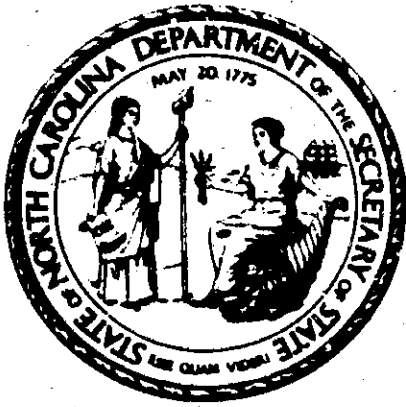


Mail To: W. Erwin Fuller, Jr.  
P. O. Drawer U  
Greensboro, North Carolina



# State of North Carolina

Department  
of the  
Secretary of State

*Carroll*  
DO NOT  
PICKED UP

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

80453

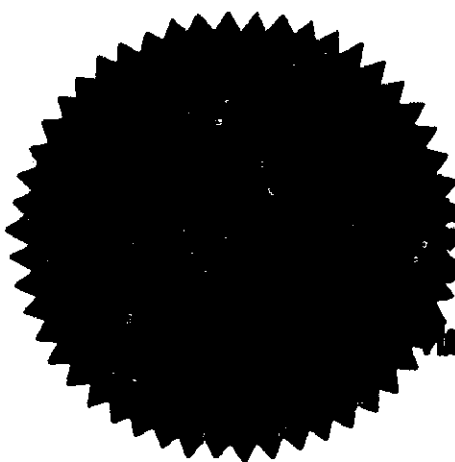
MAPLE RIDGE ASSOCIATION

555 7 380 00013.00 C

*and the probates thereon, the original of which was filed in this office on the 2nd day of May 19 84, 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 2nd day of May in the year of our Lord 19 84.*



RECORDED  
W. F. PATSEA, CLERK  
REGISTER OF DEEDS  
WILFORD COUNTY, N. C.

MAY 7 3 02 PM '84

*Thad Eure*  
Secretary of State  
*[Signature]*  
Deputy Secretary of State

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336551

ARTICLES OF INCORPORATION

MAY 2 3 26 PM '84

OF

MAPLE RIDGE ASSOCIATION

FILED  
THOMAS EURE  
SECRETARY OF STATE  
NORTH CAROLINA

In compliance with the requirements of Chapter 55A 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 nonprofit corporation and hereby certifies:

ARTICLE I.  
NAME

The name of the corporation is Maple Ridge Association, hereinafter called the "Association".

ARTICLE II.  
REGISTERED OFFICE

The initial registered office of the Association is located at 2100-K West Cornwallis Drive, Guilford County, Greensboro, North Carolina 27408.

ARTICLE III.  
REGISTERED AGENT

W. S. Griswold, whose address is 2100-K West Cornwallis Drive, Guilford County, Greensboro, 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 Lots and Common Area within that certain real property described as follows:

All of that land situated in Friendship Township which is now owned or hereafter acquired by Charter Carolina Co. or others for development as a part of Maple Ridge (a planned unit development), a more particular description of which land appears on SCHEDULE A attached hereto and hereby incorporated herein by reference.

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, 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 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 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;

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(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 each class of 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 an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes provided that any such merger or consolidation shall have the interest of two-thirds (2/3) of each class of members;

(g) annex additional residential property and Common Area pursuant to the provisions of Article X, Section 4 of the Declaration; and

(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

Every person or entity who or which 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 voting 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. Such membership shall be appurtenant to and may not be separated from the 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 (the Declarant, however, shall become a Class A member upon the conversion of its Class B membership to Class A membership as hereinafter provided). 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 B. The Class B member(s) shall be the Declarant and shall be entitled to three (3) votes for each Lot owned. 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:

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(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on December 31, 1992.

ARTICLE VII.  
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) 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 the selection of their successors are :

<u>NAME</u>	<u>ADDRESS</u>
Richard C. Wooldridge	4602 Knightbridge Road Greensboro, North Carolina 27410
W. S. Griswold	902 Sunset Drive Greensboro, North Carolina 27408
Particia L. Dunn	7005 Crescent Road Gibsonville, North Carolina 27249
Elsie M. Siebenaler	2706 Lafayette Avenue Greensboro, North Carolina 27408
L. C. Vaughan, III	1205 Hill Street Greensboro, North Carolina 27408
Doris J. Wallace	922 Hill Street Greensboro, North Carolina 27408
Peter A. Mann	5500 Courtfield Drive Greensboro, North Carolina 27405
Robert W. Holcombe	1011 Country Club Drive Greensboro, North Carolina 27408
Barbara S. Landsberger	3302 Windrift Drive Greensboro, North Carolina 27410

At the first annual meeting the Members shall elect three directors for a term of one year, three directors for a term of two years, and three directors for a term of three years; and at each annual meeting thereafter the Members shall elect three directors 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 each class of voting members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the

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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

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

ARTICLE XI.  
FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment to these Articles.

