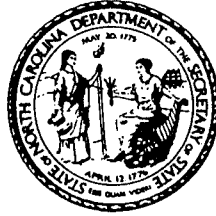


STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

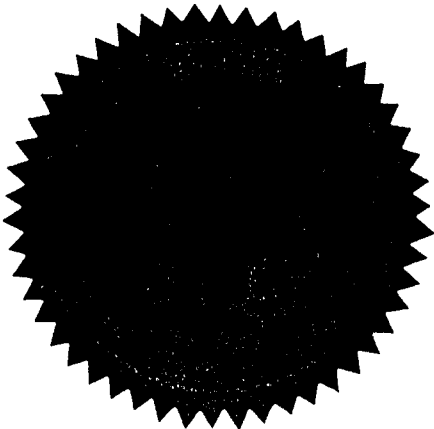
To all whom these presents shall come, Greetings:

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
HARWICK/BRIDGEPORT HOMEOWNERS' ASSOCIATION, INC.

the original of which was filed in this office on the 20th day of July, 1995.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of July, 1995.



Rufus L. Edmisten

Secretary of State

C-0373812

FILED
9:00 AM

JUL 20 1995

ARTICLES OF INCORPORATION
OF

95 194 5123

HARWICK/BRIDGEPORT HOMEOWNERS' ASSOCIATION, INC.

EFFECTIVE
RUFUS L. EDMISTEN
SECRETARY OF STATE
NORTH CAROLINA

In compliance with the requirements of Chapter 55A of the North Carolina General Statutes, and any amendments thereto, the undersigned natural person of full age has this day executed these Articles of Incorporation for the purpose of forming a non-profit corporation and hereby certifies:

ARTICLE I

The name of the corporation is HARWICK/BRIDGEPORT HOMEOWNERS' ASSOCIATION, INC., hereinafter called "Corporation."

ARTICLE II

The period of duration of the Corporation shall be perpetual.

ARTICLE III

The registered office of the Corporation is located at 215 Executive Park Boulevard, Winston-Salem, Forsyth County, North Carolina 27103.

ARTICLE IV

George E. Hollodick, whose address is 215 Executive Park Boulevard, Winston-Salem, Forsyth County, North Carolina 27103, is the initial registered agent of the Corporation.

ARTICLE V

The purposes and objects of the Corporation shall be to administer the operation and management of roads and common property, as more particularly described in the Corporation's Bylaws.

ARTICLE VI

The Corporation does not contemplate pecuniary gain or profit to the members thereof and no part of the Corporation's net income shall inure to the benefit of any of its officers, directors or members or any other private individual. If the Association is dissolved, the assets shall be dedicated to a public body, or conveyed to a non-profit organization with similar purposes to be devoted as nearly as practicable to purposes the same as those to which they were required to be devoted by the Association, all as more particularly described in the Corporation's Bylaws.

ARTICLE VII

The Corporation shall have members which may be divided into such classes as may be provided in the Bylaws. All members shall be accepted, appointed, elected or designated in the manner provided in the Bylaws.

ARTICLE VIII

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

ARTICLE IX

The number of members of the initial Board of Directors of the Corporation shall be five (5). The names and addresses of the initial Board of Directors are as follows:

Grover F. Shugart, Jr.	3015 Maplewood Avenue Winston-Salem, NC 27103
Brian D. Shugart	3015 Maplewood Avenue Winston-Salem, NC 27103
James O. Yopp, Jr.	602 Forsyth Medical Park Winston-Salem, NC 27103
James G. Chrysson	1045 Burke Street Winston-Salem, NC 27101
Paul Chrysson	1045 Burke Street Winston-Salem, NC 27101

ARTICLE X

The initial Bylaws of the Corporation shall be adopted by its Board of Directors. Thereafter the Bylaws may be altered, amended or repealed upon majority vote of members present and entitled to vote at a meeting at which a quorum is present.

ARTICLE XI

These Articles of Incorporation shall be amended upon receiving at least two-thirds (2/3) of the votes entitled to be cast by members.

ARTICLE XII

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel 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 Corporation, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged to have acted in bad faith or to have been liable or guilty by reason of 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 Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled under the laws of the State of North Carolina.

ARTICLE XIII

To the fullest extent permitted by applicable law, as it now exists or may hereafter be amended, no 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 his or her duty as a director. This Article shall not impair any right to receive indemnity or insurance from the Corporation or any third party which any director may now or hereafter have. Any repeal or modification of this Article shall not impair or otherwise adversely affect any limitation on, or elimination of, the personal liability of a director effected hereby with respect to acts or omissions occurring prior to such repeal or modification.

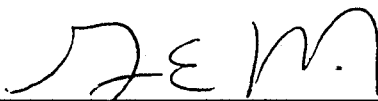
ARTICLE XIV

The name and address of the incorporator are as follows:

George E. Hollodick

215 Executive Park Blvd.
Winston-Salem, North Carolina 27103

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this the 10 day of July, 1995.



George E. Hollodick, Incorporator

NORTH CAROLINA)
)
COUNTY OF FORSYTH)

I, Jennie B. Absher, a Notary Public of said County and State, do hereby certify that George E. Hollodick personally appeared before me this day and being by me first duly sworn, declared that he signed the foregoing Articles of Incorporation in the capacity indicated and that the statements therein contained are true.

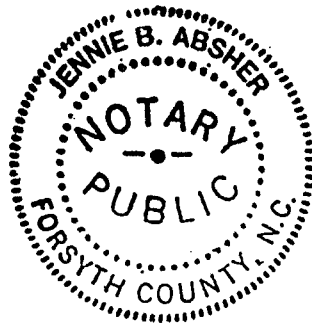
WITNESS my hand and notarial seal, this the 10th day of July, 1995.

Jennie B. Absher
Notary Public

My Commission Expires:

July 31, 1995

[NOTARIAL SEAL]



c:\jhh\CORPORATE\Harwick.art
JHH:ak (4)