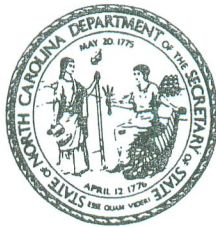


# STATE OF NORTH CAROLINA



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

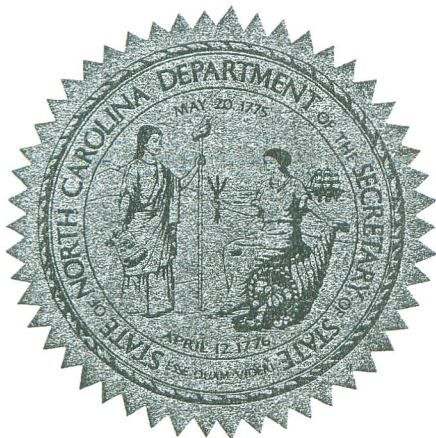
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

OF

COLONY LAKE HOMEOWNERS ASSOCIATION, INC.

*the original of which was filed in this office on the 19th day of September, 1995.*

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 19th day of September, 1995.*



*Rufus L. Edmisten*

Secretary of State

Return to: Kildaire Management Company  
302 Pebble Creek Drive, Cary, NC 27511

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
COLONY LAKE HOMEOWNERS ASSOCIATION, INC.

The undersigned natural persons of the age of eighteen (18) years or more, do hereby make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit corporation under and by virtue of the laws of the State of North Carolina as contained in Chapter 55A of the General Statutes of North Carolina entitled "Non-Profit Corporation Act" and the several amendments thereto, and to that end does hereby set forth:

ARTICLE I

The name of the corporation is COLONY LAKE HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

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 maintenance, preservation and architectural control of the residents' Lots and Common Areas within the outer perimeter of that land shown on Exhibit A hereto, which is incorporated herein by this reference, and of the Owners and residents of such additional properties as may hereinafter be brought within the jurisdiction of this corporation by annexation as provided in Article IV herein, all of such land being hereinafter referred to as "the Properties", and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Association for the purpose to:

A. Exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Colony Lake, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Register of Deeds of Orange County and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth herein in full;

B. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

C. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate,

(FOR MULTIPLE PIN ASSIGNMENT SHEETS SEE BOOK 1231 PAGES 1-28)

maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

D. Borrow money, and with the assent of two-thirds (2/3) of the Members, mortgage, pledge, deed in trust, or hypothecate any or all of its real and personal property as security for money borrowed or debts incurred;

E. Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Members, agreeing to such dedication, sale or transfer;

F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Areas, provided, that, except as stated in Article IV herein, any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the Members;

G. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of North Carolina by law may now or hereafter have or exercise;

H. In general, to have, exercise and carry on any activity which may seem to the corporation capable of being conveniently carried on or exercised in connection with the above or which may seem to be calculated directly or indirectly to further the purposes of the corporation and not forbidden by the laws of the State of North Carolina;

I. No part of the net earnings of the Corporation shall inure to the benefit of any officer, director or member of the Corporation, and upon dissolution of the Corporation, the assets thereof shall, after all of its liabilities and obligations have been discharged or adequate provisions made therefor, be distributed to any association or associations organized for the purposes similar to those set forth above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

#### ARTICLE IV

Additions to the Properties described in Article III may be made only in accordance with the provisions of the Declaration applicable to the Properties. Such additions, when properly made under the applicable covenants, shall extend the jurisdiction, functions, duties and membership of this corporation to such Properties. Where the Declaration requires that certain additions be approved by this Corporation, the approval must have the assent of two-thirds (2/3) of the vote of the Members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all Members at least thirty (30) days in advance, shall set forth the purpose of the meeting.

ARTICLE V

The Corporation is to have no capital stock. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

The Association shall have one class of voting membership which shall be all Owners, who shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII

The address of the registered office of the Corporation is 302 Pebble Creek Drive, Cary, North Carolina, 27511, and the name of the registered agent at such address is David R. Grant.

ARTICLE VIII

The affairs of the Association shall be managed by a Board of seven (7) Directors, who shall be elected as detailed in the Association Bylaws. Terms are for two years. Directors shall be elected at the annual meeting in the last quarter of the year and shall be seated on the following January 1. The directors for the 1994 year are as follows:

Willam C. Simmons, Jr.	114 Standish Drive Chapel Hill, NC 27514
Gregg Hilker	118 Sir Richard Lane Chapel Hill, NC 27514
Bernice Bergup	156 St. Andrews Lane Chapel Hill, NC 27514
Joel Harper	202 Sir Richard Lane Chapel Hill, NC 27514
Helen Young	122 Standish Drive Chapel Hill, NC 27514
Carl Strayhall	104 Bay Colony Court Chapel Hill, NC 27514

Teme Reice

104 St. Thomas Drive  
Chapel Hill, NC 27514

Election of directors shall be as provided for in the Bylaws of the Association.

