



Elaine F. Marshall  
Secretary

North Carolina  
**DEPARTMENT OF THE  
SECRETARY OF STATE**  
PO Box 29622 Raleigh, NC 27626-0622 (919)807-2000

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Date: 1/5/2010

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PC, PLLC, LP and Non-Profit entities are not required to file annual reports.

**Corporation Names**

Name	Name Type
NC Beach Harbour Homeowner's Association, Inc.	Legal
NC Port Carolina Homeowners' Association, Inc.	Prev Legal

**Non-Profit Corporation Information**

<b>SOSID:</b>	0011000
<b>Status:</b>	Current-Active
<b>Date Formed:</b>	8/25/1983
<b>Citizenship:</b>	Domestic
<b>State of Inc.:</b>	NC
<b>Duration:</b>	Perpetual

**Registered Agent**

<b>Agent Name:</b>	Risher, Diane
<b>Registered Office Address:</b>	305 Canal Dr Carolina Beach NC 28428
<b>Registered Mailing Address:</b>	305 Canal Dr Carolina Beach NC 28428
<b>Principal Office Address:</b>	No Address
<b>Principal Mailing Address:</b>	305 Canal Dr Carolina Beach NC 28428

328114

ARTICLES OF INCORPORATION

OF

PORT CAROLINA HOMEOWNERS' ASSOCIATION, INC.

FILED

AUG 23 12 55 PM '83

THAD EURE  
SECRETARY OF STATE  
NORTH CAROLINA

The undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit corporation under and by virtue, and in compliance therewith, of Chapter 55A of the North Carolina General Statutes, and other applicable statutes, and to that and does hereby set forth and certify:

ARTICLE I

The name of the corporation is PORT CAROLINA HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Association".

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

As a statement of the purposes and powers of the Association, this Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the administration, operation, management, maintenance and preservation of the Port Carolina Condominiums (hereinafter referred to as "the Condominium") located on that certain parcel of real property described in Exhibit A attached hereto and incorporated herein by this reference, to undertake the performance of the acts and duties incident to the administration of the operation and management of said Condominium in accordance with the terms, provisions, conditions and authorization contained in its Charter, and any Amendments thereto, and the Declaration of Condominium, and to promote the health, safety and welfare of the owners and residents within the above-described parcel of real property, and for these purposes to:

(a) to hold, own, maintain, repair, replace and manage any and all real property, together with all improvements, fixtures and appurtenances thereto, all personal property, all fixtures, and all rights and privileges, and other possessory or use interest in land and facilities which may be conveyed to, or made available for use by the ASSOCIATION by the Declarant of the said condominium facility known as Port Carolina or by any other person, corporation or entity, or otherwise belonging to the ASSOCIATION, and to make same available for the use, enjoyment, health, safety and welfare of the owners of said condominium units and the residents within said condominium facility in the manner provided in the By-Laws or in such rules and regulations as may be adopted by the Board of Directors of the Association and to do all things necessary or incidental thereto;

(b) to exercise all the powers and privileges and to perform all the duties and obligations of the Association as set forth in said Declaration of Condominium, hereinafter sometimes called the "Declaration", applicable to the property mentioned above and recorded or to be recorded in the Office of the Register of Deeds of New Hanover County, North Carolina, and as the same may be amended or supplemented from time to time as therein provided, the Declaration being incorporated by reference herein as if fully set forth;

(c) to fix, levy, collect, and enforce payment by any lawful means all charges, assessments, penalties, fines and/or common expenses made pursuant to the terms of the Declaration or the By-Laws of the Association, to pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including licenses, fees or governmental charges levied or imposed against the property owned, maintained and or managed by the Association.

(d) to maintain, repair, replace, operate and manage the Condominium and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvements of the Condominium property, and to make and enter into any and all contracts necessary or desirable to accomplish said purposes.

(e) to enforce the provisions of the Declaration of Condominium, these Articles of Incorporation, and all amendments thereto, the By-Laws of the Association which may be hereafter adopted, and the rules and regulations governing the use of the condominium as the same may be hereafter established.

(f) to have and to exercise any and all powers, rights and privileges which a corporation organized under the non-profit corporation laws of the State of North Carolina may now or hereafter have or exercise.

#### ARTICLE IV

(a) Every person, firm, corporation or other entity who is a record owner of a fee or undivided interest in any Port Carolina Condominium Unit shall be a member of the Association and no other person, firm, corporation or other entity shall be entitled to membership. The Unit owners shall be and shall constitute the sole class of voting membership of the Association.

(b) Membership shall be established by the acquisition of fee title to a Condominium Unit in the Condominium, or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any Condominium Unit, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more Condominium Units or who may own a fee ownership interest in two or more Condominium Units, so long as such party shall retain title to or a free ownership interest in any Condominium Unit.

(c) The interest of a member in the funds and assets of the Corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his Condominium Unit. The funds and assets of the Corporation shall belong solely to the Corporation subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration of Condominium and in the By-Laws which may be hereafter adopted.

(d) On all matters which the membership shall be entitled to vote, each Condominium Unit shall have a one vote as set forth in Article III of the By-Laws of the corporation. The vote of each Unit may be cast or exercised by the Owner or

Owers of each Condominium Unit in such manner as may be provided in the By-Laws hereafter adopted by the Corporation. Should any member own more than one Condominium Unit, such member shall be entitled to exercise or cast the votes associated with each Condominium Units owned in the manner provided by said By-Laws.

