

HOLD FOR LARRY D. MCBENNETT.

BK5217PG0463

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

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

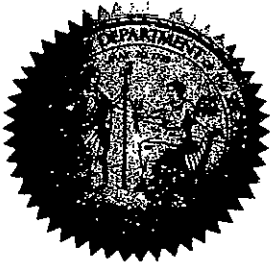
ARTICLES OF INCORPORATION
OF
HUNTERS CREEK TOWNHOUSE HOMEOWNERS ASSOCIATION, INC.

000132

the original of which is now on file and a matter of record in this office.

PRESENTED
FOR
REGISTRATION
JUN - 1 AM 10:45
MCBENNETT C. WILKINS
REGISTER OF DEEDS
WAKE COUNTY

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 25th day of February, 1992.



Rufus L. Edmisten

Secretary of State

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FILED

DEC 9 12 24 PM '81

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF INCORPORATION

OF

HUNTERS CREEK TOWNHOUSE HOMEOWNERS ASSOCIATION, INC.

293198

In compliance with the requirements of North Carolina General Statute 55A, the undersigned, all of whom are residents of North Carolina and all of whom are full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Hunters Creek Townhouse Homeowners Association, Inc., hereafter called the "Association."

ARTICLE II

The principal office of the Association is located at 234 Greenville Blvd., Greenville, North Carolina 27837.

ARTICLE III

The address of the initial registered office of the corporation in the State of North Carolina is 301 West Main Street, City of Durham, County of Durham, North Carolina; and the name of its initial registered agent at such address is Oliver W. Alphin.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

Lying and being in Wake County, North Carolina, and being more particularly described in the metes and bounds description attached hereto as schedule A and incorporated herein by reference.

and to promote the health, safety and welfare of the residents within the above-described property, and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

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(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of Register of Deeds, Wake County, North Carolina and as the same may be amended from time to time as therein provided;

(b) 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 Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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 Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members 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) 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. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes of annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

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(g) 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

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. 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 to assessment by the Association.

ARTICLE VI
VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, 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 determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;
- or
- (b) on January 1, 1985.

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ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Mark Tipton	234 Greenville Blvd. Greenville, N. C. 27837
Durwood Stephenson	422 Raleigh Road Smithfield, N. C. 27577
Oliver W. Alphin	301 West Main Street Durham, N. C. 27701

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLE VIII

DISSOLUTION

The Association 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 Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association 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.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

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(75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution of amendment of these Articles.

ARTICLE XII

The name and address of the incorporator is as follows:

Oliver W. Alphin 800 First Union Bank Building
Durham, North Carolina 27701

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of North Carolina, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 7 day of Dec, 1981.

Oliver W. Alphin
Oliver W. Alphin

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STATE OF NORTH CAROLINA
COUNTY OF WAKE

This is to certify that on the 8th day of December,
1981, before me, Vicki M. Arnold a Notary
Public in and for the County and State aforesaid, personally appeared
Oliver W. Alphin, 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.

WITNESS my hand and notarial seal this the 8th day of December,
1981.

Vicki M. Arnold
Notary Public

My Commission Expires:
September 24, 1985

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

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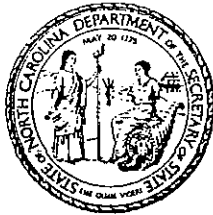
SCHEDULE A

