

STATE OF NORTH CAROLINA



Department of The
Secretary of State

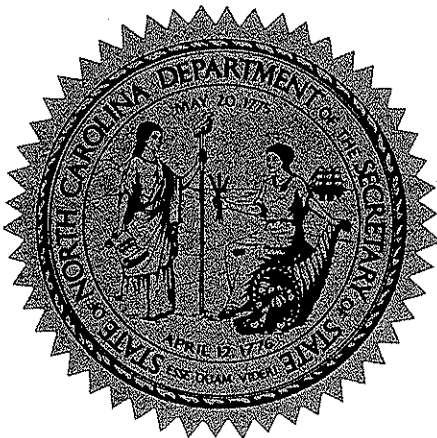
To all whom these presents shall come, Greetings:

I, Rufus L. Edmisten, *Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of*

ARTICLES OF INCORPORATION
OF
CAROLINA DUNES ASSOCIATION, INC.

the original of which was filed in this office on the 20th day of March, 1995.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of March, 1995.



Rufus L. Edmisten

Secretary of State

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ARTICLES OF INCORPORATION
OF
CAROLINA DUNES ASSOCIATION, INC. MAR 20 1995

A Nonprofit Corporation

EFFECTIVE
RUFUS L. EDMISTEN
SECRETARY OF STATE
NORTH CAROLINA

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

1. The name of the corporation shall be Carolina Dunes Association, Inc.
2. The purposes of the Corporation shall be to represent its members in any and all matters relating to property ownership in Carolina Dunes Subdivision as allowed in its Bylaws or directed by special vote of the membership, and to engage in all other such activities authorized by the North Carolina Nonprofit Corporation Act as may be to the mutual benefit of the owners of lots in Carolina Dunes Subdivision
3. The street address and county of the initial registered office of the Corporation is: 116 Widgeon Drive, Duck, Dare County, North Carolina 27949.
4. The mailing address of the initial registered office is: 116 Widgeon Drive, Duck, North Carolina 27949.
5. The name of the initial registered agent at the initial registered office is: Harold Kallman.
6. The name and address of the incorporator is as follows: Robert B. Hobbs, Jr., Post Office Box 310, 2502 South Croatan Highway, Nags Head, Dare County, North Carolina 27959.
7. The corporation will have members.
8. The provisions regarding the dissolution of the corporation's assets upon its

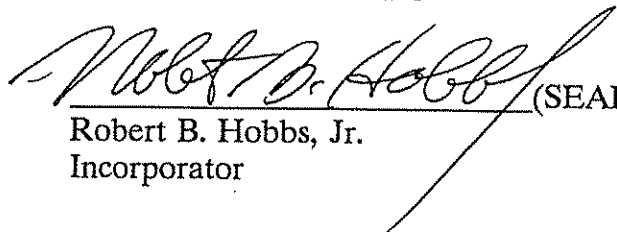
dissolution are as follows: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation by transfer to such organization or organizations organized and operated for the same purposes for which this corporation was organized and operated at the time of the dissolution. Any assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for the purposes set out herein or to such organization or organizations which are organized and operated exclusively for the purposes as said court shall determine.

9. Except as provided by § 55A-2-02 (b)(4) of the North Carolina General Statutes, no director shall be personally liable for monetary damages as a result of any action for breach of his duty as a director, whether by or in the right of the Corporation or otherwise.
10. The number of directors constituting the initial Board of Directors shall be three (3) and the names and addresses of the persons who are to serve as Directors until the first meeting of the corporation or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Harold Kallman	116 Widgeon Drive Duck, NC 27949
S. James Moore	620 Farnham Dr. Richmond VA 23236
E. Ashby Baum	220 Huddersfield Dr. Richmond VA 23236

11. These Articles will be effective upon filing.

This 10th day of March, 1985.



Robert B. Hobbs, Jr.
Incorporator (SEAL)

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