

BOOK

16-183



# STATE OF NORTH CAROLINA

Department of The  
Secretary of State

is, do hereby  
for me this  
e execution

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 ( 5 sheets) to be a true copy of

ARTICLES OF INCORPORATION

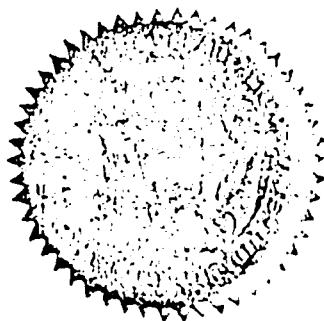
OF

WEATHERHILL TOWNHOUSE HOMEOWNERS ASSOCIATION, INC.

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

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 27<sup>th</sup> day of July, in the year of our Lord 19 81.



Secretary of State

By

Deputy Secretary of State



OF

JUL 21 1981  
WEATHERHILL TOWNHOUSE HOMEOWNERS ASSOCIATION, INC.

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit Corporation under and by virtue of the laws of the State of North Carolina.

ARTICLE I

NAME

The name of the corporation is WEATHERHILL TOWNHOUSE HOMEOWNER'S ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

DURATION

The Association's period of duration shall be concurrent with the period during which the Declaration of Covenants, Conditions and Restrictions for Weatherhill Townhouses (hereinafter referred to as "Declaration") shall affect or restrict the use of the Properties described therein or until the Association shall be sooner terminated pursuant to these articles.

ARTICLE III

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Association is 888 East Franklin Street, Chapel Hill, Orange County, North Carolina 27514. The name of the initial registered agent at that address is Ronald C. Wells.

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 on Exhibit C to the Declaration, to which reference is made for a more complete description, as recorded at Deed Book 368, Page 472, Orange County Registry, and to promote the health, safety and welfare of the Owners within the above described property and any additions thereto as may

hereafter be made subject to the Declaration to:

(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 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, but 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 nonprofit corporations organized for the same purposes, or annex additional Properties and Common Area, provided that any such merger, consolidation or annexation shall be effected as provided in the Declaration; (Section 2);

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of North Carolina, G.S. § 55A-1, et. seq., by law may now or hereafter have or exercise.

The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration.

ARTICLE V

NON-PROFIT ASSOCIATION

No part of the net earnings of the Association shall inure to the benefit of any officer, director or member of the Association. All funds and property acquired by the Association and the proceeds therefrom shall be held only for the benefit of the Members of the Association in accordance with the provisions of the Declaration.

ARTICLE VI

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 VII

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, subject to the provisos in the Declaration relating to additions of other Properties; or
- (b) on January 1, 1986.

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three 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 the initial directors until the selection of their successors at the first meeting of the association are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Ronald C. Wells	888 East Franklin Street Chapel Hill, North Carolina 27514
Robert H. Dorff	888 East Franklin Street Chapel Hill, North Carolina 27514
Kenneth Irons	888 East Franklin Street Chapel Hill, North Carolina 27514

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

ARTICLE IX

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 X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of each class of membership entitled to vote thereon.

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 the Common Area, dissolution and amendment of these Articles.

ARTICLE XII  
INCORPORATOR

The name and address of the incorporator of the Association are:  
Ronald C. Wells, 888 East Franklin Street, Chapel Hill, Orange County, North Carolina 27514.

IN WITNESS WHEREOF, I have set my hand and seal this the 25<sup>th</sup> day of July, 1981.

Ronald C. Wells (SEAL)  
RONALD C. WELLS, Incorporator

STATE OF NORTH CAROLINA  
COUNTY OF ORANGE

THIS IS TO CERTIFY that on the 25<sup>th</sup> day of July, 1981, before me, a Notary Public, personally appeared RONALD C. WELLS, who I know to be the person named in and who executed the foregoing Articles of Incorporation of Weatherhill Townhouse Homeowners Association, Inc., a Corporation Not for Profit, 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 WITNESS WHEREOF, I have hereunto set my hand and notarial seal this the 25<sup>th</sup> day of July, 1981.

Charles Gordon Brown  
Notary public  
County of Durham

My commission expires: 10/21/85

FILED  
BOOK 16 PAGE 183  
JUL 27 3 21 PM '81  
BETTY J. HAYES  
REGISTER OF DEEDS  
ORANGE COUNTY, N.C.

Charles Gordon Brown  
457 Colony Woods Dr.  
Chapel Hill 27514