BEGINNING at an iron pipe located at the intersection of the southern right of way of Kaplin Drive and the eastern right of way of Kent Road; running thence with the eastern right of way of Kent Road North 6° 57' 28" East 276.78 feet to an iron pipe; thence leaving the right of way of Kent Road and running with the southern property line of property now or formerly owned by Echie and Myrtle Henderson South 87° 03' 44" East 265.35 feet to an iron pipe; thence continuing with the southern property line of said Henderson South 87° 10' 09" East 149.28 feet to an iron pipe; running thence with the southern property line of property now or formerly owned by James L. Bost and described in Deed Book 1623 at page 176, Wake County Registry, South 87° 12' 37" East 189.60 feet to an iron pipe; thence continuing with the southern property line of Bost South 87° 08' 27" East 234.22 feet to an iron pipe; thence continuing with the southern property line of said Bost South 87° 09' 46" East 369.14 feet to an engineer's tack in lead plug in gutter in the western right of way of Stovall Street (formerly Frank Street); thence running with the western right of way of Stovall Street South 2° 51' 14" West 559.62 feet to an iron pipe; running thence with the western property line of property now or formerly owned by Parkwood Investors as described in Deed Book 2822 at page 631, Wake County Registry, South 2° 51' 1" West 215.08 feet to an iron pipe; running thence with the northern property line of property now or formerly owned by Pine Village Associates as described in Deed Book 2861 at page 398, Wake County Registry, North 87° 08' 58" West 387.43 feet to an iron pipe; running thence with the western property line of said Pine Village Associates and other properties South 2° 48' 22" West 725 feet to an iron pipe; running thence with the northern property line of property now or formerly owned by Fairfax Village, Inc. South 52° 28' 08" West 299.16 feet to an iron pipe; thence continuing with the property line of said Fairfax Village, Inc. South 66° 27' 57" West 309.36 feet to an iron pipe; running thence North 40° 42' 15" West 86.02 feet to an iron pipe; running thence North 30° 16' 37" West 118.39 feet to an iron pipe; running thence North 75° 46' 04" West 121.17 feet to an iron pipe; running thence North 7° 58' 14" West 138.15 feet to an iron pipe; running thence North 51° 2' 44" West 126.13 feet to an iron pipe; running thence North 1° 50' 41" East 117.42 feet to an iron pipe; running thence North 24° 54' 22" West 144.96 feet to an iron pipe; running thence North 67° 30' 20" East 27.51 feet to an iron pipe in the eastern property line of property now or formerly owned by the City of Raleigh as described in Deed Book 1712 at page 416, Wake County Registry; running thence with the eastern property line of said property of the City of Raleigh North 22° 29' 03" West 87.70 feet to an iron pipe; thence continuing with the eastern property line of said property of the City of Raleigh, North 21° 57' 18" West 299.90 feet to an iron pipe; thence continuing with the eastern property line of said property of the City of Raleigh North 19° 09' 32" West 302.77 feet to an iron pipe; running thence North 7° 48' 21" West 154.73 feet to an iron pipe in the southern right of way of Kaplin Drive; running thence with the southern right of way of Kaplin Drive South 84° 13' 09" East 366.62 feet to an iron pipe being the point and place of BEGINNING and containing 43.19 acres, more or less, as shown on that plat and survey entitled Boundary Survey for Whistler Corporation, Property of R. G. Hancock, et al., as prepared by Rivers and Associates, Inc., dated 3/25/81, Job 2-894; to said plat and survey reference is hereby made for a more particular description of same.

Mailed to: Mrs. Stevens P.O. Box 3513 Durham, N.C. 27702
Mailed to: Mrs. Stevens P.O. Box 3513 Durham, N.C. 27702

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State of North Carolina



Department
of the
Secretary of State

PRESENTED
FOR
REGISTRATION
022 4 17 PM '81
REGISTERED
OFFICE OF RECORDS
STATE COUNTY, N.C.

To all to 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 (6 sheets) to be a true copy of

ARTICLES OF INCORPORATION

OF

HUNTERS CREEK TOWNHOUSE HOMEOWNERS ASSOCIATION, INC.

and the probates thereon, the original of which was filed in this office on the 9th day of December 1981, 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 9th day of December in the year of our Lord 19 81



Secretary of State

By

[Handwritten Signature]
Deputy Secretary of State

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ARTICLES OF INCORPORATION

OF

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

HUNTERS CREEK TOWNHOUSE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of North Carolina General Statute 55A, the undersigned, all of whom are residents of North Carolina and all of whom are full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Hunters Creek Townhouse Homeowners Association, Inc., hereafter called the "Association."

ARTICLE II

The principal office of the Association is located at 234 Greenville Blvd., Greenville, North Carolina 27837.

ARTICLE III

The address of the initial registered office of the corporation in the State of North Carolina is 301 West Main Street, City of Durham, County of Durham, North Carolina; and the name of its initial registered agent at such address is Oliver W. Alphin.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

Lying and being in Wake County, North Carolina, and being more particularly described in the metes and bounds description attached hereto as schedule A and incorporated herein by reference.

and to promote the health, safety and welfare of the residents within the above-described property, and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

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(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of Register of Deeds, Wake County, North Carolina and as the same may be amended from time to time as therein provided;

(b) 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 Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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 Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members 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) 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. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes of annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

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(g) 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

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. 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 to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, 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 determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earliest:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;
- or
- (b) on January 1, 1985.

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELLORS AT LAW
DURHAM, N. C.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

- | | |
|--------------------|---|
| Mark Tipton | 234 Greenville Blvd.
Greenville, N. C. 27837 |
| Durwood Stephenson | 422 Raleigh Road
Smithfield, N. C. 27577 |
| Oliver W. Alphin | 301 West Main Street
Durham, N. C. 27701 |

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLE VIII
DISSOLUTION

The Association 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 Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association 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.

