

North Carolina - Guilford County  
The certificate (s) of \_\_\_\_\_

185466 P 5

RECORDED  
KATHERINE LEE PAYNE  
REGISTER OF DEEDS  
GUILFORD COUNTY, NC

BOOK: 4254  
PAGE(S): 0421 TO 0430

10/09/1998  
1 CORPORATIONS  
13 CORP ADDM PGS

GUILFORD CO. NC  
185466

\$6.00  
\$26.00

10/09/1998 12:56:25

A Notary (Notaries) Public is (are) certified to be correct. This instrument and this certificate are duly registered at the date and time shown herein.

KATHERINE LEE PAYNE, REGISTER OF DEEDS

Assistant/Deputy Register of Deeds

*gws*

*Madison P/LL*

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

100121

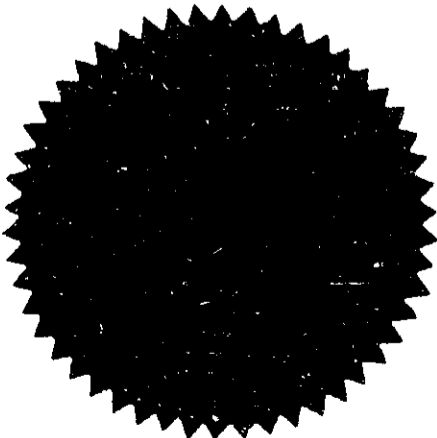
To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, *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  
MILL POINTE HOMEOWNERS ASSOCIATION, INC.

*the original of which was filed in this office on the 25th day of September, 1998.*

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 25th day of September, 1998.



*Elaine F. Marshall*

Secretary of State

*L  
15*

0471661  
FILED  
10:00 AM  
SEP 25 1998

33260 1127

ARTICLES OF INCORPORATION  
OF

MILL POINTE HOMEOWNERS ASSOCIATION, INC.

ELAINE F. MARSHALL  
SECRETARY OF STATE  
NORTH CAROLINA

In compliance with the requirements of Chapter 55-A of the North Carolina General Statutes, the undersigned, a natural person of full age, has this day executed these Articles of Incorporation for the purpose of forming a non-profit corporation and hereby certifies:

ARTICLE I

The name of the corporation is Mill Pointe Homeowners Association, Inc. hereinafter called the "Association."

ARTICLE II

The principal and registered office of the Association is located at 2706 North Church Street, Greensboro, Guilford County, North Carolina, 27405

ARTICLE III

David B. Michaels, whose address is 2706 North Church Street, Greensboro, Guilford County, North Carolina, 27405, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof and no part of the Association's net income shall inure to the benefit of any of its officers, directors or members or any other private individual. The purposes and objects of the Association shall be to provide for administration, maintenance, preservation and architectural control of the Lots and Common Area within that certain tract of property described as follows:

Lying and being in Guilford County, North Carolina, and being more particularly described on Exhibit A attached hereto and incorporated herein by reference or so much thereof as may be brought with the jurisdiction of the Association and any additional property which may hereafter be brought within the jurisdiction of this Association pursuant to terms of the Declaration hereinafter described (the "Properties");

000422

and to promote the health, safety and welfare of the residents within the above described property, in accordance with the terms and conditions of that certain Declaration of Covenants, Conditions and Restrictions for Mill Pointe (hereinafter called the "Declaration"; unless otherwise defined, capitalized terms shall have the same meaning as set forth in the Declaration), now or hereafter made applicable to the Properties and recorded or to be recorded in the Office of the Register of Deeds of Guilford 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 and 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 the Declaration.
- (b) fix, levy, collect and enforce payment of, 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 in accordance with the terms and conditions of the Declaration, 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) in accordance with the terms and conditions of the Declaration, dedicate or transfer non-exclusive easements on, over and upon all or any part of the Common Area for such purposes and subject to such conditions as may be agreed to by the Association's Board of Directors; provided, however, no such dedication or transfer shall be effective unless an instrument executed on behalf of the Association by its duly authorized officers, agreeing to such dedication or transfer, has been recorded.
- (f) in accordance with the terms and conditions of the Declaration, dedicate to any public agency, authority or utility, or transfer to any third party, fee title to all or any part of the Common Area for such purposes and subject to such conditions as may be agreed to by the Members consenting to such dedication or transfer.
- (g) 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 the Members entitled to cast at least two-thirds (2/3) of all outstanding votes.

