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RECORDED AND VERIFIED  
MARY SUE COOTE  
REGISTER OF DEEDS  
NEW HANOVER CO. NC.

# STATE OF NORTH CAROLINA



'93 OCT 13 AM 11:57  
Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

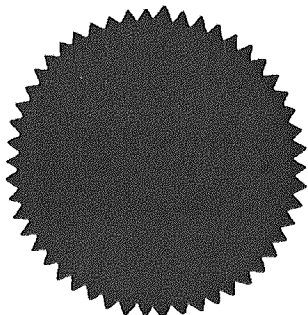
I, Rufus L. Edmister, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

00:050

ARTICLES OF INCORPORATION  
OF  
WINDWARD OAKS HOA, INC.

the original of which was filed in this office on the 12th day of October, 1993.

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 12th day of October, 1993.*



*Rufus L. Edmister*

Secretary of State



*Jocia Walter*

C-0332196

ARTICLES OF INCORPORATION  
OF  
WINDWARD OAKS HOA, INC.  
A NON-PROFIT CORPORATION

FILED  
JUL 12 1993  
EFFECTIVE  
FELIX J. EDWARDS  
SECRETARY OF STATE  
NORTH CAROLINA

In compliance with the requirements of Chapter 55A of the General Statutes of North Carolina, the undersigned resident of New Hanover County, North Carolina, who is of 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.

Corporate Name. The name of the Corporation is WINDWARD OAKS HOA, Inc. hereinafter called the Corporation or the Association.

ARTICLE II.

Duration. The period of duration of the Corporation shall be perpetual.

ARTICLE III.

Registered Office and Agent. The principal and initial registered office of the Corporation is located at P. O. Box 4517, 3901 Oleander Drive, New Hanover County, Wilmington, North Carolina 28403; and the name of the initial registered agent of the Corporation at such address is Terry F. Turner.

ARTICLE IV.

Corporate Purposes. 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 WINDWARD OAKS shown and described on the plat thereof recorded or to be recorded in the Office of the Register of Deeds of New Hanover 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 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 Covenants, Conditions and

Restrictions (the "Declaration"), applicable to WINDWARD OAKS which is recorded or will be recorded in the Office of the Register of Deeds of New Hanover 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 (all capitalized terms herein shall have the meaning defined in the Declaration);

(B) To fix, levy, collect and enforce payment by any lawful means, all Assessments and other charges pursuant to the terms of the Declaration; to pay 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 to Windward Oaks as provided in the Declaration; and

(H) To have and to exercise any and all powers, rights and privileges which 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 and Voting Rights. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot, 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. 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.

ARTICLE VI.

Board of Directors. The affairs of this Corporation shall be managed by a Board of Directors. The number and method of election of directors shall be established in the Bylaws. There shall be three (3) Directors on the initial Board of Directors whose names and addresses are as follows and who shall serve until their successors are selected and qualified:

TERRY F. TURNER  
Post Office Box 4517  
3901 Oleander Drive  
New Hanover County  
Wilmington, N. C. 28406

FREDERICK B. GRAHAM, JR.  
Post Office Box 4512  
3901 Oleander Drive  
New Hanover County  
Wilmington, N. C. 28406

WILLIAM B. CAMERON  
Post Office Box 4517  
3901 Oleander Drive  
New Hanover County  
Wilmington, N. C. 28406

ARTICLE VII.

Incorporator. The name and address of the incorporator of this Corporation is:

Mr. Terry F. Turner  
Post Office Box 4517  
3901 Oleander Drive  
New Hanover County  
Wilmington, N. C. 28406

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of North Carolina, I, the undersigned, being the incorporator of this Corporation, have executed these Articles of Incorporation this the 11<sup>th</sup> day of October, 1993.

  
\_\_\_\_\_  
TERRY F. TURNER  
INCORPORATOR

STATE OF NORTH CAROLINA  
COUNTY OF NEW HAMOVER

This is to certify that on this 11<sup>th</sup> day of October, 1993, before me, MaryCatherine Zimmerman, a Notary Public, personally appeared TERRY F. TURNER who, I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I having first made known to him the contents thereof, he did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal, this the 11<sup>th</sup> day of October, 1993.

MaryCatherine Zimmerman  
Notary Public

My commission expires:  
11-25-94

(SEAL)