

NOV - 6 2000



NORTH CAROLINA

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

**THE GARDEN DISTRICT SINGLE-FAMILY HOMEOWNERS ASSOCIATION,
INC.**

the original of which was filed in this office on the 3rd day of November, 2000.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 3rd day of November, 2000

Elaine F. Marshall

Secretary of State

ARTICLES OF INCORPORATION
OF
THE GARDEN DISTRICT SINGLE-FAMILY HOMEOWNERS ASSOCIATION, INC.

I, the undersigned, being a natural person of full age, make these Articles of Incorporation for the purpose of forming a nonprofit corporation pursuant to the provisions of Chapter 55A of the North Carolina General Statutes.

ARTICLE I

NAME

The name of the corporation is The Garden District Single-Family Homeowners Association, Inc.

ARTICLE II

DURATION

The period of duration of the corporation shall be perpetual.

ARTICLE III

PURPOSES

The purposes for which the corporation is organized are:

- (a) To provide for the management, maintenance, preservation, administration and operation of a subdivision of detached and duplex single-family homes in the Garden District of First Ward, in the City of Charlotte, Mecklenburg County, North Carolina, as set forth in that certain Declaration of Covenants, Conditions and Restrictions by Arvida Mid-Atlantic Homes, Inc., which is to be recorded in the Office of the Register of Deeds for Mecklenburg County, North Carolina (the "Declaration");
- (b) To promote the health, safety and welfare of the "Owners" (as defined in the Declaration) and residents within the jurisdiction of this corporation; and
- (c) To engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein.

ARTICLE IV

TAX STATUS

The corporation shall have all the powers granted non-profit corporations under the laws of the State of North Carolina. Notwithstanding any other provision of these Articles of Incorporation, the corporation hereby elects tax-exempt status under Section 528 of the Internal Revenue Code of 1986. The corporation shall not carry on any activities prohibited by a corporation electing tax-exempt status under Section 528, or any corresponding sections or provisions of any future United States Internal Revenue law or of any analogous law of the State of North Carolina. 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.

ARTICLE V

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the corporation, the assets thereof shall, after all liabilities and obligations of the corporation have been paid, or adequate provision made therefor, be dedicated to an appropriate public agency to be used for purposes similar to those for which the corporation was created or, in the event that such dedication is refused acceptance, distributed to any association or associations organized for purposes similar to those set forth in Article III above, all in accordance with any further provisions of the bylaws of the corporation.

ARTICLE VI

MEMBERSHIP AND VOTING RIGHTS

The corporation shall have members. Such membership shall be limited to the owners of "Lots," as that term is defined in the Declaration, and every owner of a Lot shall automatically be a member of the corporation. Membership in the Association is appurtenant to, and inseparable from, ownership of the lot. The rights, powers and privileges of members of the corporation, including voting rights, are set forth in the Declaration and the Bylaws of the Association .

ARTICLE VII

REGISTERED AGENT AND OFFICE

The address of the initial registered office in the State of North Carolina is 517 S. Sharon Amity Road, Suite 100, Charlotte, Mecklenburg County, North Carolina 28211, and the name of the initial registered agent at such address is Ann Gant. The street address and mailing address

of the principal office of the corporation is 517 S. Sharon Amity Road, Suite 100, Charlotte, Mecklenburg County, North Carolina 28211.

ARTICLE VIII

EXECUTIVE BOARD

The affairs of the corporation shall be managed by an Executive Board of three (3) members, who need not be members of the corporation. The number of members of the Executive Board may be changed by amendment of the bylaws of the corporation. The names and addresses of the persons who are to act as initial members of the Executive Board until they are replaced as provided in the Bylaws are:

<u>Name</u>	<u>Address</u>
Ann Gant	517 S. Sharon Amity Road, Suite 100 Charlotte, North Carolina 28211
Robert W. Zweier	517 S. Sharon Amity Road, Suite 100 Charlotte, North Carolina 28211
Anita MacNeil	517 S. Sharon Amity Road, Suite 100 Charlotte, North Carolina 28211

ARTICLE IX

INDEMNIFICATION

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 to the corporation or any of its members for monetary damages for breach of any duty as a director. No amendment or repeal of this article, nor the adoption of any provision 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.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended only by the affirmative vote of at least two-thirds (2/3) of the members of the corporation.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator is: Robert C. Sink, 101 North Tryon Street, Suite 1900, Charlotte, North Carolina 28246.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal, this 1st day of November, 2000.



_____(SEAL)
Robert C. Sink, Incorporator