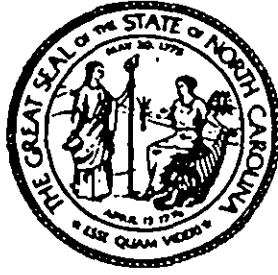


**STATE OF  
NORTH  
CAROLINA**



**Department of The  
Secretary of State**

**To all whom these presents shall come, Greetings:**

*I, Rufus L. Edmisten, 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 CROSSINGS COMMUNITY ASSOCIATION, INC.**

*the original of which was filed in this office on the 8th day of March, 1993.*

***IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 8th day of March, 1993.***



*Rufus L. Edmisten*

*Secretary of State*

C-0.32/258

FILED  
9:00 AM

MAR 8 1993

RUFUS L. EDMISTEN  
SECRETARY OF STATE  
NORTH CAROLINA

33 064 5056

ARTICLES OF INCORPORATION  
OF  
THE CROSSINGS COMMUNITY ASSOCIATION, INC.

In compliance with the requirements of Chapter 55-A 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 non-profit corporation and hereby certifies:

ARTICLE I

The name of the corporation is The Crossings Community Association, Inc. (the "Association").

ARTICLE II

The principal and registered office of the Association is located at 7009 Queensberry Drive, Charlotte, Mecklenburg County, North Carolina, 28226.

ARTICLE III

Thomas D. Waters whose address is 7009 Queensberry Drive, Charlotte, Mecklenburg County, North Carolina, 28226, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof and no part of the Association's net income shall inure to the benefit of any of its officers, directors or members or any other private individual. The purposes and objects of the Association shall be to provide for administration, maintenance, preservation and architectural control of the Lots and Common Area within that certain tract of property described as follows:

Lying and being in Mecklenburg County, North Carolina, and being more particularly described on Exhibit A attached hereto and 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 the 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 Mecklenburg 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;

(b) fix, levy, collect and enforce payment of, 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, utility or third party for such purposes and subject to such conditions as may be agreed to by the Board of Directors. No such dedication or transfer shall be effective after the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership unless an instrument has been signed by at least sixty-seven percent (67%) of the total voting Power of Members other than Declarant agreeing to such dedication, sale or transfer, provided this paragraph shall not preclude the Board of Directors from granting easements for the installation and maintenance of electrical, telephone, cablevision, water and sewerage utilities and drainage facilities upon, over, under and across the Common Area without the assent of the membership if such easements are requisite for the convenient use and enjoyment of the properties. The Board of Directors shall also have the right to dedicate or transfer all or any part of the Common Area to third parties provided the Association acquires in return other Common Area of comparable size and market value adjacent to the Property;

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

(g) annex additional residential property and Common Area pursuant to the provisions of Article 16 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 and any and all rights, powers and privileges granted under the Declaration.

## 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 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 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:

(a) Class A. Class A Members shall be all Owners with the exception of Declarant and Builder; provided, however, that Declarant and Builder shall become a Class A Member when the Class B membership ceases as provided hereinafter. Class A Members shall be entitled to one (1) vote for each Lot owned. When more than one person holds an ownership interest in any Lot, all such persons shall be Members, but no more than one vote be cast with respect to any Lot. The vote for any such lots shall be exercised as the members holding an interest in such lot determine among themselves. In the event of a disagreement, the decision of Members holding a majority of interest

in such Lot shall govern. Unless otherwise notified by a co-owner as to a dispute between the co-owners regarding their vote prior to the casting of that vote, the vote of any co-owner shall be conclusively presumed to be the majority vote of the Owners of that Lot.

(b) Class B. Declarant shall be a Class B Member and shall be entitled to 500 votes; this number shall be decreased by one (1) for each Class A Member existing at any one time or each Lot owned by a Class B Member other than Declarant. Builder shall also be a Class B Member upon acquisition of title to a Lot from Declarant and shall be entitled to three (3) votes for each Lot owned. Declarant's and Builder's Class B membership shall cease and be converted to Class A membership on the happening of one of the following events, whichever occurs earlier:

- (i) When the total outstanding Class A members equal or exceed 375;
- (ii) Ten (10) years after the first Lot is conveyed to an Owner for use as a residence; or
- (iii) When Declarant and Builder, at their option, so determine.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors who are members of the Association. The number of members of the first Board of Directors of the Association shall be three. The number of members of succeeding Boards of Directors shall be as provided from time to time by 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>
Thomas D. Waters	7009 Queensberry Drive Charlotte, N.C. 28226
Claudia B. Waters	7009 Queensberry Drive Charlotte, N.C. 28226
Randy Luther	145 Scaleybark Road Charlotte, N.C. 28209

## 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 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 IX

### DURATION

The corporation shall exist perpetually.

## ARTICLE X

### AMENDMENTS

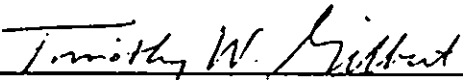
Amendment of these Articles shall require the assent of two-thirds (2/3) of the entire membership. In addition, Declarant may amend these Articles at the request of the Veterans Administration, the Department of Housing and Urban Development or the Federal National Mortgage Association to correct clerical or scrivener's errors. Any amendment must be properly filed and recorded.

ARTICLE XI  
INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Timothy W. Gilbert	Horack, Talley, Pharr & Lowndes, PA 2600 One First Union Center 301 South College Street Charlotte, N.C. 28202-6038

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal this 4th day of March, 1993.

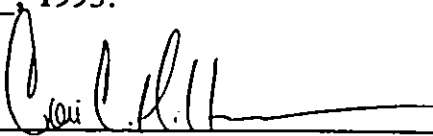
  
\_\_\_\_\_  
Timothy W. Gilbert

NORTH CAROLINA

MECKLENBURG COUNTY

THIS IS TO CERTIFY, that on the 4th day of March, 1993, before me, a Notary Public, personally appeared Timothy W. Gilbert, who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I having first made known to him the contents thereof, he did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this the 4th day of March, 1993.

  
\_\_\_\_\_  
Notary Public  
Connie C. Hiltz

My Commission Expires: 1-2-97

C:\WP51\DOCS\TWG\CROSSING.ART