



Department of The Secretary of State

To all whom these presents shall come, Greetings:

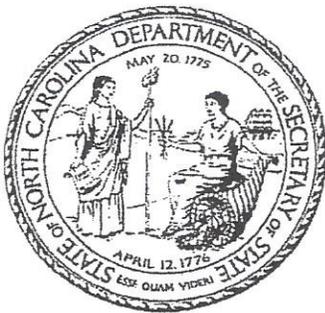
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

THE GABLES AT KEPLEY FARM PROPERTY OWNER'S ASSOCIATION

the original of which was filed in this office on the 29th day of April, 2009.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 29th day of April, 2009

Elaine F. Marshall

Secretary of State

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Date Filed: 4/29/2009 8:40:00 AM
Elaine F. Marshall
North Carolina Secretary of State
C200910701627

ARTICLES OF INCORPORATION

OF

COPY

THE GABLES AT KEPLEY FARM PROPERTY OWNER'S ASSOCIATION

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of North Carolina.

1. The name of the corporation is The Gables at Kepley Farm Property Owner's Association.
2. The period of duration of the corporation is perpetual.
3. The purposes for which the corporation is organized are as follows:
 - (1) To maintain, repair and replace certain common areas located in the City of Salisbury, County of Rowan, State of North Carolina, and shown on that certain plat for The Gables at Kepley Farm, recorded in the Rowan County Register of Deeds (the "Plat");
 - (2) To own, purchase, manage, maintain, repair and replace any or all of the equipment or other property of any type, used in connection with the functions described in Article 3(1) above;
 - (3) To establish an orderly, equitable and efficient system of billing to pay for the expenses incurred in the furtherance of the aforesaid purposes;
 - (4) To promulgate such rules and regulations and perform such deeds and acts as are deemed necessary to achieve the aforesaid objectives and to promote the health, safety and welfare of the members of this corporation; and
 - (5) The transaction of any lawful activity which a corporation organized under the Nonprofit Corporation Act (North Carolina General Statutes, Chapter 55A) of the State of North Carolina by law may now or hereafter have or exercise.
4. The powers of the corporation in furtherance of the purposes set out in Article 3 above are as follows:
5. To exercise all of the powers and privileges and perform all of the duties and obligations of things reasonably necessary or desirable for carrying out the purposes set forth herein and for protecting the lawful rights and interests of its members in connection therewith;

6. To fix, levy, collect and enforce payment, by any lawful means, of all charges or assessments to members and to pay all expenses in connection therewith and all other expenses incident to the conduct of the business of the corporation, including all license fees, taxes or governmental charges levied thereon;
7. 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 the real property subject to such conditions as may be agreed to by the members as provided in the bylaws;
8. To borrow money;
9. To dedicate, sell or transfer all or any part of its property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members as provided in the bylaws; and
10. To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Act (North Carolina General Statutes, Chapter 55A) of the State of North Carolina by law may now or hereafter have or exercise.
11. The corporation shall have members with such designations, rights, powers and privileges as provided in the Bylaws of the Corporation.
12. The directors of the corporation shall be elected by the members in the manner provided in the bylaws.
13. No part of the net earnings of the corporation shall inure to the benefit of any officer, director or member of the corporation; and upon dissolution of the corporation the assets thereof shall, after all of its liabilities and obligations have been discharged 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 3 hereinabove, all as more particularly provided in the bylaws of the corporation.
14. The corporation may be dissolved only with the assent in writing and signed by all members.
15. The initial registered office is: 225 North Main Street, Suite 200, Rowan County, Salisbury, North Carolina 28144.
Mailing address for the registered office is: P. O. Box 2647, Salisbury, NC 28145-2647; and the name of its initial registered agent at such address is: Carl M. Short, Jr.

16. The street address of the principal office of the corporation is: 225 North Main Street, Suite 200, Rowan County, Salisbury, North Carolina 28146 and the mailing address for the principal office is P.O. Box 2647, Salisbury, North Carolina, 28145-2647.
17. The number of directors constituting the initial Board of Directors shall be fifteen (15); and the names and addresses of the persons who are to serve as the as the initial directors are:

<u>Name</u>	<u>Address</u>
Charles Andrews	508 Garner Drive, Salisbury, NC 28146
Ed Hege	224 Garner Drive, Salisbury, NC 28146
Harry Agner	253 River Birch Drive, Salisbury, NC 28146
Lisa Painter	225 River Birch Drive, Salisbury, NC 28146
Richard Snyder	304 Garner Drive, Salisbury, NC 28146
Jim Gandy	326 River Birch Drive, Salisbury, NC 28146
Bob Hall	629 Cordova Court, Salisbury, NC 28146
Robert Wilhelm	216 Garner Drive, Salisbury, NC 28146
Jim Lefler	229 River Birch Drive, Salisbury, NC 28146
Jack Taylor	217 River Birch Drive, Salisbury, NC 28146
Craig Rice	106 River Birch Drive, Salisbury, NC 28146
Genny Mozolak	107 River Birch Drive, Salisbury, NC 28146
Mary Kay Forbes	241 River Birch Drive, Salisbury, NC 28146
Sandy Hamilton	601 Cordova Court, Salisbury, NC 28146
Robert Parker	118 Garner Drive, Salisbury, NC 28146

18. The name and address of the incorporator is:

Carl M. Short, Jr.
 Attorney at Law
 Woodson, Sayers, Lawther, Short, Parrott,
 Walker and Abramson, L.L.P.

225 North Main Street, Suite 200
Salisbury, NC 28144

IN WITNESS WHEREOF, I have hereunto set my hand this 16th day of April, 2009.

Carl M. Short, Jr., Incorporator
Carl M. Short, Jr.
Attorney at Law

STATE OF NORTH CAROLINA, COUNTY OF ROWAN

I, the undersigned, a Notary Public of the County and State aforesaid, certify that CARL M. SHORT, JR., Incorporator, personally appeared before me this day and acknowledged the execution of the foregoing instrument, being personally well known to me or produced _____ as identification and being the person(s) who executed this instrument and acknowledged the same to be their act and deed.

WITNESS my hand and official stamp or seal, this 16th day of April, 2009.

Lauren Hines Williams
NOTARY PUBLIC

My Commission Expires: 12-8-2011

LAUREN HINES WILLIAMS
Notary Public
North Carolina
Rowan County