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# NORTH CAROLINA

## Department of the Secretary of State

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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

EASTOVER NORTH PROPERTY OWNERS' ASSOCIATION INC.

the original of which was filed in this office on the 17th day of August, 2015.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 17th day of August, 2015.

*Elaine F. Marshall*

Secretary of State

Document Id: C201522400204

Verify this certificate online at [www.secretary.state.nc.us/verification](http://www.secretary.state.nc.us/verification)

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Elaine F. Marshall  
North Carolina Secretary of State

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ARTICLES OF INCORPORATION

OF

EASTOVER NORTH PROPERTY OWNERS' ASSOCIATION, INC.

(A NON-PROFIT CORPORATION)

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation

1. The name of the Corporation is EASTOVER NORTH PROPERTY OWNERS' ASSOCIATION, INC.

2. The street address and county of the initial registered office of the corporation is:

111 Dunn Road  
Fayetteville, North Carolina 28312  
Cumberland County

3. The mailing address of the initial registered office is:

111 Dunn Road  
Fayetteville, North Carolina 28312

4. The name of the initial registered agent is Gene F. Williford.

5. The name and address of each incorporator is as follows:

Gene F. Williford  
111 Dunn Road  
Fayetteville, NC 28312  
(Cumberland County)

6. The street address and county of the principal office of the corporation is:

111 Dunn Road  
Fayetteville, North Carolina 28312  
Cumberland County

7. The mailing address of the principal office is:

111 Dunn Road  
Fayetteville, North Carolina 28312  
Cumberland County

8. The corporation will have members.

9. The provisions regarding the distribution of the corporation's assets upon its dissolution are set forth in paragraph 10.E.

#### 10. A. Purpose and Powers.

The corporation does not contemplate pecuniary gain or profit to the members thereof. WINGATE PROPERTIES, LLC, a North Carolina limited liability company (herein "Developer" ) is the developer of the EASTOVER NORTH Subdivision development located in the Eastover Township, Cumberland County, North Carolina. WINGATE PROPERTIES, LLC has recorded, or will record, a DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF EASTOVER NORTH, Section II. (herein "Declaration"). EASTOVER NORTH PROPERTY OWNERS' ASSOCIATION, INC. (herein "Association") is being organized for the purpose of being vested with the ownership of the Common Properties of the EASTOVER NORTH Subdivision development and with the powers of performing all duties and filing all required reports subsequent to the completed initial construction and inspection(s) relative to the installed erosion and sedimentation plan for the development; and to have the power and authority of maintaining and administering the common properties, administering and enforcing the covenants and restrictions and collecting and disbursing all assessments and charges necessary for such maintenance, administration and enforcement of the EASTOVER NORTH Subdivision development, and for these purposes:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation set forth in the Declaration, applicable to all of the property herein described which is recorded or will be recorded in the Office of the Register of Deeds for Cumberland County, North Carolina, and as the same may be amended from time to time as therein provided;

(b) To accept assignment of the permit and to assume obligations to perform all duties and to file all required reports subsequent to the completed initial construction and inspection(s) relative to an installed erosion and sedimentation plan for the EASTOVER NORTH Subdivision, Section II. and Section I. To Discharge Stormwater Under The National Pollutant Discharge Elimination System if issued by the State of North Carolina Department of Environment and Natural Resources, Division of Water Quality, and additional phases of the EASTOVER NORTH subdivision;

(c) To promote the health, safety and welfare of the residents of the EASTOVER NORTH, Section II., Subdivision, and any additional properties that may be brought with the jurisdiction of the corporation;

(d) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation.

(e) To 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;

(f) To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(g) To 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;

(h) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

(i) To annex additional properties as provided in the Declaration; and



(j) To 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.

**B. Membership.** Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by the Declaration to assessment by the Corporation, including contract sellers, shall be a member of the Corporation. 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 pursuant to and may not be separated from ownership of any lot which is subject by the Declaration to assessment by the Corporation.

**C. Voting Rights.** The corporation shall have two (2) classes of voting membership:

**CLASS A:** Class A members shall be all Owners with the exception of WINGATE PROPERTIES, LLC (hereinafter called the "Declarant") and 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 for each 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; and in the absence of an agreement between the persons holding the interests in any lot the vote for the lot shall be in the same fractions as the ownership.

**CLASS B:** 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:

- (a) When the Declarant is no longer the owner of any lot subject to assessment by the Corporation; or
- (b) On January 1, 2026.

**D. Board of Directors.** The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than two (2) or more than five (5) Directors. The Directors shall be elected by the members as provided in the By-Laws of the Corporation. Until the time for a first annual meeting of the members, or until their successors are actually selected and qualified, there shall be two (2) Directors whose names and addresses are as follows:

| <u>Name</u>       | <u>Address</u>                        |
|-------------------|---------------------------------------|
| Gene F. Williford | 111 Dunn Road, Fayetteville, NC 28312 |
| Adam R. Williford | 111 Dunn Road, Fayetteville, NC 28312 |

**E. Dissolution.** The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3rds) of each class of members. Upon dissolution of the Corporation, other than incident to a merger of consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event such dedication is refused acceptance, all of the residual assets of the corporation shall be distributed to such organization(s) that are exempt under Section 501(c)(3) or Section 528(c)(4) of the Code or corresponding sections of any prior or future Internal Revenue Code at the time of dissolution as shall, in the judgment of the directors, be most likely to fulfill the purpose of the corporation.

**F. Amendments.** Amendments of these Articles shall require the assent of two-thirds (2/3) of the entire membership.

11. These articles will be effective upon filing.

This the 28th day of July, 2015.

  
Gene F. Williford, Incorporator