name of the corporation is Raven Ridge Place Townhome Association, Inc. For convenience, the corporation is referred to in this instrument as the “*Association*.”

Article 2. Principal Office. The initial principal office of the Association is:

4020 Westchase Blvd., Suite 470
Raleigh, North Carolina 27607
Wake County

Article 3. Initial Registered Agent and Office. The initial registered agent of the Association is Stanley Martin Homes, LLC, a Delaware limited liability company (“*Stanley Martin*”), and the street and mailing address of the registered agent’s office is:

4020 Westchase Blvd., Suite 470
Raleigh, North Carolina 27607
Wake County

Article 4. Duration. The Association will have perpetual duration.

Article 5. Applicable Statute. The Association is organized pursuant to the provisions of the North Carolina Nonprofit Corporation Act.

Article 6. Definitions. All capitalized terms used herein which are not defined have the meaning set forth in the Declaration for Raven Ridge Place Townhomes recorded or to be recorded in the Office of the Register of Deeds of Wake County, North Carolina, by Stanley Martin (said declaration, as amended and/or supplemented from time to time in accordance with its terms, is herein referred to as the “*Declaration*”).

Article 7. Purposes and Powers. The Association does not contemplate pecuniary gain or benefit, direct or indirect, to its members. By way of explanation and not of limitation, the purposes for which it is formed are:

(a) to be and constitute the Association to which reference is made in the Declaration, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as set forth in the Declaration, the Bylaws, and as provided by law; and

(b) to provide an entity for the furtherance of the interests of the Owners of property subject to the Declaration.

In furtherance of its purposes, the Association will have the following powers, which, unless indicated otherwise by these Articles, the Declaration or Bylaws of the Association, may be exercised by the Board:

(x) all of the powers conferred upon nonprofit corporations by common law and the North Carolina statutes in effect from time to time, including without limitation N.C. Gen. Stat. § 47C-3-102;

(y) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the Bylaws, and the Declaration, including, without limitation, the following:

(i) to fix, levy, collect, and enforce payment of all charges or assessments authorized by the Declaration by any lawful means; to pay all expenses in connection therewith and all administrative 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 property of the Association;

(ii) to manage, control, operate, maintain, repair, and improve any Common Areas and/or Common Facilities, or any other property for which the Association, by law, rule, regulation, declaration, or contract, has a right or duty to provide such services;

(iii) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration;

(iv) to engage in activities which will foster, promote, and advance the common interests of Owners of property subject to the Declaration;

(v) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(vi) to borrow money for any purpose subject to such limitations as may be contained in the Declaration or the Bylaws;

(vii) to enter into, make, perform, and enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other corporation, or other entity or agency, public or private;

(viii) to provide any and all supplemental services to the Townhome Community as may be necessary or desirable.

The foregoing enumeration of powers does not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 7 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article 7.

Article 8. Membership. The Association will be a membership corporation without certificates or shares of stock. Prior to the recording of the Declaration in the Office of the Register of Deeds, Wake County, North Carolina, Stanley Martin will be the sole member of the Association. Following the recording of the Declaration, membership and voting rights will be as specified in the Declaration.

Article 9. Executive Board. The business and affairs of the Association will be conducted, managed, and controlled by the “**Board**” (also referred to as the “**Executive Board**”). The Board may delegate its operating authority to such entities, individuals, or committees as it, in its discretion, may determine. The initial Executive Board will be elected by the incorporator in accordance with N.C. Gen. Stat. § 55A-2-05(a)(2), and in accordance with the terms of the Declaration and the Bylaws. The method of election and removal of the members of this and subsequent Executive Boards, the filling of vacancies and the term of office of Executive Board members will be as set forth in the Declaration and the Bylaws.

Article 10. Liability of Executive Board Members. No person who is serving or who has served as an Executive Board member of the Association will be personally liable to the Association or any of its members for monetary damages for breach of duty as an Executive Board member, except for liability with respect to (a) acts or omissions that the Executive Board member at the time of such breach knew or believed were clearly in conflict with the best interests of the Association, (b) any transaction from which the Executive Board member derived an improper personal benefit or (c) acts or omissions with respect to which the North Carolina Planned Community Act does not permit the limitation of liability. As used herein, the term “improper personal benefit” does not include an Executive Board member’s reasonable compensation or other reasonable incidental benefit for or on account of his service as an Executive Board member, officer, employee, independent contractor, attorney, or consultant of the Association. No amendment or repeal of this Article, nor the adoption of any provision to these Articles of Incorporation inconsistent with this Article, may eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

Article 11. Dissolution. The Association may be dissolved only as provided in the Declaration, Bylaws, and by the laws of the State of North Carolina and will be dissolved upon termination of the Declaration in accordance with its terms. If the Association is dissolved, the net assets of the Association (after distributions in accordance with the plan of termination/dissolution and applicable law) will be dedicated to a public body or conveyed to another nonprofit organization with a purpose similar to that of the Association.

Article 12. Merger and Consolidation. The Association may merge or consolidate only upon a resolution duly adopted by the Executive Board and the affirmative vote of not less than eighty percent (80%) of the votes of the Association cast at a meeting duly called for such purpose.

Article 13. Amendments. Prior to the recording of the Declaration in the office of the Register of Deeds, Wake County, North Carolina, these Articles may be amended unilaterally by Stanley Martin. Following the recording of the Declaration, these Articles may be amended with the approval of at a majority of the votes cast at a meeting of the Members of the Association duly called for such purpose, or with the written consent of the Members entitled to cast at least a majority of the votes of the Association, provided, however, that: (a) on or before the expiration of the Declarant Control Period, Declarant’s prior written consent will be required for any amendment; and (b) that no amendment may be in conflict with the Declaration. In addition, notwithstanding the foregoing, on or before the expiration of the Declarant Control Period, Declarant will have the unilateral right to amend and/or restate these Articles (x) as it determines to be necessary to correct any errors or omissions or to comply with applicable laws, regulations or rules and/or (y) to conform these Articles to any amendment or supplement to the Declaration adopted in accordance with its terms.

Article 14. Incorporator. The incorporator of the Association is Brian K. Ketchem, Stanley Martin Homes, LLC, 4020 Westchase Blvd., Suite 470, Raleigh, North Carolina 27607.

Article 15. Business Email Address. The Association's current business email address for Secretary of State's Office purposes only is: Privacy Redaction (Please assure that the email provided is not viewable from the website.)

Article 16. Effective Date. These Articles will be effective upon filing with the North Carolina Office of the Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 19 day of November, 2024.



Brian K. Ketchem
Stanley Martin Homes, LLC
4020 Westchase Blvd., Suite 470
Raleigh, North Carolina 27607
Wake County