ARTICLE IX
DURATION

The corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

BOOK 2983 PAGE 797

(75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution or amendment of these Articles.

ARTICLE XII

The name and address of the incorporator is as follows:

Oliver W. Alphin 800 First Union Bank Building
Durham, North Carolina 27701

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of North Carolina, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 2 day of Dec, 1981.

Oliver W. Alphin
Oliver W. Alphin

POWE, PORTER,
ALPHIN &
WHIGHAM, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

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STATE OF NORTH CAROLINA
COUNTY OF WAKE

This is to certify that on the 8th day of December,
1981, before me, Vicki M. Arnold a Notary
Public in and for the County and State aforesaid, personally appeared
Oliver W. Alphin, 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.

WITNESS my hand and notarial seal this the 8th day of December,
1981.

Vicki M. Arnold
Notary Public

My Commission Expires:
September 24, 1985

POWE, PORTER,
ALPHIN &
WHICHARD, P.A.
ATTORNEYS AND
COUNSELORS AT LAW
DURHAM, N. C.

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SCHEDULE A

BEGINNING at an iron pipe located at the intersection of the southern right of way of Kaplin Drive and the eastern right of way of Kent Road; running thence with the eastern right of way of Kent Road North 6° 57' 28" East 276.78 feet to an iron pipe; thence leaving the right of way of Kent Road and running with the southern property line of property now or formerly owned by Echie and Myrtle Henderson South 87° 03' 44" East 265.35 feet to an iron pipe; thence continuing with the southern property line of said Henderson South 87° 10' 09" East 149.28 feet to an iron pipe; running thence with the southern property line of property now or formerly owned by James L. Bost and described in Deed Book 1623 at page 176, Wake County Registry, South 87° 32' 37" East 189.60 feet to an iron pipe; thence continuing with the southern property line of Bost South 87° 08' 27" East 234.22 feet to an iron pipe; thence continuing with the southern property line of said Bost South 87° 09' 46" East 369.14 feet to an engineer's tack in lead plug in gutter in the western right of way of Stovall Street (formerly Frank Street); thence running with the western right of way of Stovall Street South 2° 51' 14" West 559.62 feet to an iron pipe; running thence with the western property line of property now or formerly owned by Parkwood Investors as described in Deed Book 2822 at page 631, Wake County Registry, South 2° 51' 1" West 215.08 feet to an iron pipe; running thence with the northern property line of property now or formerly owned by Pine Village Associates as described in Deed Book 2861 at page 398, Wake County Registry, North 87° 08' 58" West 387.43 feet to an iron pipe; running thence with the western property line of said Pine Village Associates and other properties South 2° 48' 22" West 725 feet to an iron pipe; running thence with the northern property line of property now or formerly owned by Fairfax Village, Inc. South 52° 28' 08" West 299.16 feet to an iron pipe; thence continuing with the property line of said Fairfax Village, Inc. South 66° 27' 57" West 309.36 feet to an iron pipe; running thence North 40° 42' 15" West 86.02 feet to an iron pipe; running thence North 30° 16' 37" West 118.39 feet to an iron pipe; running thence North 75° 46' 04" West 121.17 feet to an iron pipe; running thence North 7° 58' 14" West 138.15 feet to an iron pipe; running thence North 10° 43' 41" East 137.81 feet to an iron pipe; running thence North 51° 2' 44" West 126.13 feet to an iron pipe; running thence North 1° 50' 41" East 117.42 feet to an iron pipe; running thence North 24° 54' 27" West 144.96 feet to an iron pipe; running thence North 67° 30' 20" East 27.51 feet to an iron pipe in the eastern property line of property now or formerly owned by the City of Raleigh as described in Deed Book 1712 at page 416, Wake County Registry; running thence with the eastern property line of said property of the City of Raleigh North 22° 29' 03" West 87.70 feet to an iron pipe; thence continuing with the eastern property line of said property of the City of Raleigh, North 21° 57' 18" West 299.90 feet to an iron pipe; thence continuing with the eastern property line of said property of the City of Raleigh North 19° 09' 32" West 302.77 feet to an iron pipe; running thence North 7° 48' 21" West 154.73 feet to an iron pipe in the southern right of way of Kaplin Drive; running thence with the southern right of way of Kaplin Drive South 84° 13' 09" East 366.62 feet to an iron pipe being the point and place of BEGINNING and containing 43.19 acres, more or less, as shown on that plat and survey entitled Boundary Survey for Whistler Corporation, Property of R. G. Hancock, et al., as prepared by Rivers and Associates, Inc., dated 3/25/81, Job Z-894; to said plat and survey reference is hereby made for a more particular description of same.