

**ARTICLES OF INCORPORATION OF  
HAMMOCK PLACE H.O.A., INC.**

In accordance with Chapter 55A, North Carolina General Statutes, the undersigned, being of full age, does hereby form a corporation not for profit and does certify:

**ARTICLE I**

The name of the corporation is HAMMOCK PLACE H.O.A., INC. (hereinafter "Association").

**ARTICLE II**

The period of duration of the corporation shall be perpetual.

**ARTICLE III**

The specific purposes for which the Association is formed are to provide for the maintenance and preservation of the residential lots and Common Area within that certain tract of real property known as HAMMOCK PLACE as shown in Map Book 28, Page 962, Carteret County Registry, and any future additions thereto, and to promote the health, safety and welfare of residents and property owners within said property, and for said purposes 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 and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded in the Office of the Register of Deeds of Carteret County, North Carolina, in Book 804, page 3, 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;
- (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 sixty-six percent (66%) 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) To maintain, repair, replace and operate the properties for which the Association is responsible pursuant to the Declaration;
- (f) 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 sixty-six (66%) of each class of members, agreeing to such dedication, sale or transfer;

(g) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger, consolidation or annexation shall have the assent of sixty-six percent (66%) of each class of members;

(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, along with those powers, rights and duties set out in the Declaration.

#### **ARTICLE IV**

#### **MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to the above referenced Declaration, including contract sellers, shall be a 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. Membership shall be appurtenant to and may not be separated from ownership interest of any lot which is subject to the above referenced Declaration.

#### **ARTICLE V**

#### **VOTING RIGHTS**

There shall be one class of voting membership. The voting rights are governed by Article VII of the above referenced Declaration.

#### **ARTICLE VI**

#### **BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors of at least three (3). The number of directors may be changed by the bylaws of the Association. The names and addresses of the three initial Directors are:

Mary Jane Rogers  
224 Brandywine Boulevard  
Morehead City, NC 28557

Mary Poineau  
224 Brandywine Boulevard  
Morehead City, NC 28557

W. W. McClung  
Brandywine Boulevard  
Morehead City, NC 28557

#### **ARTICLE VII**

#### **DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by the owners of not less than seventy-five percent (75 %) of Lots in the subdivision 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 non profit corporation, association, trust or other organization to be devoted to such similar purposes.

## **ARTICLE VIII**

### **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, this Corporation hereby elects tax-exempt status under Section 528 of the Internal Revenue Code of 1986, and under N.C.G.S. § 105-130.11(a)(11). This Corporation shall not carry on any activities prohibited by a Corporation electing tax-exempt status under Section 528, or under said General Statute section or any corresponding sections or provisions of any future United States Internal Revenue or North Carolina tax laws. It is further provided that no distributions of income or net profit of the Corporation are to be made to members, directors or officers of the corporation; provided, however, that members of the Corporation may receive a rebate of any excess dues and assessments previously paid.

## **ARTICLE IX**

### **REGISTERED OFFICE**

The initial registered agent and her address at the initial registered office in Carteret County as follows:

Mary Jane Rogers  
224 Brandywine Boulevard  
Morehead City, Carteret County, North Carolina 28557

The location of the principal office is the same as the address of the initial registered office, listed above.

## **ARTICLE X**

### **AMENDMENT**

Amendment of these Articles of Incorporation shall require the vote of sixty-six percent (66%) of the entire total membership votes.

## **ARTICLE XI**

### **INCORPORATOR**

The name and address of the incorporator is:

Dennis M. Marquardt  
1007 Shepard Street  
Morehead City, Carteret County, North Carolina 28557

IN WITNESS WHEREOF the incorporator or has hereunto set his hand and seal, this day 20<sup>th</sup> of August 1997.