



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, 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 AMENDMENT

OF

SALEM SPRINGS HOMEOWNERS ASSOCIATION, INC.

the original of which was filed in this office on the 28th day of October, 2002.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 28th day of October, 2002

Elaine F. Marshall

Secretary of State

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Elaine F. Marshall
North Carolina Secretary of State

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State of North Carolina
Department of the Secretary of State

**ARTICLES OF AMENDMENT NONPROFIT CORPORATION
SALEM SPRINGS HOMEOWNERS ASSOCIATION, INC.**

PURSUANT TO SECTION 55A-10-05 of the General Statutes of North Carolina, the undersigned nonprofit corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the Corporation is: SALEM SPRINGS HOMEOWNERS ASSOCIATION, INC.
2. The text of the Amendment adopted is as follows:

A new Article XI to Articles of Incorporation is added to read as follows:

**ARTICLE XI
AMENDMENT AND APPROVALS**

- A. Amendment of the Articles of Incorporation will require the approval vote or consent of at least sixty-seven (67%) percent of the Lot Owners of the Salem Springs Subdivision.
 - B. Annexation of additional properties, mergers, consolidations, mortgaging of Common Area, dissolution and amendment of the Articles requires prior approval of HUD/VA as long as there is any outstanding Class B Membership
3. The date of adoption of the Amendment was October 18, 2002.
 4. The Amendment was approved by member action, and such member approval was obtained as required by Chapter 55A of the North Carolina General Statutes.
 5. These Articles will be effective upon filing.

This the 24th day of October 2002

SALEM SPRINGS HOMEOWNERS ASSOCIATION, INC.

By: *Rick Stanley*
Rick Stanley, President



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, 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

SALEM SPRINGS HOMEOWNERS ASSOCIATION, INC.

the original of which was filed in this office on the 16th day of October, 2002.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 16th day of October, 2002

Elaine F. Marshall

C. No substantial part of the Corporation's activities shall consist of the carrying on of propaganda or otherwise attempting to influence legislation.

D. The Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

E. Upon the 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, in such manner, or to such organization or organizations to be used for purposes similar to those for which the Corporation was created, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such non-profit organization or organizations, as such Court shall determine, which are organized and operated exclusively for such similar purpose

**ARTICLE V
PRINCIPAL OFFICE**

The address of the principal office of the Corporation is 2500 Neudorf Drive, Suite D, Clemmons, North Carolina 27012. Forsyth County.

**ARTICLE VI
REGISTERED AGENT AND OFFICE**

The address of the initial registered office of the Corporation in the State of North Carolina is 3325 Healy Drive, Winston-Salem, Forsyth County, North Carolina 27103; and the name of its initial registered agent at such address is House & Tippett, PLLC.

**ARTICLES VII
MEMBERSHIP**

A. The Members of the Corporation shall be those Lot Owners specified in the Declaration of Covenants, Conditions & Restrictions of Salem Springs Subdivision recorded with the Forsyth County Register of Deeds and requiring such parties to be members of the Corporation. Persons or entities who or which hold an interest merely as security for the performance of an obligation shall not be Members. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Corporation.

B. The Corporation shall have two classes of voting Members being (i) Class A Members which shall be all the Owners other than Developer, and (ii) Class B Members which shall be the

Developer, its successors and assigns. Class B Membership shall cease and be converted to Class A Membership upon the first to occur of the following events:

1. Written notice by the Developer, its successors or assigns to the Secretary of the Corporation that the Class B Membership of the Developer is to be converted to Class A Membership; or
2. At 5:00 p.m. on December 31, 2007; or
3. Upon the date when seventy-five (75%) percent of the Lots in the Subdivision have been conveyed to Owners other than the Developer, its successors or assigns.

Class A Members shall be entitled to one vote for each Lot owned. Class B Members shall be entitled to three votes for each Lot owned (whether or not it is under contract). No cumulative voting shall be permitted. Only those Members who are in good standing with the Corporation may vote.

**ARTICLE VIII
DIRECTORS**

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as director until his successors have been elected and qualified are as follows:

Rick Stanley
2500 Neudorf Drive, Suite D
Clemmons, North Carolina 27012

The directors of the Corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.

**ARTICLE IX
LIMITATION OF DIRECTOR LIABILITY**

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 for monetary damages for breach of any duty as a director. No amendment or repeal of this article, nor the adoption of any other amendment to these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.


**ARTICLE X
INCORPORATOR**

The name and address of the Incorporator are:

<u>Name</u>	<u>Address</u>
Don R. House	3325 Healy Drive Winston-Salem, NC 27103

IN WITNESS WHEREOF, I have set my hand this 14 day of oct 2002.

INCORPORATOR:


Don R. House