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State of North Carolina

Department
of the
Secretary of State

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

CROOKED CREEK HOMEOWNERS ASSOCIATION, INC.

and the probates thereon, the original of which was filed in this office on the 14th day of September 19 81, 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 14th day of September in the year of our Lord 19 81



RECORDED AND VERIFIED
REBECCA P. TUCKER
REGISTER OF DEEDS
NEW HANOVER CO. N.C.

SEP 15 11 47 AM '81

Secretary of State

By
Deputy Secretary of State

Set 1. 3 5. AM '87 ARTICLES OF INCORPORATION
OF
CROOKED CREEK HOMEOWNERS ASSOCIATION, INC.
STATE
NORTH CAROLINA

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

ARTICLE I

The name of the corporation is CROOKED CREEK HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 1994 Eastwood Road, Wilmington, North Carolina 28403. ^{and registered}
New Hanover County

ARTICLE III

Adger Wilson, whose address is 1994 Eastwood Road, Wilmington, North Carolina, is hereby appointed the initial registered agent of this Association.

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:

PHASE II of CROOKED CREEK TOWNHOUSES as the same is shown on a map thereof recorded in Map Book 20 at Page 79 of the New Hanover County Registry.

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:

(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 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;

(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 its 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 authorized by vote of two-thirds (2/3) of each class of its members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of its members;

(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 Associa-

tion. 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 shall be the Declarant and it shall be entitled to two votes for each of the 28 proposed townhouse lots. These 56 votes shall be vested in the Declarant immediately upon the recordation of this instrument. Each Class B membership with two votes shall cease and automatically be converted to a Class A membership as each "Lot" is deeded out to a purchaser.

Declarant's Right to Veto. Until such time as the total number of votes held by Class A members shall equal 28, the Declarant ADGER WILSON REALTY, INC., shall have the unconditional and absolute right to veto any action of the Homeowners Association deemed by the Declarant not to be in the best interest of the over-all plan of development for Crooked Creek Townhouses.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of three (3) 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 their successors are selected are:

NAME:	ADDRESS:
<u>Adger Wilson</u>	<u>1994 Eastwood Road Wilmington, NC 28403</u>
<u>Mignon R. Wilson</u>	<u>1994 Eastwood Road Wilmington, NC 28403</u>
<u>John Banner</u>	<u>1994 Eastwood Road Wilmington, NC 28403</u>

At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years and one 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 VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of its 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 seventy-five percent of each class of its members.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of North Carolina, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 8th day of September 1971.

Edgar Wilson

Therion R. Wilson

John Hamby

STATE OF NORTH CAROLINA,

COUNTY OF NEW HANOVER.

PERSONALLY APPEARED before me, Archie D. Heron,
a Notary Public in and for the said County and State, Adger Wilson,
Mignon R. Wilson, and John Pennings,
who acknowledged the due execution of the foregoing Articles of Incorporation.

WITNESS my hand and seal, this 8th day of September 1981.

Archie D. Heron
NOTARY PUBLIC

My commission expires:
2/17/83

(SEAL)