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# State of North Carolina

Department of the  
Secretary of State  
L. RAY  
REGISTRAR  
NEW HANOVER CO., N.C.

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached ( 4 sheets) to be a true copy of

ARTICLES OF INCORPORATION

OF

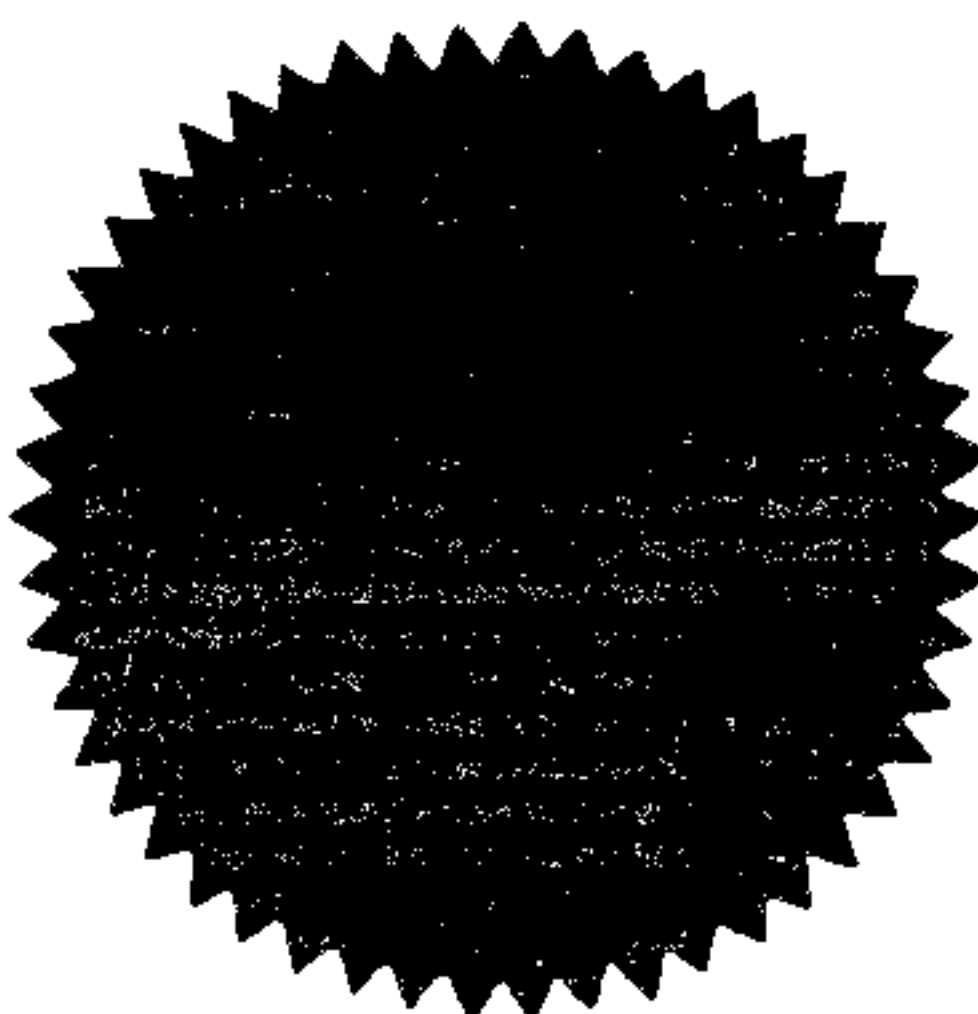
THE CAPTAINS QUARTERS ASSOCIATION, INC.

18

and the probates thereon, the original of which was filed in this office on the 3rd day of October, 1979, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 3rd day of October in the year of our Lord 19 79.



Secretary of State

By   
Deputy Secretary of State

(of 3) DECEMBER 19 ARTICLES OF INCORPORATION  
OF  
THE CAPTAINS QUARTERS ASSOCIATION, INC.

STATE OF NORTH CAROLINA

In compliance with the requirements of the Nonprofit Corporation Act, North Carolina General Statutes, Chapter 55-A, the undersigned natural persons, all of whom are residents of the State of North Carolina and are eighteen (18) years of age, and more, have this day voluntarily associated themselves together for the purpose of forming a corporation, not for profit, and do hereby certify that:

ARTICLE I.

The name of the corporation is THE CAPTAINS QUARTERS ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE II.

The period of duration of the corporation is perpetual.

ARTICLE III.

The purpose for which the Association is organized is to provide a nonprofit homeowners association composed of the record owners of lots and townhouses located upon or within that certain development of real property located within the Town of Carolina Beach, County of New Hanover, State of North Carolina and described as:

Being all of CAPTAINS QUARTERS as the same is shown on a map or plat thereof recorded in Map Book 19 at Page 48 in the Office of the Register of Deeds of New Hanover County, North Carolina.

The Association shall provide for the care, protection, maintenance, preservation and architectural control of the hereinabove referred to development and shall promote the health, safety and welfare of the residents thereof, and in furtherance of the responsibilities the Association shall:

- a. own, maintain, preserve and care for all of the common elements, and the improvements thereon, of the real property described hereinabove;

- b. perform and exercise all of the rights, duties, privileges and powers delegated to the Association by the provisions of that certain DECLARATION OF ARTICLES OF COVENANTS, CONDITIONS AND RESTRICTIONS, hereinafter referred to as the "Declaration", applicable to the hereinabove described real property and recorded or to be recorded in the Office of the Register of Deeds of New Hanover County, North Carolina; said Declaration being incorporated herein as if set forth at length;
- c. have, exercise and perform any and all powers, rights, privileges and duties which a corporation organized pursuant to the provisions of the Nonprofit Corporation Act of the State of North Carolina by law now or hereafter may have or exercise.

