

STATE OF NORTH CAROLINA



FILED FOR REGISTRATION
BOOK 11 PAGE 298

88 DEC 28 PM 1:21
Department of The
Secretary of State
REGISTER OF DEEDS
BRUNSWICK COUNTY, N.C.

To all 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 (3 sheets) to be a true copy of

ARTICLES OF INCORPORATION
OF
THE ARBORETUM COMMUNITY ASSOCIATION, INC.

and the probates thereon, the original of which was filed in this office on the 15th day of December 1908, 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 15th day of December in the year of our Lord 1908.



Thad Eure
Secretary of State

REC. Caroline
TOTAL \$0.00
TRANSFER \$ 0.00
CASH \$ 0.00

000014

Returned to:
Carson M. Wells
Secretary of Commerce

ARTICLES OF INCORPORATION
OF
THE ARBORETUM COMMUNITY ASSOCIATION, INC.
A NON-PROFIT CORPORATION

DOCUMENT #44368
DATE 12/15/08 TIME 13:31

In compliance with the requirements of Chapter 55A of the General Statutes of North Carolina, the undersigned is a resident of New Hanover County, North Carolina, and whose full age does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a corporation not for profit and does hereby certify:

ARTICLE I.

The name of the Corporation is THE ARBORETUM COMMUNITY ASSOCIATION, INC. hereinafter called the Corporation or the Association.

ARTICLE II.

The period of duration of the Corporation shall be perpetual.

ARTICLE III.

The principal and initial registered office of the Corporation is located at 121 Country Club Drive, Yaupon Beach, Brunswick County, North Carolina 28465; and the name of the initial registered agent of the Corporation at such address is Ben I. Langdon.

ARTICLE IV.

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the maintenance, management, preservation and architectural control of that certain property known as THE ARBORETUM shown and described on the plat recorded or to be recorded in the Office of the Register of Deeds of Brunswick County, North Carolina, and any additions thereto which may be brought within the jurisdiction of the Corporation; and to promote the health, safety and welfare of the lot owners and any additions thereto as may hereafter be brought within the jurisdiction of this Corporation, and for these purposes:

(A) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation set forth in that certain Declaration of Restrictive Covenants, hereinafter called the "Declaration", applicable to all of the property herein described which is recorded or will be recorded in the Office of the Register of Deeds of Brunswick County, North Carolina, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(B) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(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 Corporation;

(D) To borrow money, 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) To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members;

(F) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

(G) To annex additional properties as provided in the Declaration; and

(H) To have and to exercise any and all powers, rights and privileges with a corporation organized under the Non-Profit Corporation Law of the State of North Carolina by law may now or hereafter have or exercise.

ARTICLE V.

Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by the Declaration to assessment by the Corporation, including contract sellers, shall be a member of the Corporation. 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 may not be separated from ownership of any lot which is subject by the Declaration to assessment by the Corporation.

ARTICLE VI.

Voting Rights. All members, including Declarant, shall have one vote in the affairs of the Association for each membership owned. When more than one person holds an interest in any membership, the vote for such membership shall be exercised as they among themselves shall determine, but in no event shall more than one vote be cast with respect to any such membership.

Board of Directors. The affairs of this Corporation shall be managed by a Board of Directors, consisting of not less than three (3) nor more than seven (7) Directors, each of whom shall be a member of the Corporation. The Directors shall be elected by the members as provided in the By-Laws of the Corporation. Until the first annual meeting of the members, or until their successors are otherwise selected and qualified, there shall be three (3) Directors whose names and addresses are as follows:

Robert O. Wray, Jr.	47 N. 2nd St. - Suite 3C New Bedford, MA 02740
Sallie P. Gilbert	511 Caswell Beach Road Caswell Beach, N. C. 28465 Brunswick County
Ben I. Langdon	121 Country Club Drive Yaupon Beach, N. C. 28465 Brunswick County

ARTICLE VIII.

Dissolution. The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