000423

(h) 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

All persons or entities who or which are record owners of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association and Westminster Homes, Inc. (as well as its successors and assigns, if Westminster Homes, Inc. shall make an express conveyance of its developer rights under the Declaration to such successor or assign) shall be voting Members 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.

#### ARTICLE VI

#### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A Members shall be all Owners other than the Declarant. Class A Members 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 or votes for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. Class A membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

Class B. The Class B Member shall be the Declarant and shall be entitled to three (3) votes for each lot shown on the subdivision plan for Mill Pointe (a/k/a Netherstone) approved by the City of High Point or other appropriate local governmental entity, as that plan is from time to time amended and approved, which lot either is owned by Declarant or is under contract or option to purchase by Declarant. 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 or exceed the total votes outstanding in the Class B membership; however, the Class B membership shall be reinstated if thereafter, and before the time stated in subparagraph (b) below, the subdivision plan for "Mill Pointe" (a/k/a "Netherstone") is amended to add additional lots sufficient to entitle the Class B membership to cast more votes (with the Class B membership casting three (3) votes for each lot owned or under contract or option) than the Class A

000424

membership is entitled to cast and the amended plan is approved by the City of High Point or other appropriate local governmental authority; or,

(b) six (6) years from the date the Declaration is recorded in the Office of the Register of Deeds, Guilford County, North Carolina.

#### ARTICLE VII

#### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors who need not be members of the Association. The number of members of the first Board of Directors shall be three (3). The number of directors on subsequent Boards shall be as set forth in the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Names</u>	<u>Addresses</u>
David B. Michaels	2706 North Church Street Greensboro, North Carolina 27405
J. Gary Hill	2706 North Church Street Greensboro, North Carolina 27405
Craig D. Smith	2706 North Church Street Greensboro, North Carolina 27405

At the first annual meeting the Members shall select two (2) directors for a term of two (2) years and one (1) director for a term of one (1) year; and at each annual meeting thereafter the Members shall elect directors for a term of two (2) years.

#### ARTICLE VIII

#### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by the Members entitled to cast not less than two-thirds (2/3) of all outstanding votes; provided, however, the Association may not be dissolved without Declarant's consent for so long as Declarant owns any Lot or may annex Additional Property pursuant to the provisions set forth in the Declaration. 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

000425

non-profit 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 affirmative vote of the members entitled to cast at least seventy-five percent (75%) of the votes of the Association, provided, however, no amendment purporting to revoke or curtail any right herein conferred to Declarant shall be effective unless executed by Declarant, and no amendment relating to the maintenance or ownership of any permanent detention or retention pond shall be effective unless reviewed and approved by the governmental office having jurisdiction for watershed protection.

#### ARTICLE XI

##### FEDERAL HOUSING ADMINISTRATION AND DEPARTMENT OF VETERANS AFFAIRS APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration ("FHA") or the Department of Veterans Affairs ("VA"), provided that FHA or VA insured loans have been obtained to purchase Lots: annexation of additional properties; mergers and consolidations; mortgaging of Common Area; dissolution of the Association; and amendment of these Articles of Incorporation.

000426

ARTICLE XII

INCORPORATOR

The name and address of the incorporator is as follows: **Donna K. Blumberg, 2800 Two Hannover Square, Raleigh, North Carolina, 27601.**

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal, this 24<sup>th</sup> day of September, 1998.

Donna K. Blumberg (SEAL)  
**Donna K. Blumberg**  
Incorporator

000427

NORTH CAROLINA

WAKE COUNTY

THIS IS TO CERTIFY, that on the 24<sup>th</sup> day of September, 1998, before me, a Notary Public, personally appeared Donna K. Blumberg, who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, 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 TESTIMONY WHEREOF I have hereunto set my hand and seal this the 24<sup>th</sup> day of September, 1998.

