

ARTICLES OF INCORPORATI

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FAYETTEVILLE ROAD OFFICE PARK II, OWNERS ASSOCIATION, INC.

A Non-profit Corporation

I, the undersigned natural person of the age of eighteen years or more, do make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit corporation under and by virtue of Chapter 55A of the General Statutes of the State of North Carolina.

1.

The name of the corporation is FAYETTEVILLE ROAD OFFICE PARK II, OWNERS ASSOCIATION, INC.

2.

The period of duration of the corporation shall be perpetual.

3.

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

4.

The street address, mailing address and county of the initial registered office of the corporation is 1829 East Franklin Street, Suite 800-B, Orange County, Chapel Hill, NC 27514.

5.

The name of the initial registered agent is Wayne R. Hadler.

6.

The name and address of each incorporator is as follows:

Wayne R. Hadler
1829 East Franklin Street, Suite 800-B
Chapel Hill, NC 27514

7.

The corporation will have members.

8.

Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.

9.

The street address and mailing address of the *principal* office of the corporation is: 333 Fayetteville Street Mall, Ste. 1000, Raleigh, NC 27601, Wake County.

10.

These articles will be effective upon filing.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 19th day of February, 2001.

Fayetteville Road Office Park II, Owners Association, Inc.

By Wayne R. Hadler (seal)
Wayne R. Hadler, Incorporator

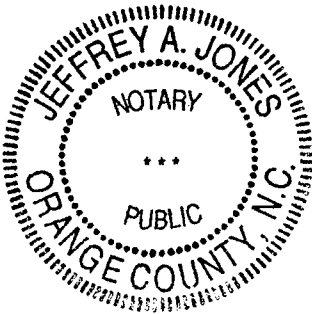
NORTH CAROLINA-ORANGE COUNTY

This is to certify that on the 19th day of February, 2001, before me, a Notary Public, personally appeared Wayne R. Hadler, who, I am satisfied, is the person named in and who executed the foregoing Articles of Incorporation and I have 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.

Witness my hand and notarial seal, this the 19th day of February, 2001.
My commission expires:

2-12-2006

Jeffrey A. Jones
Notary Public



ATTACHMENT A
TO THE ARTICLES OF INCORPORATION OF
FAYETTEVILLE ROAD OFFICE PARK II OWNERS ASSOCIATION, INC.
a North Carolina Non-Profit Corporation

8. Upon dissolution, all assets of the corporation are to be distributed as follows: all liabilities and obligations of the corporation are to be paid and discharged and the remainder of the corporation's assets be distributed to the New Beginnings Transaction Housing Program or a similar charitable or religious organization that is exempt under section 501 (c)(3) of the Internal Revenue Code of 1986 or any successor section.