

# YORKSHIRE HOMEOWNERS' ASSOCIATION

P.O. Box 1736  
Williamsburg, Virginia 23187-1736

## ARTICLES OF INCORPORATION

OF

### YORKSHIRE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 10 of Title 13.1 of the Code of Virginia, 1950, as amended, the undersigned, all of whom are residents of the Commonwealth of Virginia and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

#### ARTICLE I

##### NAME

The name of the Corporation is YORKSHIRE HOMEOWNERS ASSOCIATION, INC., hereinafter called the "Association".

#### ARTICLE II

##### PRINCIPAL OFFICE

The principal office of the Association is located in the city of Williamsburg at P. O. Box 1736, Williamsburg, VA 23187.

ARTICLE III

REGISTERED AGENT

Merle E. Bounds, a resident of Virginia and a Director of the Association, whose address is 102 Oxford Road, Williamsburg, Virginia 23185, is hereby appointed the initial Registered Agent of the Association. The initial Registered Office of the Corporation is 102 Oxford Road, Williamsburg, Virginia 23185, which is in the County of James City, and is the same address as that of the initial Registered Agent.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

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 residence Lots and Common Area within that certain tract of property as described in Exhibit A hereto, and to promote the health, safety and welfare of the residents within the said property and for this 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 Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court, City of Williamsburg, Virginia, and as the same may be amended from time to time

as therein provided, said Declaration being incorporated herein as if set forth at length;

- (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) with the assent of more than seventy-five percent (75%) of each class of members, voting separately, borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or 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 in the manner prescribed by the By-Laws and Chapter 10, Title 13.1 of the Code of Virginia;
- (f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of more than two-thirds (2/3)

of each class of members obtained in the manner prescribed by Chapter 10 of Title 13.1 of the Code of Virginia;

- (g) have and exercise any and all powers, rights and privileges which a corporation organized under the Virginia Non-Stock Corporation Act by law may now or hereafter have or exercise.

#### ARTICLE V

##### MEMBERSHIP

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

##### VOTING RIGHTS

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 (1) 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 (1) 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 total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; or
- (b) On January 1, 1991.

#### ARTICLE VII

##### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) initial Directors, who need not be members of the Association. The number of Directors may be increased or decreased in accordance with the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until selection of their successors are:

Ellen Goodwin	1103 Helmsley Road Williamsburg, VA 23185
Bruce E. Baxter	102 Yorkshire Drive Williamsburg, VA 23185
Diane Buescher	118 Yorkshire Drive

ARTICLE VIII

DISSOLUTION

The Association may be dissolved in accordance with Chapter 10, Article 13 of Title 13.1 of the Code of Virginia. The Association shall not dispose of any common open space by sale or otherwise (including such action taken pursuant to dissolution), except to an organization conceived and organized to own and maintain the common open space, without first offering to dedicate the same to the City of Williamsburg, or other appropriate governmental agency.

ARTICLE IX

DURATION

The Corporation shall exist perpetually.

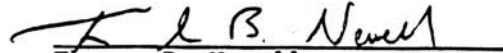
ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of eighty percent (80%) of the entire membership obtained in the manner prescribed by Chapter 10, Article 10 of Title 13.1 of the Code of Virginia.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the Commonwealth of Virginia, we,

the undersigned, constituting the Incorporators of this Association, have executed these Articles of Incorporation this 5<sup>th</sup> day of November, 1987.

  
Thomas B. Newell

  
Frederick K. Roseman

