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State of North Carolina
Department of the Secretary of State

FILED
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ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

Effective
ELAINE F. MARSHALL
SECRETARY OF STATE
NORTH CAROLINA

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: *BRAWLEY FARMS HOMEOWNERS ASSOCIATION, INC.*
- 2. _____ (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).

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

Number and Street: 3126 Milton Road; Suite 217
City, State, Zip Code: Charlotte, North Carolina 28215
County: Mecklenburg

4. The mailing address *if different from the street address* of the initial registered office is:

5. The name of the initial registered agent is: Frank DeSimone

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

Peter N. Carlino
8310 University Executive Park; Suite 520
Charlotte, North Carolina 28262

- 7. (Check either a or b below.)
 - a. The corporation will have members.
 - b. The corporation will not have members.

8. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.

9. Any other provisions which the corporation elects to include are attached.

10. The street address and county of the principal office of the corporation is:
3126 Milton Road; Suite 217; Charlotte, NC 28215 County: Mecklenburg

11. The mailing address *if different from the street address* of the principal office is:

12. These articles will be effective upon filing.

This is the 20th day of July, 1999.


Peter N. Carlino, Incorporator

NOTES:

- 1. Filing fee is \$60. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

Revised November 1998

Form N-01

CORPORATIONS DIVISION

P. O. BOX 29622

RALEIGH, NC 27626-0525

Dissolution Addendum

In the event of the dissolution of the corporation, the assets thereof shall be distributed in accordance with a duly adopted plan of distribution which shall provide that all liabilities and obligations of the corporation be paid and discharged, or adequate provisions be made therefor; that those assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements; and that all other assets be distributed, subject to the articles of incorporation and bylaws, as therein provided, and further subject to all State and Federal income or similar tax statutes and regulations related to the dissolution of tax exempt organizations.

Additional Provisions Addendum

To the fullest extent permitted by North Carolina General Statutes and all applicable provisions of the North Carolina Nonprofit Corporation Act, as the same now exists or may hereafter be amended, the corporation shall indemnify all persons serving as officers or directors of the corporation, or in both such capacities, against all liability and litigation expense, including but not limited to reasonable attorneys' fees, arising out of their status as such or their activities in any of the foregoing capacities, regardless of when such status existed or activity occurred and regardless of whether or not they are officers or directors of the corporation at the time such indemnification is sought or obtained. Without limiting the generality of the foregoing indemnity, such persons may also recover from the corporation all reasonable costs, expenses, and attorneys' fees in connection with the enforcement of rights to indemnification granted by this paragraph. The provisions of this paragraph are in addition to and not in limitation of the power of the corporation with respect to, and the rights of any officer, director, employee or agent of the corporation to receive the benefits of any other or further indemnification, insurance, elimination of liability or other right or benefit which is either required by the North Carolina Nonprofit Corporation Act or permitted thereby and duly adopted by the corporation in accordance therewith.

The personal liability of each director of the corporation is hereby eliminated to the fullest extent that elimination thereof is permitted by North Carolina General Statutes and all applicable provisions of the North Carolina Nonprofit Corporation Act, as the same now exists or may hereafter be amended.