Cynthia A. Botting  
Notary Public

My Commission Expires:

11/14/2001

000428



**EXHIBIT A**

**BEING ALL** of that property located in High Point Township, Guilford County, North Carolina, and being described as follow:

**TRACT ONE**

**BEGINNING** at an NIP in the southern margin of the right of way of Old Mill Road, the same being the northwest corner of property now or formally owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159, thence with the lines of Raper the following three bearing breaks: South 41° 24' 28" East 52.51 feet to a point, South 00° 07' 01" East 187.35 feet to a point, and South 86° 26' 28" East 86.82 feet to a point in the western line of property now or formerly owned by Evangelical Holiness Missionary Association as recorded in Book 1162 at Page 634; thence with the western line of the property of Evangelical Holiness Missionary Association South 00° 07' 01" East 147.60 feet to a point; thence North 86° 34' 01" West 173.62 feet to a point in the southeast corner of property now or formally owned by Charles L. Sells and Mary E. Sells as recorded Book 3526 at Page 140, Tract 2; thence with the eastern line of Sells, Tract 2, North 00° 08' 19" West 340.40 feet to a point in the southern margin of the right of way of Old Mill Road; thence with the southern margin of the right of way of Old Mill Road North 60° 56' 38" East 59.56 feet to a NIP in the northwest corner of the property now or formally owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159, the point and place of **BEGINNING**, containing 1.001 acres, and being the property now or formerly conveyed to Herbert Raper and Betty J. Raper by deed recorded in Book 4067 at Page 952, this description is taken from a Boundary Survey for Westminster Homes, Inc. entitled Old Mill Road, prepared by Borum, Wade & Associates, P.A. dated 10-30-97.

000129

**TRACT TWO**

**BEGINNING** at an EIP in the southern margin of the right of way of Old Mill Road the northeast corner of property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159, thence with the southern margin of the right of way of Old Mill Road North 53° 01' 40" East 88.57 feet to a point; thence South 87° 03' 21" East 21.91 feet to a point; thence South 79° 58' 05" East 142.17 feet to an EIP in the northwest corner of property now or formerly owned by J.W. and Sara Curtis as recorded in Book 2029 at Page 104; thence with the western line of Curtis South 00° 04' 41" East 1680.42 feet to an EIP in the

northern line of Lot 32 of Sailing Point Subdivision, Section One, as recorded in Plat Book 91 at Page 125; thence with the northern line of Sailing Point Subdivision North 85° 21' 41" West 83.33 feet to an EIP; thence continuing with the northern line of Sailing Point Subdivision, Section One, North 85° 21' 41" West 151.41 feet to a NIP, the southeast corner of property now or formally owned by Charles L. and Mary E. Sells as recorded in Book 3526 at Page 140, Tract 1, thence with the eastern line of Sells (Tract 1) North 00° 00' 08" West 1184.05 feet to a point in the southeast corner of property now or formerly owned by Herbert Raper and Betty J. Raper as recorded in Book 4067 at Page 952; thence with the eastern line of Raper North 00° 07' 01" West 147.60 feet to a point in the southeast corner of property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159; thence continuing with the eastern line of Raper North 00° 07' 01" West 302.40 feet to an EIP in the southern margin of the right of way of Old Mill Road, the point and place of BEGINNING, containing 8.987 acres, and being the property formerly conveyed to Evangelical Holiness Missionary Association as recorded in Book 1162 at Page 634, this description being taken from a Boundary Survey for Westminster Homes, Inc. entitled Old Mill Road, prepared by Borum, Wade & Associates, P.A. dated 10-30-97.

000430

### TRACT THREE

**BEGINNING** at a point in the southern margin of the right of way of Old Mill Road, said point being located the following three bearing breaks from the northeast corner of property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159: With the southern margin of the right of way of Old Mill Road North 53° 01' 40" East 88.57 feet to a point, South 87° 03' 21" East 21.91 feet to a point, and North 00° 57' 00" East 23.39 feet to a point in the southern margin of the right of way of Old Mill Road, THE TRUE POINT AND PLACE OF BEGINNING, thence with the southern margin of the right of way of Old Mill Road North 46° 49' 00" East 41.00 feet to a point; thence continuing with the southern margin of the right of way of Old Mill Road North 40° 13' 00" East 100.00 feet to an EIP, said EIP being located in the southwest corner of property now or formerly owned by Church of God of Prophecy as recorded in Book 2858 at Page 67; thence with the property of Church of God of Prophecy the following three bearing breaks: South 76° 43' 06" East 148.68 feet to an EIP, South 43°

