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Elaine F. Marshall
North Carolina Secretary of State
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**ARTICLES OF INCORPORATION
605 WEST MAIN CONDOMINIUM
OWNERS ASSOCIATION, INC.**

I, the undersigned, being a natural person of full age, make these Articles of Incorporation for the purpose of forming a nonprofit corporation pursuant to the provisions of Chapter 55A of the North Carolina General Statutes.

**ARTICLE I
NAME**

The name of the corporation is 605 West Main Condominium Owners Association, Inc.

**ARTICLE II
DURATION**

The period of duration of the corporation shall be perpetual.

**ARTICLE III
PURPOSES**

The purposes for which the corporation is organized are:

(a) To provide for the management, maintenance, preservation, administration and operation of 605 West Main Condominium, a condominium organized pursuant to Chapter 47C of the North Carolina General Statutes, the North Carolina Condominium Act, as set forth in that certain Declaration of Condominium to be recorded in the Office of the Register of Deeds for Orange County, North Carolina (the "Declaration");

(b) To promote the health, safety and welfare of the "Owners" (as defined in the Declaration) and residents within the jurisdiction of this corporation; and

(c) To engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein.

**ARTICLE IV
TAX STATUS**

The corporation shall have all the powers granted non-profit corporations under the laws of the State of North Carolina. Notwithstanding any other provision of these Articles of Incorporation, the corporation hereby elects tax-exempt status under Section 528 of the Internal Revenue Code of 1986. The corporation shall not carry on any activities prohibited by a corporation electing tax-exempt status under Section 528, or any corresponding sections or provisions of any future United States Internal Revenue law or of any analogous law of the State of North Carolina. No part of the net earnings of the corporation shall inure to the benefit of its members, directors, officers, or other 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 the exempt purposes of the corporation.

ARTICLE V DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the corporation, the assets thereof shall, after all liabilities and obligations of the corporation have been paid, 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 III above, all in accordance with any further provisions of the bylaws of the corporation.

ARTICLE VI MEMBERSHIP AND VOTING RIGHTS

The corporation shall have members. Such membership shall be limited to the owners of condominium units in 605 West Main Condominium, and every owner of a unit shall automatically be a member of the corporation. The rights, powers and privileges of members of the corporation, including voting rights, are set forth in the Declaration and the Bylaws attached thereto.

ARTICLE VII REGISTERED AGENT AND OFFICE

The address of the initial registered office in the State of North Carolina is 200 West 10th Street, Charlotte, Mecklenburg County, North Carolina 28202, and the name of the initial registered agent at such address is Christopher J. Branch. The principal office of the corporation is located at 200 West 10th Street, Charlotte, Mecklenburg County, North Carolina 28202.

ARTICLE VIII EXECUTIVE BOARD

The affairs of the corporation shall be managed by an Executive Board of five (5) members who need not be members of the corporation. The number of members of the Executive Board may be changed by amendment of the bylaws of the corporation. As, provided in the bylaws of the corporation, there shall be only three (3) members of the Executive Board until the expiration of the Declarant Control Period, as defined therein. The names and addresses of the persons who are to act as initial members of the Executive Board until they are replaced as provided in the bylaws are:

<u>Name</u>	<u>Address</u>
Christopher J. Branch	715 North Church Street, Suite 110 Charlotte, North Carolina 28202
Kenneth J. Abner	715 North Church Street, Suite 110 Charlotte, North Carolina 28202

Julie Gardner

715 North Church Street, Suite 110
Charlotte, North Carolina 28202

ARTICLE IX INDEMNIFICATION

To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its members for monetary damages for breach of any duty as a director. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Incorporation inconsistent with this article, shall affect any liability incurred prior to such amendment, repeal, or adoption.

ARTICLE X AMENDMENT

Subject to the provisions of Article XV of the Declaration, setting forth certain voting requirements with respect to any material amendment to these Articles of Incorporation, these Articles of Incorporation may be amended in the manner provided in the North Carolina Nonprofit Corporation Act.

ARTICLE XI INCORPORATOR

The name and address of the incorporator is: Kenneth J. Abner, 715 North Church Street, Suite 110, Charlotte, North Carolina 28202.

IN WITNESS WHEREOF I, the undersigned incorporator, have hereunto set my hand and seal, this 1 day of April, 2005.



Kenneth J. Abner, Incorporator

(SEAL)