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State of North Carolina
Department of the Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

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Elaine F. Marshall
North Carolina Secretary of State

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned cor
Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is:**Sterling Ridge of Fuquay Varina Homeowner's Association, Inc.**

2. The corporation is not a charitable or religious corporation as defined in NCGS §55A-1-40(4).

3. The street address and county of the initial registered office of the corporation is **1104 Rolling Farm Road, Raleigh, Wake County, North Carolina, 27603.** The location of the registered office may be changed by a majority vote of the Board of Directors.

4. The name of the initial registered agent is at the above address is **Richard G. Berent**

5. The name and address of the incorporator is **Peter S. Coleman, Roper & Coleman, P.A., 5660 Six Forks Road, Suite 104, Raleigh, NC 27609**

6. Every person or entity whose is a record owner of a lot which is subject to the Declaration shall be a member of the Association, Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

   The Association shall have two classes of voting membership.
   (a) Class A. Class A members shall be all Owners with the exception of Developer 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 among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.
   (b) Class B. The Class B members shall be Developer and shall be entitled to four (4) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever first occurs:
      (i) When 75% of the units are deeded to homeowners; or
      (ii) September 9, 2009; or
      (iii) When the Developer voluntarily relinquishes majority control of the Association by a duly recorded instrument.

   At the end of the declarant control period, all declarant control and special rights cease.

7. The Association may be dissolved only upon the signed written assent of Members entitled to at least eighty (80%) percent of the votes appurtenant to each class of membership. Upon dissolution of the Association, the assets of the Association shall be sold, transferred and distributed in accordance with the Planned Community Act and the Non-Profit Act. Except as provided in the Planned Community Act, upon dissolution, the assets of the Association, after all its obligation and liabilities have been discharged, shall be granted, assigned, conveyed or distributed to another non-profit corporation for purposes similar to those for which this Association was created.

8. The affairs of the Association shall be managed by an initial Board of three (3) Directors who need not be Members of the Association, as follows:

	Richard G. Berent	1104 Rolling Farm Rd. Raleigh, NC 27603
	Jeanne D. Berent	1104 Rolling Farm Rd. Raleigh, NC 27603
	John P. Berent	1340 S.E. Maynard Rd., Suite 103 Cary, NC 27513

9. The principal office of the corporation is 1104 Rolling Farm Road, Raleigh, Wake County, North Carolina, 27603. The location of the principal office may be changed by a majority vote of the Board of Directors.

10. The Association is a non-stock corporation and no part of the profits, if any, of the Association shall inure to the pecuniary benefit of its Members or to any other person except as permitted in the Planned Community Act or the Non-Profit Act.

11. The period of existence of this corporation is perpetual.

12. These articles will be effective upon filing.

This is the 24 day of September, 2002.

Roper & Coleman, PA

Peter S. Coleman, Incorporator
5660 Six Forks Road, Suite 104
Raleigh, NC 27609