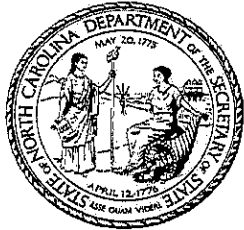


REC'D JUN 20 2007



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

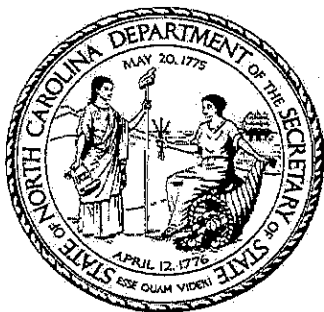
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

STONEBROOK FARM SECTION 4 HOMEOWNERS ASSOCIATION, INC.

the original of which was filed in this office on the 15th day of June, 2007.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 15th day of June, 2007

Elaine F. Marshall
Secretary of State

ARTICLES OF INCORPORATION
OF
STONEBROOK FARM SECTION 4 HOMEOWNERS ASSOCIATION, INC.

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

ARTICLE I

The name of the Corporation is Stonebrook Farm Section 4 Homeowners Association, Inc., hereinafter called the "Corporation."

ARTICLE II

The period of duration of the Corporation shall be perpetual.

ARTICLE III

The registered and principal office of the Corporation is located at 2110 Cloverdale Ave., Suite 2C, Winston-Salem, Forsyth County, North Carolina 27103-2516.

ARTICLE IV

Bruce R. Hubbard, whose address is 2110 Cloverdale Ave., Suite 2C, Winston-Salem, Forsyth County, North Carolina 27103-2516, is the initial registered agent of the Corporation.

ARTICLE V

The Corporation does not contemplate pecuniary gain or profit to the members thereof and no part of the Corporation's net income shall inure directly to the benefit of any of its officers, directors, or members, or any other private individual. The purposes and objects of the Corporation shall be to own and administer the operation and management of the common property and affairs of the Corporation as more particularly set forth in the Declaration of Restrictive Covenants for Ventura Drive, a/k/a Stonebrook Farms, Section 4 and Lynwood Lakes, Section 9, herein the "Declaration," and the Corporation's by-laws from member assessments provided for therein and in any Phase Declaration.

ARTICLE VI

The Corporation shall have the right to merge or consolidate with other planned communities and may be terminated in accordance with Chapter 47F of the General Statutes of North Carolina. The Corporation may be dissolved with the assent given in writing and signed by Members having not less than eighty per cent (80%) of the total voting power of the Corporation. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the residual assets of the Corporation shall be dedicated to purposes for which this Corporation was created. In the event such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes or handled as by law provided.

If there are FHA or VA insured loans in Stonebrook Farm Section 4, annexation of additional properties, mergers and consolidations, mortgaging of common area, dissolution and amendment of these Articles may require approval of HUD/VA as long as there is Declarant control of the Association.

ARTICLE VII

The Corporation shall have members which may be divided into such classes as are provided for in the Declaration. The owner(s) of each lot, parcel or living unit shall automatically be members of the Corporation, acquire the voting power as stated in the Declaration and/or in any Phase Declaration or amendments thereto, and membership may not be separated from ownership.

ARTICLE VIII

The directors of the Corporation shall be appointed or elected in the manner and for the terms provided in the Declaration and by-laws.

ARTICLE IX

The number of members of the initial Board of Directors of the Corporation shall be three (3) and thereafter shall be as set forth in the by-laws. The names and addresses of the initial Board of Directors are as follows:

<u>Names</u>	<u>Addresses</u>
Bruce Hubbard	Hubbard Realty of Winston-Salem, Inc. 2110 Cloverdale Avenue Winston Salem, NC 27103-6644
Pam Anderson	Hubbard Realty of Winston-Salem, Inc. 2110 Cloverdale Avenue Winston Salem, NC 27103-6644

Lewis E. Hubbard, Jr.

Hubbard Realty of Winston-Salem, Inc.
2110 Cloverdale Avenue
Winston Salem, NC 27103-6644

ARTICLE X

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

ARTICLE XI

These Articles of Incorporation may be amended upon receiving at least two-thirds (2/3) of the vote entitled to be cast by members unless the Declaration provides otherwise. Any right reserved to the Declarant in the Declaration may not be amended or removed without the written consent of the Declarant, its successors, or specific assigns.

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 case 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.

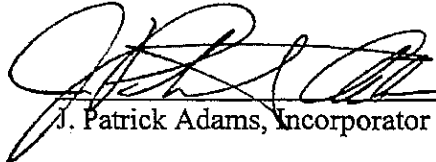
ARTICLE XIII

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 affected hereby with respect to acts or omissions occurring prior to such repeal or modification.

ARTICLE XIV

The incorporator is J. Patrick Adams, whose address is 201 W. Market Street, Suite 410, Greensboro, Guilford County, North Carolina, 27401.

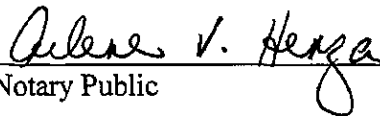
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of June, 2007.

 (SEAL)
J. Patrick Adams, Incorporator

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

I, Arlene V. Henza, a Notary Public in and for said State and County, do hereby certify that on this date before me personally appeared J. Patrick Adams, Incorporator, who, I am satisfied is the person named in and who executed the foregoing Articles of Incorporation of the Stonebrook Farm Section 4 Homeowners Association, Inc.; and I have first made known to him the contents thereof, and he did acknowledge that he signed, sealed, and delivered the same as his voluntary act and deed for the uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal this the 11th day of June, 2007.


Notary Public

My Commission Expires: 3/26/10

