

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  
WOOD VALLEY HOMEOWNERS ASSOCIATION, INC.

*the original of which was filed in this office on the 1st day of August, 1994.*



**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 1st day of August, 1994.

*Rufus L. Edmisten*

Secretary of State

ARTICLES OF INCORPORATION

C-0349366

OF

FILED  
9:00 AM

WOOD VALLEY HOMEOWNERS ASSOCIATION, INC. 1996

(A NONPROFIT CORPORATION) EFFECTIVE

RUFUS L. EDMISTEN  
SECRETARY OF STATE  
NORTH CAROLINA

The undersigned, a natural person of the age of twenty-one years or more, acting as incorporator for the purpose of creating a nonprofit corporation under the laws of the State of North Carolina, as contained in N.C.G.S. Chapter 55A, does hereby set forth:

1. The name of the corporation is:

**WOOD VALLEY HOMEOWNERS ASSOCIATION, INC.**

2. The period of the duration of the corporation shall be perpetual.

3. The purposes for which the corporation is organized are:

- (a) To unite, consolidate and maximize the influence and efforts of the residents of the Wood Valley Subdivision in Wake County, North Carolina for the promotion and execution of civic, educational and social measures so as to improve the quality of life and promote the welfare of its members.

- (b) To engage in any lawful act or activity for which nonprofit corporations may be organized under the laws of the State of North Carolina.

4. The corporation will have members. Membership shall be restricted to owners of real property located in the Wood Valley Subdivision located in Wake County, North Carolina, and the members

of their immediate families who reside with them in said subdivision, and lessees of said property and their immediate families who reside with them in said subdivision.

5. To the fullest extent permitted by applicable law, no officer or director of the corporation shall have any personal liability arising out of any action whether by or in the right of the corporation or otherwise for monetary damages for breach of any duty as an officer or director. This article shall not impair any right to indemnity from the corporation that may now or hereafter have. Any repeal or modification of this article shall be prospective only and shall not adversely affect any limitation hereunder on personal liability of an officer or director with respect to acts or omissions occurring prior to such repeal or modification.

6. In accomplishing its purposes and objectives, no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, officers or any other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes as set forth herein. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income taxation under §501(c)(7) of the Internal Revenue Code of 1986, as amended, or the corresponding

provision of a future United States Internal Revenue Code (the Code") .

In the event of a dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to such organization(s) as shall at that time qualify as tax exempt organization(s) under §501(c) of the Code as the Board of Directors shall then determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes and to such organization(s) as are set forth above.

7. The address of the initial registered office of the

**5200 Smallwood Court  
Raleigh, NC 27613  
Wake County**

The name of the initial registered agent of the corporation at the above address is:

**Rose Marie Ilmberger**

8. There shall be seven (7) directors of the corporation who shall be elected annually by a majority vote of the members.

9. The names and addresses of the directors constituting the initial Board of Directors, and who shall serve until their

successors are duly elected and qualified, are:

Rose Marie Ilmberger  
5200 Smallwood Court  
Raleigh, NC 27613

Sigrun Dietz  
4304 Blossom Hill Court  
Raleigh, NC 27613

Cheryl Johnson  
4317 Blossom Hill Court  
Raleigh, NC 27613

Terri Wooster  
10704 Spiralwood Court  
Raleigh, NC 27613

Lynn Novak  
4921 Wood Valley Drive  
Raleigh, NC 27613

Molly Hunsinger  
10404 Boxelder Drive  
Raleigh, NC 27613

Mark Hunsinger  
10404 Boxelder Drive  
Raleigh, NC 27613

10. The name and address of the incorporator

Rose Marie Ilmberger  
5200 Smallwood Court  
Raleigh, NC 27613

IN WITNESS WHEREOF, the undersigned has hereunto subscribed  
her hand and seal on this 21 day of July,

  
Rose Marie Ilmberger, Incorporator

North Carolina  
Wake County

This is to certify that on this 21 of July, 1994, before  
me, a Notary Public, personally appeared Rose Marie Ilmberger,  
the Incorporator, who duly acknowledged to me the execution of  
the foregoing instrument.

Witness my hand and official seal/stamp this 21 day of  
1994.

  
Notary Public

My Commission Expires:

ESHER C. RUCK  
NOTARY PUBLIC  
WAKE COUNTY, N. C.  
My Commission Expires 02-04-98