

State of North Carolina
Department of the Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the nonprofit corporation is: AVALON MOA, INC.

2. (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).

3. The name of the initial registered agent is: KEN CAPRON

4. The street address and county of the initial registered agent's office of the corporation is:

Number and Street: 221 JONESTOWN ROAD

City: WINSTON-SALEM State: NC Zip Code: 27104 County: GOULFORD

The mailing address *if different from the street address* of the initial registered agent's office is:

Number and Street or PO Box: _____

City: _____ State: NC Zip Code: _____ County: _____

5. The name and address of each incorporator is as follows:

Name	Address
<u>SPENCER D. FERGUSON</u>	<u>109 MUIRS CHAPEL ROAD GREENSBORO NC 27406</u>

6. (Check either "a" or "b" below.)

a. The corporation will have members.

b. The corporation will not have members.

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

8. Any other provisions which the corporation elects to include are attached.

9. The street address and county of the principal office of the corporation is:

Principal Office Telephone Number: 336-395-5098

Number and Street: 221 JONESTOWN ROAD

City: WESTON-SALEM State: NC Zip Code: 27104 County: COILFORD

The mailing address *if different from the street address* of the principal office is:

Number and Street or PO Box: _____

City: _____ State: _____ Zip Code: _____ County: _____

10. (Optional): Listing of Officers (See instructions for why this is important)

Name	Address	Title
KEN CAPRON	221 JONESTOWN ROAD WESTON-SALEM NC 27104	PRESIDENT

11. (Optional): Please provide a business e-mail address

Privacy Redaction

The Secretary of State's Office will e-mail the business automatically when a document is filed. The e-mail provided will not be viewable on the website. For more information on why this service is being offered, please see the instructions for this document.

12. These articles will be effective upon filing, unless a future time and/or date is specified: _____

This is the 16TH day of NOVEMBER, 2020.

Avalon HOA, Inc.
 Incorporator Business Entity Name

Spencer D. Ferguson
 Signature of Incorporator

Spencer D. Ferguson
 Type or print Incorporator's name and title, if any

NOTES:

1. Filing fee is \$60. This document must be filed with the Secretary of State.

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The Corporation shall have the right to merge or consolidate with other planned communities and may be terminated in accordance with Chapter 47F of the General Statutes of North Carolina. The Corporation may be dissolved with the assent given in writing and signed by Members having not less than eighty per cent (80%) of the total voting power of the Corporation. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the residual assets of the Corporation shall be dedicated to purposes for which this Corporation was created. In the event 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 such similar purposes or handled as by law provided.

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The Corporation shall have members which may be divided into such classes as are provided for in the Declaration and the owner(s) of each lot, parcel or living unit shall automatically be members of the Corporation, acquire the voting power as stated in the Declaration and/or in any Tier or Phase Declaration or amendments thereto and membership may not separated from ownership.

The directors of the Corporation shall be appointed or elected in the manner and for the terms provided in the Declaration and bylaws.

The initial bylaws shall be adopted by its Board of Directors. Thereafter the bylaws may be altered, amended or repealed upon a majority vote of the members present and entitled to vote at a meeting at which a quorum is present unless the Declaration or bylaws provide otherwise.

These Articles of Incorporation may be amended upon receiving at least two-thirds(2/3rds) of the vote entitled to be cast by members unless the Declaration provides otherwise. Any right reserved to the Declarant in the Declaration may not be amended or removed without the written consent of the Declarant its successors or specific assigns

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the Corporation, whether or not he is a director or officer at the time such expenses are incurred, except in such case wherein the director or officer is adjudged to have acted in bad faith or to have been liable or guilty by reason of willful misfeasance or malfeasance in the performance of his duties, provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement, or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to an not exclusive of all other rights to which such director or officer may be entitled under the laws of the State of North Carolina.