

STATE OF NORTH CAROLINA



COPY

Department of The
Secretary of State

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

WESTPORT HOA, INC.

the original of which was filed in this office on the 15th day of June, 2000.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 15th day of June, 2000.

Elaine F. Marshall

Secretary of State

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ARTICLES OF INCORPORATION OF
WESTPORT HOA, INC.

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Elaine F. Marshall
North Carolina Secretary of State

The undersigned hereby submits these Articles of Incorporation for the purpose of forming a nonprofit corporation under the laws of the State of North Carolina.

1. The name of the corporation is WESTPORT HOA, INC.
2. The address of the principal office of the corporation is 602 Market Street, Wilmington, New Hanover County, North Carolina 28401. The mailing address of the principal office of the corporation is P. O. 24, Wilmington, N. C. 28402.
3. The address of the initial registered office of the corporation in the State of North Carolina is 602 Market Street, Wilmington, New Hanover County, North Carolina. The name of the registered agent at such address is ALTON Y. LENNON. The mailing address of the initial registered office of the corporation is P. O. Box 24, Wilmington, N. C. 28402.
4. The name and address of the incorporator is ALTON Y. LENNON, Post Office Box 24, WILMINGTON, N.C. 28402.
5. The corporation will have members, who will be all of one class.
 - a. Each owner of any of the lots shown on the map of WESTPORT AT SOUTH HARBOUR VILLAGE, or shown on the map(s) of any additional property annexed to said subdivision in accordance

with the Declaration of Covenants Conditions and Restrictions for said subdivision, to be recorded in the Brunswick County Registry, shall be a member of the corporation.

b. For purposes of membership, "owner" includes all persons owning a freehold estate in any of the above lots, either alone or with other(s). "Persons", and its singular, include all entities capable of owning a freehold estate in land. Persons who do not own a freehold estate in one or more of the above lots, including, but not limited to, persons holding or owning interests as security for repayment of indebtedness, shall not be members of the corporation.

c. There shall be one vote for each of the above lots, except with respect to the rights of POINT ASSOCIATES, L.L.C., its successors and assigns, to appoint directors, as provided in the above mentioned Declaration of Covenants Conditions and Restrictions.

d. The remaining designations, qualifications, rights, powers, privileges and obligations of the members shall be set forth in the by-laws of the corporation, which shall not conflict with these articles of incorporation.

6. a. No part of the net earnings of the corporation shall inure to the benefit of its members, directors, officers or other persons, except that the corporation shall be authorized and

empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes of the corporation.

b. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations with similar purposes which are exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986.

7. The number of directors constituting the initial board of directors shall be three (3); the name and address of the persons who are to serve as the initial directors are:

JOHN W. NESTER 1295 Northern Blvd. Manhasset, N.Y. 11030

EDWIN L. BURNETT, III 1301 HERON RUN DR., Wilmington, N.C. 28403

ALTON Y. LENNON 602 Market Street Wilmington, N.C. 28401

The number of directors may be increased or decreased by a majority vote of the members from time to time, provided that the number of directors shall not be less than one.

8. To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable for monetary damages for breach of any duty as a director. No amendment or repeal of this article, nor the adoption of any other amendment to these Articles of Incorporation inconsistent with this

article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

9. These articles will become effective upon filing.

This the 12th day of June, 2000.



Name: Alton Y. Lennon

Incorporator

WESTPORT: WESTPRTINC