ARTICLE IX

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

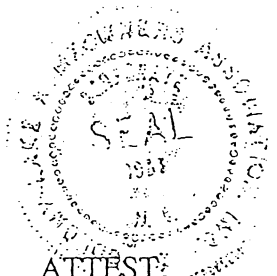
ARTICLE X

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

IN WITNESS WHEREOF, the undersigned has executed this amendment the day and year first above written.

COLONY LAKE HOMEOWNERS ASSOCIATION, INC.

By: William C. Simmons, Jr.  
Williams C. Simmons, Jr., President



Bernice Bergup  
Bernice Bergup, Secretary

NORTH CAROLINA

WAKE COUNTY

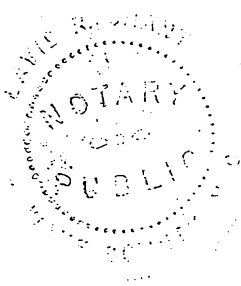
I, David R. Grant, a Notary Public for said County and State, do certify that Bernice Bergup personally appeared before me and stated that she is Secretary of Colony Lake Homeowners Association, Inc., a corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal, and attested by herself as Secretary.

Witness my hand and official seal, this the 28<sup>th</sup> day of March, 1994.

David R. Grant

David R. Grant, Notary Public

My commission expires 7/29/98



State of North Carolina-Orange County  
The foregoing certificate(s) of \_\_\_\_\_

David R. Grant,  
A Notary ~~(Public)~~ Public for the Designated Governmental  
units is ~~(not)~~ certified to be correct. See Filing certificate here  
This the 30<sup>th</sup> day of March, A.D. 1994

Betty June Hayes  
Register of Deeds

Betty June Hayes  
By Assistant Deputy  
Register of Deeds

FILED  
30 MAR 1994, at 01:50:12PM  
Book 1231, Page 29 - 34  
Betty June Hayes,  
Register of Deeds. *q*  
Orange County, N. C.

EXHIBIT A

All that certain tract and parcel of land located in Orange County, North Carolina, more particularly described as follows:

PHASE I

BEGINNING at a stake in the southeast line of Legion Road, said stake being located at the northwest corner of the cemetery as shown on the map hereinafter referred to, and running thence along and with the southwest line of said cemetery South 39 deg. 07 min. 56 sec. East 156.24 feet to a stake; thence with the southeast line of said cemetery North 52 deg. 40 min. 21 sec. East 98.89 feet to a stake; thence South 39 deg. 47 min. 33 sec. East 293.98 feet to a stake; thence South 38 deg. 44 min. 48 sec. East 401.47 feet to a stake; thence South 38 deg. 52 min. 16 sec. East 262.15 feet to a stake; thence North 89 deg. 48 min. 12 sec. East 120.51 feet to a stake; thence South 07 deg. 54 min. 54 sec. East 316.51 feet to a stake; thence North 88 deg. 22 min. 05 sec. East 222.12 feet to a stake; thence South 48 deg. 28 min. 50 sec. East 108.80 feet to a stake in the west line of a 30 foot sewer easement; thence along and with the west line of said sewer easement the following courses and distances: South 08 deg. 48 min. 45 sec. East 63.45 feet; South 03 deg. 05 min. 57 sec. West 267.28 feet; South 07 deg. 56 min. 02 sec. East 171.10 feet; South 04 deg. 54 min. 21 sec. West 90.16 feet to a stake in the north line of a section of Colony Woods Subdivision; thence along and with the said north line of Colony Woods Subdivision North 86 deg. 10 min. 40 sec. West 416.26 feet to a stake; thence leaving the said north line of Colony Woods Subdivision and running North 28 deg. 30 min. 36 sec. West 1940.02 feet to the southeast line of Legion Road; thence along and with the southeast line of Legion Road North 52 deg. 42 min. 36 sec. East 65.91 feet to the point and place of BEGINNING, containing 17.1 acres, more or less, and being part of a 41.36 acre tract designated as the property of the J.S. McFarling Heirs, as per plat and survey thereof on file in the office of the Register of Deeds of Orange County in Plat Book 27, Page 108, to which plat reference is hereby made for a more particular description.

ADDITIONAL PHASES

Additional phases have been added to the original properties by annexation. These phases are to be considered to be fully part of the properties and may be described as that part of the properties as indicated in the deeds as recorded in the Orange County Registry as listed herein by Book/Page number:

566-1, 598-228, 603-482, 607-320, 683-593, 702-31, 718-6, 757-98, 822-366, 841-152, 843-527, 843-531, 865-92, 865-95, 1006-1, 1167-33 and others that may be hereinafter added)

ARTICLES OF INCORPORATION  
OF  
COLONY LAKE HOMEOWNERS ASSOCIATION, INC.

