



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

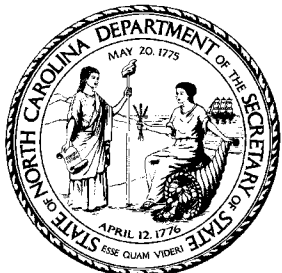
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF RESTATEMENT

OF

ADMIRAL'S VIEW II CONDOMINIUMS HOMEOWNER'S ASSOCIATION, INC.

the original of which was filed in this office on the 1st day of December, 2015.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 1st day of December, 2015.

Elaine F. Marshall

Secretary of State

ARTICLES OF RESTATEMENT

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following for the purpose of restating its Articles of Incorporation:

1. The name of the corporation is: Admiral's View II Condominiums Homeowners Association, Inc.
2. The text of the Restated Articles of Incorporation is attached.
3. These Amended and Restated Articles of Incorporation were adopted by the Board of Directors and the membership.
4. These Amended and Restated Articles will be effective upon filing.

This the 11th day of November, 2015.

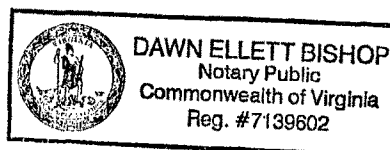
ADMIRAL'S VIEW II CONDOMINIUMS
HOMEOWNERS ASSOCIATION, INC.

By: Cheryl Ross
Cheryl Ross, President

Prepared by and return to:

Adam M. Beaudoin
For the firm of
Ward and Smith, P.A.
University Corporate Center
127 Racine Drive
Post Office Box 7068
Wilmington, NC 28406-7068
Telephone: (910) 794-4800
Facsimile: (910) 794-4877

County/City of Dinwiddie
Commonwealth/State of Virginia
The foregoing instrument was acknowledged
before me this 11th day of November
2015 by
Cheryl F. Ross
(name of person seeking acknowledgement)
Cheryl F. Ross
Notary Public
My Commission Expires: August 31, 2019



AMENDED AND RESTATED ARTICLES OF INCORPORATION

FOR

ADMIRAL'S VIEW II CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.

(A NONPROFIT CORPORATION)

I, the undersigned individual, hereby do make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit 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 "North Carolina Nonprofit Corporation Act," and the several amendments thereto, and to that end do hereby set forth:

1. Name: The name of the corporation is Admiral's View II Condominiums Homeowners Association, Inc. (the "Association").

2. Duration: The period of duration of the Association shall be perpetual.

3. Definitions: As used in these Articles of Incorporation ("Articles"), the following definitions shall apply:

(a) Capitalized terms shall have the same meaning specified for such terms as more particularly set forth in the Declaration of Condominium for Admiral's View II Condominium, and any amendments thereto (collectively, the "Declaration"), recorded in the office of the Register of Deeds of Dare County, North Carolina; and,

(b) References to the "Code" shall mean the Internal Revenue Code of 1986, as amended; and,

(c) References to the "North Carolina Condominium Act" shall mean Chapter 47C of the General Statutes of North Carolina, as amended; and,

(d) References to the "North Carolina Nonprofit Corporation Act" shall mean Chapter 55A of the General Statutes of North Carolina; and,

4. Purpose: The Association is organized and will be operated consistent with the North Carolina Condominium Act for the following specific purpose: To undertake and perform any and all activities, responsibilities, and obligations applicable to the Association set forth in the Act and the Condominium Documents. In order to achieve the foregoing purpose, the Association shall have the following powers and authority:

(a) To exercise all powers and rights and perform all of the acts and duties and obligations of the Association as more particularly described in the Act and Condominium Documents; and,

(b) To undertake any activity whatsoever that is in furtherance, directly or indirectly, of the purposes of the Association set forth above; and,

(c) To take any and all action necessary and appropriate to qualify the Association under Code Section 528 and to elect that the Association be taxed under Code Section 528, if applicable, and if such qualification and election is determined by the directors of the Association to be in the best interests of the Association; and,

(d) To take any and all action necessary and appropriate to qualify the Association under Sections 105-125(a)(8) and 105-130.11(a)(11) of the General Statutes of North Carolina, if such sections are applicable.

