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SECRETARY OF STATE  
NORTH CAROLINA

ARTICLES OF INCORPORATION

OF

WESTERN MANOR CONDOMINIUMS ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one (21) years or more, do hereby associate ourselves into a non-profit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes of North Carolina, entitled "Non-Profit Corporation Act", and the several amendments thereto, do hereby make, sign, and acknowledge these Articles of Incorporation, and to that end do hereby set forth:

ARTICLE I

The name of the Corporation is Western Manor Condominiums Association, Inc., hereinafter called the "Association".

ARTICLE II

The principal and registered office of the Association is located at 3620 Six Forks Road, Wake County, Raleigh, North Carolina.

ARTICLE III

James L. Seay, whose address is 3620 Six Forks Road, Raleigh, Wake County, 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 office Units and Common Area within that certain tract or property described on Exhibit "A" attached hereto and made a part hereof, and to promote the health, safety and welfare of the owners and occupants 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 Unit Ownership, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Wake County Register of Deeds 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 seventy-five percent (75%) of the 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 Association's property 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 members holding sixty-seven percent (67%) of the voting power of the Association, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional office property and Common Area, provided that any such merger, consolidation or annexation, (except annexation as permitted in Paragraph 18 of the Declaration), shall have the assent of members holding seventy-five percent (75%) of the voting power of the Association;

(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 AND VOTING RIGHTS

Every person or entity, upon acquisition of an Ownership Interest (as that term is defined in the Declaration referred to herein) in any Unit 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 Unit which is subject to assessment by the Association. Each member shall be entitled to exercise that percentage of the total voting power of the Association which is equivalent to the percentage of interest of such member's Unit in the Common Areas and Facilities. If two or more persons, whether fiduciaries, tenants in common, tenants by the entirety or otherwise, own an interest in the Ownership Interest in a Unit, there shall be designated one person with respect to such Ownership Interest who shall be entitled to vote at any meeting of the Association. Such person is sometimes hereinafter referred to as "the voting member."

#### ARTICLE VI

##### RESERVE FOR REPLACEMENTS

The Association shall establish and maintain a reserve fund for replacements by the allocation and payment annually to such reserve fund in such amounts as are established by the Board of Directors. Such fund shall be deposited in a special account with a safe and responsible depository and may be in the form of a cash deposit or invested in obligations of, or fully guaranteed as to principal by, the United States of America.

#### ARTICLE VII

##### BOARD OF DIRECTORS

Except as provided herein, the affairs of this Association shall be managed by a Board of Five (5) Directors who must be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five (75%) of the entire membership.

ARTICLE XI

INCORPORATORS

<u>NAME</u>	<u>ADDRESS</u>
James L. Seay	3620 Six Forks Road Raleigh, North Carolina 27609
George H. Harvey	3620 Six Forks Road Raleigh, North Carolina 27609

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 9th day of July, 1984.

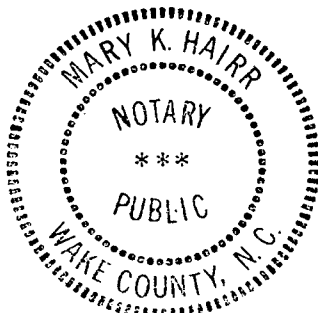
James L. Seay  
George H. Harvey

STATE OF NORTH CAROLINA  
COUNTY OF WAKE

THIS IS TO CERTIFY, that on the 9th day of July, 1984, before me, a Notary Public, personally appeared James L. Seay and George H. Harvey

who I am satisfied are the persons named in and who executed the foregoing Articles of Incorporation, and I having first made known to them the contents thereof, they did acknowledge that they signed and delivered the same as their voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this 9th day of July, 1984.



Mary K. Hairr  
Notary Public

My commission expires: 2/14/89