(e) Membership in the Association may be transferred only as an incident to the transfer of the owner's condominium unit and his undivided interest in the common areas and facilities of the said Condominium and any such transfer shall be subject to the procedures and matters set forth in the Declaration of Condominium and other documents referred to therein.

#### ARTICLE V

No part of the net income or net of the Association shall inure to the benefit of any officer, director or member of the Association and upon dissolution of this Association the assets thereof shall, after all of its liabilities and obligations have been discharged or adequate provision made therefor, be distributed to any corporation(s), organization(s) or association(s) organized for the purposes or engaged in activities substantially similar to those set forth in Article III hereof, all as may be more particularly provided in the By-Laws of the Association.

#### ARTICLE VI

(a) The Board of Directors of the Association shall consist of three (3) members. The election and term of the Directors shall be as set forth in the By-Laws of the Association

(b) The names and addresses of the persons who are to serve as Directors until the selection of their successors, as set forth in the By-Laws of the Association, are:

<u>NAME</u>	<u>ADDRESS</u>
Donald M. Donaldson	102 Canal Drive Carolina Beach, N. C. 28428
Jackie M. Donaldson	102 Canal Drive Carolina Beach, N. C. 28428
Francis I. Donaldson	102 Canal Drive Carolina Beach, N. C. 28428

#### ARTICLE VII

The address of the initial registered office of the Association in the State of North Carolina is: 14 South 5th Street, Wilmington, New Hanover County, North Carolina; and the name of its initial registered agent at such address is: Jerry C. Woodell.

ARTICLE VIII

Every Director and every Office of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney s fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expense are incurred, except in such cases wherein the Director or Officer is adjudged guilty or willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or Officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer maybe entitled.

ARTICLE IX

Amendment of these Articles shall require the assent of seventy-five (75%) percent of the entire membership.

ARTICLE X

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Jerry C. Woodell	14 S. Fifth St. P. O. Drawer 2088 Wilmington, N. C. 28402

IN WITNESS WHEREOF, I the undersigned incorporator, have hereunto set my hand and seal, this the 17<sup>th</sup> day of August, 1983.

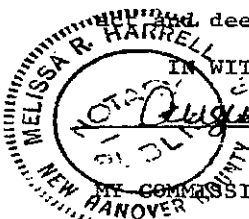
  
JERRY C. WOODELL

STATE OF NORTH CAROLINA

COUNTY OF NEW HANOVER

This is to certify that on this 17<sup>th</sup> day of August, 1982, before me, Melissa R. Harrell (LAW), a Notary Public of said County and State, personally appeared JERRY C. WOODELL who, I am satisfied is the person named in and who executed the foregoing Articles of Incorporation of PORT CAROLINA HOME-OWNERS' ASSOCIATION, INC., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his voluntary deed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 17<sup>th</sup> day of August, 1982.



MY COMMISSION EXPIRES July 15, 1985

Melissa R. Harrell (LAW)  
NOTARY PUBLIC

EXHIBIT A

- TRACT 1: All of Lot 2, the Northern one-half of Lot 12, and all of Lot 13 (with the exception of that portion of Lot 13 conveyed to Ecky R. Sessoms by Deed recorded in Book 686 at Page 283 in the New Hanover County Registry) all in Block 4 in the Town of Carolina Beach as shown on map recorded in Map Book 3 at Page 67 in the New Hanover County Registry and being the same property described in Deed to Henry D. Austin and wife, recorded in Book 1026 at Page 152 in the New Hanover County Registry.
- TRACT 2: BEGINNING at a point in the Eastern right of way line of Canal Drive (40 foot right of way), said point being located North 21 degrees 06 minutes East 112.5 feet as measured along the Eastern right of way line of Canal Drive from its intersection with the Northern right of way line of 1st Avenue (25 foot right of way); Running thence from said beginning point with the Eastern right of way line of Canal Drive, North 21 degrees 06 minutes East 37.5 feet to the Southwest corner of Lot 14, Block 4, Carolina Beach; Running thence with the Southern line of Lot 14, South 68 degrees 54 minutes east 120.0 feet to the Northwest corner of Lot 3; Running thence with the Western line of lot 3, South 21 degrees 06 minutes West 37.5 feet to a point in said line; running thence North 68 degrees 54 minutes West 120.0 feet to the point of beginning. The same being part of Lot 13, Block 4, Carolina Beach, map of same being recorded in Map Book 3 at Page 67 in the New Hanover County Registry.
- TRACT 3: Beginning at a point in the western line of Carolina Beach Avenue North said point being located 100 feet northwardly, as measured along the western line of Carolina Beach Avenue North from its intersection with the northern line of First Avenue North; running thence westwardly and parallel with First Avenue North, 125 feet; thence northwardly and parallel with Carolina Beach Avenue North, 50 feet; thence eastwardly and parallel with First Avenue North, 125 feet to the western line of Carolina Beach Avenue North ; thence southwardly along said western line of Carolina Beach Avenue North, 50 feet to the point of Beginning; same being part of Lot 3 in Block 4, according to the official plan of Carolina Beach, as recorded in Map Book 3 at Page 67 (Slide #253) in the New Hanover County, N.C. Registry.
- EXCEPTING HOWEVER, so much of Tract 1 hereinbefore described as was conveyed by that certain deed from Charles L. Snipes and wife, Ina P. Snipes to Cliff D. Lewis and wife, Nellie D. Lewis recorded June 22, 1949, in Book 436 at Page 186 of the New Hanover County Registry, State of North Carolina.