04' 20" East 99.98 feet to an EIP, and South 00° 44' 56" West 74.85 feet to a point; thence South 84° 48' 25" East 40.27 feet to an EIP in the northwest corner of property now or formerly owned by Church of God of Prophecy as recorded in Book 3416 at Page 89; thence with the western line of the property of Church of God of Prophecy South 00° 09' 00" East 1664.12 feet to an EIP in the northern line of Lot 34 of the Sailing Point Subdivision, Section One, as recorded in Plat Book 91 at Page 125; thence with the northern line of Sailing Point Subdivision, Section One, North 85° 24' 11" West 93.01 feet to an EIP and North 85° 24' 11" West 116.69 feet to an EIP in the northern line of Lot 32 of said subdivision, the same being the southeast corner of the property now or formerly owned by Evangelical Holiness Missionary Association as recorded in Book 1162 at Page 634; thence with the eastern line of the property of Evangelical Holiness Missionary Association North 00° 04' 41" West 1680.42 feet to an EIP in the southern line of property now or formerly owned by J.W. and Sara Curtis as recorded in Book 2308 at Page 403; thence with the southern line of the property of Curtis North 79° 58' 05" West 142.17 feet to a point; thence continuing with the line of Curtis North 00° 57' 00" East 23.39 feet to a point in the southern margin of the right of way of Old Mill Road, the point and place of BEGINNING, containing 8.784 acres, and being the property formerly conveyed to J.W. and Sara Curtis as recorded in Book 2029 at Page 104 and Book 2308 at Page 403, this description taken from a Boundary Survey for Westminster Homes, Inc. entitled Old Mill Road, prepared by Borum, Wade & Associates, P.A. dated 10-30-97.

000431

#### TRACT FOUR

**BEGINNING** at a NIP in the southern margin of the right of way of Old Mill Road, said NIP being located the following two bearing breaks from the northwest corner of property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159: With the southern margin of the right of way of Old Mill Road South 60° 56' 38" West 59.56 feet to a point and South 60° 56' 38" West 70.03 feet to a NIP, the northeast corner of property now or formally owned by Fred and Louise Sells as recorded in Book 1047 at Page 189. **THE TRUE POINT AND PLACE OF BEGINNING.**

thence with the eastern line of Sells South 00° 21' 28" East 302.78 feet to a point; thence continuing with the eastern line of Sells South 00° 02' 52" East 1166.90 feet to a point in the northern line of property now or formerly owned by City of High Point as recorded in Book 2419 at Page 369; thence South 84° 45' 39" East 141.08 feet to a stone; thence South 02° 27' 16" West 10.78 feet to an EIP, the northwest corner of Lot 31 of Sailing Point Subdivision, Section One, as recorded in Plat Book 91 at Page 125; thence with the northern line of Lot 31 of said subdivision South 85° 21' 41" East 92.81 feet to a NIP, the southwest corner of property now or formerly owned by Evangelical Holiness Missionary Association as recorded in Book 1162 at Page 634; thence with the western line of Evangelical Holiness Missionary Association property North 00° 00' 08" West 1184.05 feet to a point; thence with the lines of property now or formerly owned by Herbert Raper and Betty J. Raper as recorded in Book 4067 at Page 952 North 86° 34' 01" West 173.62 feet to a point and North 00° 08' 19" West 340.40 feet to a point in the southern margin of the right of way of Old Mill Road; thence with the southern margin of the right of way of Old Mill Road South 60° 56' 38" West 70.03 feet to a NIP, the point and place of BEGINNING, containing 6.732 acres and being the property formerly conveyed to Charles L. and Mary E. Sells as recorded in Book 3526 at Page 140, Tract 1 (containing 6.283 acres) and Tract 2 (containing 0.449 acres), this description being taken from a Boundary Survey for Westminster Homes, Inc. entitled Old Mill Road, prepared by Borum, Wade & Associates, P.A. dated 10-30-97.