ARTICLE IV.

The Association shall have members who shall be accepted or designated and who shall be divided into classes in the manner set forth in said Declaration.

ARTICLE V.

The directors of the Association shall be elected by the members of the Association in the manner provided by the By-Laws of the Association.

ARTICLE VI.

No part of the net income of the Association shall inure to the benefit of any officer, director or member of the Association; and upon dissolution of the Association the assets thereof shall, after all of its liabilities and obligations have been discharged or adequate provisions made therefor, be distributed as provided for by the Nonprofit Corporation Act of the State of North Carolina.

ARTICLE VII.

The address of the initial registered office of the Association is 725 Wellington Avenue, Wilmington, New Hanover County, North Carolina, 28401, and the name of the initial registered agent at such address is B. Rex Stephens.

ARTICLE VIII.

The number of directors constituting the initial Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as directors until their successors are chosen and qualify are:


<u>Name</u>	<u>Address</u>
Bobby W. Harrelson	Route 2, Box 419-B, Wilmington, N.C.
Jimmie L. Suggs	Route 1, Box 533-AA, Wilmington, N.C.
B. Rex Stephens	201 White Oak Drive, Wilmington, N.C.

ARTICLE IX.

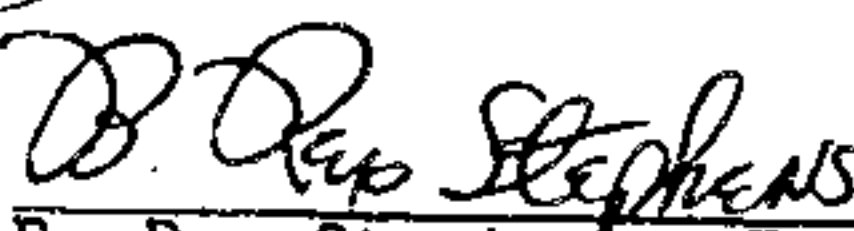
The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Bobby W. Harrelson	Route 2, Box 419-B, Wilmington, N.C.
Jimmie L. Suggs	Route 1, Box 533-AA, Wilmington, N.C.
B. Rex Stephens	201 White Oak Drive, Wilmington, N.C.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this the 1<sup>st</sup> day of October, 1979.

 (SEAL)  
Bobby W. Harrelson, Incorporator

 (SEAL)  
Jimmie L. Suggs, Incorporator

 (SEAL)  
B. Rex Stephens, Incorporator

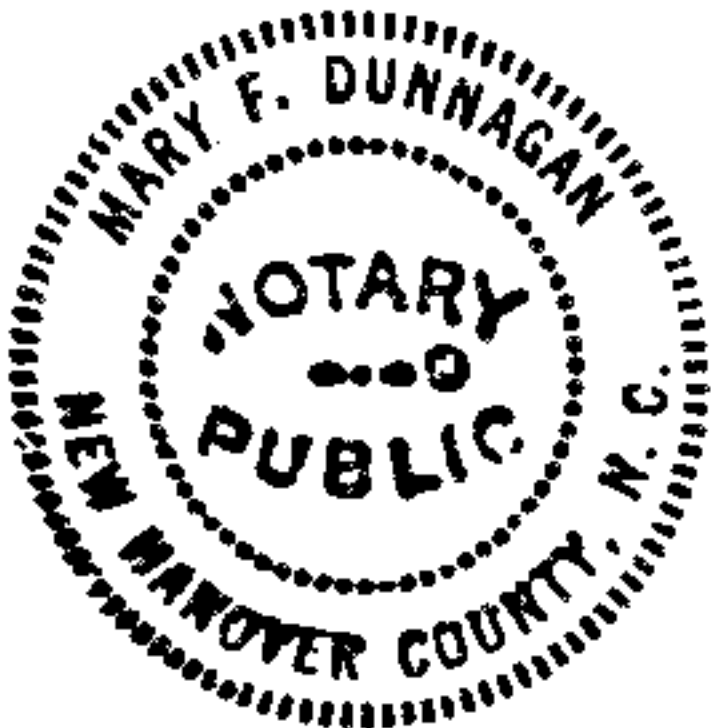
STATE OF NORTH CAROLINA  
COUNTY OF NEW HANOVER

I, Mary F. Dunnagan, Notary Public, in  
and for the state and county aforesaid, do hereby certify that  
BOBBY W. HARRELSON, JIMMIE L. SUGGS and B. REX STEPHENS per-  
sonally appeared before me this the 1st day of October  
1979, and acknowledged the due execution of the foregoing  
Articles of Incorporation.

WITNESS my hand and notarial seal, this the 1st day of  
October, 1979.

(NOTARIAL SEAL)

Mary F. Dunnagan  
Notary Public  
My Commission Expires: 2/18/80



Received and Recorded  
10-22-79 at 1:37 PM

Lois E. LeRay  
Register of Deeds