ARTICLE XII.  
INCORPORATOR

The name and address of the incorporator is as follows:

W. Erwin Fuller, Jr.

Suite 1400, Wachovia Building  
201 North Elm Street  
P. O. Drawer U  
Greensboro, N. C. 27402

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal, on this 1st day of May, 1984.

W. Erwin Fuller, Jr. (SEAL)  
W. Erwin Fuller, Jr.

NORTH CAROLINA  
GUILFORD COUNTY

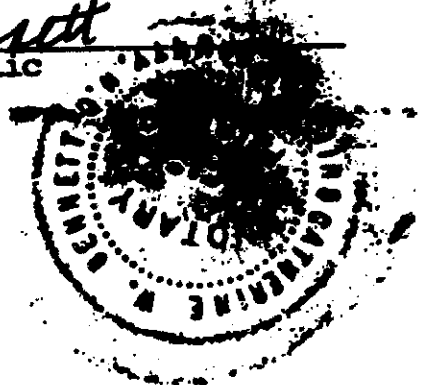
This is to certify that on the 1st day of MAY, 1984, before me, CATHERINE W. BENNETT, a Notary Public, personally appeared W. ERWIN FULLER, JR., who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation of Maple Ridge Association, and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 1st day of MAY, 1984.

Catherine W. Bennett  
Notary Public

My commission expires:

11-1-85



SCHEDULE A ATTACHED TO ARTICLES OF INCORPORATION OF  
MAPLE RIDGE ASSOCIATION

TRACT 1

BEGINNING at an existing iron pipe in the northern margin of Old Oak Ridge Road (N. C. State Road No. 2137), which existing iron pipe marks a common corner for tracts owned by Marelee Corporation and by Ted L. Hardee et ux, and running thence along and with the northern margin of Old Oak Ridge Road four calls, as follows: North 48° 15' West 1,627.37 feet to a point, North 44° 52' West 136.21 feet (chord course and distance) to a point, North 41° 28' 30" West 198.26 feet to a point, and North 51° 02' West 364.97 feet (chord course and distance) to a point in the centerline of Horsepen Creek; thence along and with the centerline of Horsepen Creek six (6) calls, as follows: North 36° 24' East 254.83 feet to a point, North 23° 00' 30" East 97.60 feet to a point, North 03° 09' 20" West 240.60 feet to a point, North 43° 02' 10" East 413.90 feet to a point, North 22° 31' 15" East 132.68 feet to a point, and North 31° 42' 45" East 213.92 feet to a point; thence South 80° 31' East 228.89 feet to a point; thence South 86° 07' East 189.35 feet to a point; thence South 04° 04' West 1,014.56 feet to a point; thence South 86° 53' East 470.60 feet to a point; thence North 04° 04' East 5.0 feet to a point; thence South 86° 13' East 603.84 feet to a point; thence South 11° 11' 30" West 1,608.06 feet to the POINT AND PLACE OF BEGINNING, and containing 55.909 acres, more or less, according to a survey dated April, 1982 by Evans Engineering, Inc., Greensboro, North Carolina.

TRACT II

BEGINNING at a common point in the northern margin of Old Oak Ridge Road (N. C. State Road No. 2137) and in the centerline of Horsepen Creek and running thence along and with the northern margin of Old Oak Ridge Road four (4) calls, as follows: North 60° 36' West 826.02 feet to a point, North 54° 28' 30" West 540.46 feet (chord course and distance) to a point, North 48° 21' West 159.43 feet to a point, and North 43° 35' 160.21 feet (chord course and distance) to a point; thence North 57° 19' East 1717.59 feet to a point; thence South 37° 52' 30" East 920.88 feet to a point in the centerline of Horsepen Creek; thence along and with the centerline of Horsepen Creek six (6) calls, as follows: South 31° 42' 45" West 213.92 feet to a point, South 22° 31' 15" West 132.68 feet to a point, South 43° 02' 10" West 413.90 feet to a point, South 03° 09' 20" East 240.60 feet to a point, South 23° 00' 30" West 97.60 feet to a point, and South 36° 24' West 254.83 feet to the POINT AND PLACE OF BEGINNING, and containing 44.265 acres, more or less, according to a survey dated August 18, 1983 by Evans Engineering, Inc., Greensboro, North Carolina.

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**State  
of  
North Carolina**

**NOTICE**

the Secretary of a corporate charter to any domestic corporation of a certificate of authority to any other state. The Secretary will not authorize the use in this state of a corporate name in violation of the rights of any other party under the Federal Trademarks Act, or the name of any individual of this State, a firm name of the common law, and the issuance of such charter or certificate will not be a defense to an action for violation of any such rights.

**Certified Copy  
from  
The Department of The  
Secretary of State  
to be Recorded  
with the  
Register of Deeds  
of County of  
Registered Office**