The undersigned natural person 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 of the laws of the State of North Carolina as contained in Chapter 55A of the General Statutes of North Carolina entitled "Non-Profit Corporation" and the several amendments thereto, and to that end does hereby set forth:

FILED  
DATE 04/03/08  
T  
ACT  
SECRETARY OF  
NORTH CAROL.

ARTICLE I

The name of the corporation is COLONY LAKE HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

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 maintenance, preservation and architectural control of the residents' Lots and Common Areas within the outer perimeter of that land shown on Exhibit A hereto, which is incorporated herein by this reference, and of the Owners and residents of such additional properties as may hereinafter be brought within the jurisdiction of this corporation by annexation as provided in Article IV herein, all of such land being hereinafter referred to as "the Properties," and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Association for the purpose to:

A. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Colony Lake, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Register of Deeds of Orange County and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth herein in full;

B. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

C. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

D. Borrow money, and with the assent of two-thirds (2/3) of each class of Members mortgage, pledge, deed in trust, or hypothecate any or all of its real and personal property as security for money borrowed or debts incurred;

E. Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members. No such dedication or

transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of Members, agreeing to such dedication, sale or transfer;

F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Areas, provided, that, except as stated in Article IV herein, any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of Members;

G. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of North Carolina by law may now or hereafter have or exercise;

H. In general, to have, exercise and carry on any activity which may seem to the corporation capable of being conveniently carried on or exercised in connection with the above or which may seem to be calculated directly or indirectly to further the purposes of the corporation and not forbidden by the laws of the State of North Carolina;

I. No part of the net earnings of the Corporation shall inure to the benefit of any officer, director or member of the Corporation, and upon dissolution of the Corporation, the assets thereof shall, after all of its liabilities and obligations have been discharged or adequate provisions made therefor, be distributed to any association or associations organized for the purposes similar to those set forth above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any

candidate for public office.

#### ARTICLE IV

Additions to the Properties described in Article III may be made only in accordance with the provisions of the Declaration applicable to the Properties. Such additions, when properly made under the applicable covenants, shall extend the jurisdiction, functions, duties and membership of this corporation to such Properties. Where the Declaration requires that certain additions be approved by this Corporation, the approval must have the assent of two-thirds (2/3) of the vote of each class of Members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all Members at least thirty (30) days in advance, shall set forth the purpose of the meeting.

#### ARTICLE V

The Corporation is to have no capital stock. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

#### ARTICLE VI

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When

more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

A. When the votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; provided, however, in the event the Class B membership shall cease and be converted to Class A membership because the Declarant no longer owns the number of Lots required to keep such Class B membership in effect, such Class B membership shall be reinstated by a subdivision map of the Properties which creates additional Lots, but in no event shall such Class B membership extend beyond the time stated in subparagraph (b) of this section; or

B. January 1, 1991.

#### ARTICLE VII

The address of the initial registered office of the Corporation is Suite 201, 2726 Croasdaile Drive, <sup>Durham County</sup> Durham, North Carolina 27705, and the name of the initial registered agent at such address is Richard H. Wright, III.

#### 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 the first meeting of the members of the Corporation or until their successors are elected and qualified are:

Richard H. Wright, III	Suite 201, 2726 Croasdaile Drive Durham, North Carolina 27705
Mary K. Harding	Suite 201, 2726 Croasdaile Drive Durham, North Carolina 27705
Charles Gordon Brown	Suite 100, 105 North Columbia Street Chapel Hill, North Carolina 27514

Election of directors shall be as provided for in the Bylaws of the Association.

#### ARTICLE IX

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE X

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

#### ARTICLE XI

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration on the Veterans Administration; annexation of additional properties, mergers and

consolidations, mortgaging of Common Area, dedication of Common Area, deeding in trust the Common Area, mergers and consolidations and amendment of these Articles.

ARTICLE XII

The name and address of the incorporator is:

Jeffrey N. Mason Suite 100, One West Franklin Building  
105 North Columbia Street  
Chapel Hill, North Carolina 27514

IN TESTIMONY WHEREOF, I have hereunto set my hand, this 3rd day of April, 1986.

Jeffrey N. Mason  
Jeffrey N. Mason

SEAL-STAMP

NORTH CAROLINA, Orange County.

I, a Notary Public of the County and State aforesaid, certify that Jeffrey N. Mason, personally appeared before me this day and acknowledged the due execution of the foregoing Articles of Incorporation.

Witness my hand and notarial seal, this 3rd day of April, 1986.

J. Diane Riggler  
NOTARY PUBLIC

My commission expires: 2/26/90