000432

#### TRACT FIVE

**BEGINNING** at a NIP in the southern margin of Old Mill Road, said NIP being located the following two bearing breaks from the northwest corner of property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159: With the southern margin of Old Mill Road South 60° 56' 38" West 59.56 feet to a point and South 60° 56' 38" West 70.03 feet to a NIP, THE TRUE POINT AND PLACE OF BEGINNING, thence with the western line of property now or formerly owned by Charles L. and Mary E. Sells as recorded in Book 3526 at Page 140 the following two bearing breaks: South 00° 21' 28" East 302.78 feet to a point and South 00° 02' 52" East

1166.90 feet to a point in the northern line of property now or formerly owned by the City of High Point as recorded in Book 2419 at Page 369; thence North 84° 45' 39" West 111.28 feet to a NIP, the northwest corner of City of High Point property as recorded in Book 2419 at Page 369 and the northeast corner of property now or formerly owned by the City of High Point as recorded in Book 2456 at Page 62; thence North 85° 27' 19" West 212.87 feet to an EIP, the northeast corner of the Detention Pond area for Huntington Park Subdivision as recorded in Plat Book 116 at Page 37; thence with the Detention Pond area North 85° 27' 19" West 26.72 feet to an EIP in stump; thence along the eastern line of property now or formerly owned by High Point Elk's Lodge #1155 as recorded in Book 2422 at Page 351 the following two bearing breaks: North 00° 51' 29" East 148.30 feet to an EIP and North 27° 54' 37" West 538.92 feet to a NIP; thence with the line of property now or formerly owned by Charles L. Sells as recorded in Book 2236 at Page 734 the following four bearing breaks: North 44° 53' 27" East 62.82 feet to an EIP, North 44° 53' 27" East 180.07 feet to an EIP, North 27° 45' 18" West 150.00 feet to an EIP, and North 55° 00' 06" West 164.84 feet to a point, said point being located South 85° 52' 56" West 98.19 feet from an EIP in the southern margin of the right of way of Old Mill Road; thence with the line of property now or formerly owned by John Lloyd Bridges as recorded in Book 2839 at Page 943 the following two bearing breaks: North 85° 52' 56" East 349.92 feet to an EIP and North 08° 47' 37" East 260.44 feet to an EIP in the southern margin of the right of way of Old Mill Road; thence with the southern margin of the right of way of Old Mill Road North 60° 56' 38" East 276.22 feet to a NIP, the point and place of BEGINNING, containing 13.327 acres and being the property formerly conveyed to Fred and Louise Sells as recorded in Book 1047 at Page 189, this description being taken from a Boundary Survey for Westminster Homes, Inc. entitled Old Mill Road, prepared by Borum, Wade & Associates, P.A. dated 10-30-97.

000433

#### TRACT SIX

BEGINNING at a NIP in the southern margin of the right of way of Old Mill Road, the same being the northwest corner of property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159 and the northeast corner of property formerly owned

by Herbert Raper and Betty J. Raper as recorded in Book 4067 at Page 952, thence with the eastern line of Herbert Raper and Betty J. Raper South the following two bearing breaks: South  $41^{\circ} 24' 28''$  East 52.51 feet to a point and South  $00^{\circ} 07' 01''$  East 187.35 feet to a point; thence continuing with the line of Herbert Raper and Betty J. Raper South  $86^{\circ} 26' 28''$  East 86.82 feet to a point in the western line of property formerly owned by Evangelical Holiness Missionary Association as recorded in Book 1162 at Page 634; thence with the western line of Evangelical Holiness Missionary Association North  $00^{\circ} 07' 01''$  West 302.40 feet to an EIP in the southern margin of the right of way of Old Mill Road; thence with the southern margin of the right of way of Old Mill Road South  $59^{\circ} 52' 59''$  West 140.06 feet to a NIP in the northwest corner of the property now or formerly owned by Evelyn C. Raper and Willie G. Raper as recorded in Book 1445 at Page 159, the point and place of BEGINNING. This description is taken from a Boundary Survey for Westminster Homes, Inc. entitled Old Mill Road, prepared by Borum, Wade & Associates, P.A., dated 10-30-97, and last revised 5-18-98.

000434