Provided, however, and notwithstanding any power or authority set forth above in this Article, the Association shall have the power and authority to engage only in activities that meet each of the following requirements:

(aa) Such activities are not broader than those activities that may be undertaken by a unit owners' association pursuant to the North Carolina Condominium Act; and,

(bb) Such activities are not broader than those activities that may be undertaken by a nonprofit corporation pursuant to the North Carolina Nonprofit Corporation Act; and,

(cc) Such activities are not broader than those activities that may be undertaken by the Association pursuant to the Declaration.

5. Board of Directors: The number of directors, their terms of office, and the method of their selection shall be provided for and determined as is set forth in the Bylaws of the Association.

6. Nonprofit Issues: The Association is not organized and shall not be operated for pecuniary gain or profit. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, directors, officers, or any other individuals, other than (a) reasonable compensation paid by the Association for services actually rendered or other value received, (b) by acquiring or providing management, maintenance, and care of the Condominium and Common Elements as set forth in the Declaration, and (c) by rebating excess

membership dues, fees, or assessments, if applicable, pursuant to Section 55A-13-02(b)(3) of the North Carolina Nonprofit Corporation Act.

7. Membership: The Association shall have members, and the qualifications and rights of members shall be set forth in the Bylaws of the Association and the Declaration.

8. Dissolution: In the event of dissolution of the Association, any net assets remaining after the satisfaction of the Association's liabilities shall be transferred and delivered (a) to one (1) or more nonprofit corporations formed under the North Carolina Nonprofit Corporation Act, as shall be selected by the Board of Directors of the Association, that are organized generally for purposes similar or related to those set forth in Article 4 hereof, or (b) as otherwise permitted by law. The Association may be dissolved at any time, if such dissolution is undertaken consistent with the North Carolina Nonprofit Act and the North Carolina Condominium Act, and with the required affirmative consent of not less than eighty percent (80%) vote of all members of the Association entitled to vote.

9. Registered Office and Agent: The street address of the registered office of the Association is 6365 N Croatan Highway Suite D, Kitty Hawk, Dare County, North Carolina 27949; the mailing address of the registered office of the Association is Post Office Box 1465, Kitty Hawk, Dare County, North Carolina 27949; and the name of the current registered agent at such address is Jeff Shields.

10. Principal Office: The street address of the principal office of the Association is 6365 N Croatan Highway Suite D, Kitty Hawk, Dare County, North Carolina 27949 and the mailing address of the principal office of the Association is Post Office Box 1465, Kitty Hawk, Dare County, North Carolina 27949.

11. Limitation on Personal Liability: To the fullest extent provided by law, no director of the Association shall be personally liable for monetary damages arising out of an action, whether by or in the right of the Association or otherwise, for breach of any duty as a director.

12. Amendments to Articles of Incorporation: Amendment of these Articles may only be undertaken consistent with the applicable provisions of the North Carolina Nonprofit Corporation Act, and with the required affirmative consent of not less than a sixty-seven percent (67%) vote of all of the members of the Association entitled to vote.

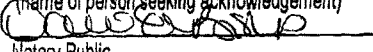
IN TESTIMONY WHEREOF, I have hereunto set my hand, this the 10th day of
November, 2015.

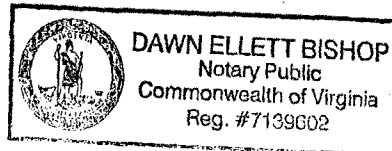
ADMIRAL'S VIEW II CONDOMINIUMS
HOMEOWNERS ASSOCIATION, INC.

By: 
Cheryl Ross, President

Prepared by and return to:

Adam M. Beaudoin
For the firm of
Ward and Smith, P.A.
127 Racine Drive
Post Office Box 7068
Wilmington, NC 28406-7068
Telephone: (910) 794-4800
Facsimile: (910) 794-4877

County/City of Durham
Commonwealth/State of Virginia
The foregoing instrument was acknowledged
before me this 10th day of November
2015 by
Cheryl F. Ross
(name of person seeking acknowledgement)

Notary Public
My Commission Expires: August 31, 2019



ND: 4842-1104-4393, v. 1