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THOMAS EURE  
SECRETARY OF STATE  
NORTH CAROLINA

ARTICLES  
OF  
INCORPORATION  
OF  
CATSPAW

PROPERTY OWNERS ASSOCIATION, INC.

I, the undersigned natural person of the age of eighteen (18) years or more, for the purpose of forming a non-profit corporation under the law of the State of North Carolina, as contained in Chapter 55-A of the General Statutes of North Carolina, entitled "Non-Profit Business Corporation Act" and the several amendments thereto, hereby set forth Articles of Incorporation as follows:

ARTICLE I.

The name of the corporation is CATSPAW PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II.

The period of duration of the corporation shall be perpetual.

ARTICLE III.

The purpose or purposes for which the corporation is organized are:

To promote and enhance the civil, social and recreation interest of property owners within the subdivision known as CATSPAW, to acquire by gift, purchase, or otherwise and to hold in its corporate name, real and personal property; to construct, maintain, replace, or otherwise deal with improvements of every kind whatsoever upon its land to hold, maintain and improve the common areas within the subdivision; to do and perform all lawful things and acts for the benefit of the lot owners within the subdivision as are required of the corporation under the Declaration of Protective Covenants for Catspaw, as the same may be amended; to borrow money and issue evidences of indebtedness in furtherance of any and all of its lawful purposes and to secure such indebtedness by mortgage, deed of trust, pledge or other lien; to enter into, perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of any one or more of the purposes of the corporation; to exercise all powers granted by law to non-profit corporations and to do all lawful things and acts for the benefit of its members and the promotion of their interest as property owners.

The foregoing clauses shall be construed both as object and powers. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation and the enjoyment and exercise thereof as conferred by the laws of the State of North Carolina, now or hereafter in effect.

ARTICLE IV.

The corporation shall have no power to declare dividends, and no part of its net earnings shall inure to the benefit of any member or director of the corporation or to any other private individual. The corporation shall have no power or authority to engage in activities which consist of carrying on propaganda or otherwise attempting to influence legislation or participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE V.

The corporation shall have no capital stock.

ARTICLE VI.

The corporation shall have one (1) class of members.

ARTICLE VII.

The address of the initial registered office of the corporation in the State of North Carolina is:

Jackson County  
43 West Main Street  
Sylva, N. C. 28779

and the name of its initial registered agent at such address is:

Orville D. Coward

ARTICLE VIII.

The affairs of the corporation shall be managed by a Board of Directors consisting of not fewer than three (3) Directors. The qualifications of the Directors, together with their terms of office, manner of election, removal, change of number, filling of vacancies, and of newly created directorships, powers, duties, and liabilities shall, except as otherwise provided in these Articles of Incorporation or by the laws of the State of North Carolina, be as prescribed in the By-Laws.

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 initial Directors of the corporation and until their successors are elected and qualified are as follows:

Malcolm MacNeill	3485 N. Moorings Miami, FL 33133
Orville D. Coward	43 W. Main Street Sylva, NC 28779
Kent Coward	43 W. Main Street Sylva, NC 28779

ARTICLE IX.

The name and address of the incorporator is:

Orville D. Coward  
43 West Main Street  
Sylva, N. C. 28779

ARTICLE X.

No dividends shall be paid and no part of the income of the corporation shall be distributed to its members, directors, or officers.

ARTICLE XI.

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and the rights conferred upon the members herein are granted subject to this reservation; provided however, that under no circumstances shall the members amend these Articles of Incorporation so that such members or any other private

individuals may participate in the distribution of earnings, funds, or properties of this corporation. The initial By-Laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend, or repeal the By-Laws, or adopt new By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 15 day of February, 1983.

Orville D. Coward (SEAL)  
ORVILLE D. COWARD, Incorporator

NORTH CAROLINA  
JACKSON COUNTY

I, Evelyn B. Baker, a Notary Public, do hereby certify that Orville D. Coward personally appeared before me this day and acknowledged the due execution by him of the foregoing instrument.

WITNESS my hand and Notarial Seal, this the 15 day of February, 1983.

My Commission Expires:  
7.31.84

Evelyn B. Baker  
NOTARY PUBLIC

NORTH CAROLINA  
JACKSON COUNTY

The foregoing certificate of \_\_\_\_\_, a Notary Public, is certified to be correct. This instrument was presented for registration and recorded in this office in Book \_\_\_\_\_ at page \_\_\_\_\_.

This the \_\_\_ day of \_\_\_\_\_, 1983, at \_\_\_ o'clock \_\_\_ .M.

\_\_\_\_\_  
REGISTER OF DEEDS