



STATE OF
NORTH
CAROLINA

BK 1225 PG 0790

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 MERGER

Book 1225
Pages 0790 - 0795

OF

FILED
DARE COUNTY NC
JUN 17 12:17 PM
BARBARA H. GRAY
Register of Deeds
Document #
000000016

NANTUCKET VILLAGE ASSOCIATION, INC.

INTO

NANTUCKET VILLAGE ASSOCIATION, INC.

the original of which was filed in this office on the 6th day of November, 1998.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 6th day of November, 1998.



Elaine F. Marshall

Secretary of State

TO HAVE AND TO HOLD the aforesaid lot or parcel of land and all privileges and appurtenances thereunto belonging to the Grantee in fee simple. BK 1225 PG 0789

And the Grantor covenants with the Grantee, that Grantor is seized of the premises in fee simple, has the right to convey the same in fee simple; that title is marketable and free and clear of all encumbrances and that Grantor will warrant and defend the title against the lawful claims of all persons whomsoever except for the exceptions hereinafter stated.

Title to the property hereinabove described is subject to the following exceptions:

1. Exception is taken to all outstanding unit week assessments; and
2. Exception is taken to any easements and restrictions of record.

IN WITNESS WHEREOF, the Grantor has set his hand and seal, the day and year first above written.

William H. Anderson (SEAL)
William H. Anderson

STATE OF FLORIDA
CITY/COUNTY OF BREVARD

I, H. William Thornburg, a Notary Public of the County and State aforesaid, certify that WILLIAM H. ANDERSON personally appeared before me this day and acknowledged the execution of the foregoing instrument. Witness my hand and official stamp or seal, this 23rd day of Nov., 1998.

H. William Thornburg
Notary Public

(SEAL/STAMP)

My Commission Expires: 09/03/2001
H. William Thornburg
Notary Public, State of Florida
Commission No. CC 665431
My Commission Exp. 09/03/2001
LABORERS' FILE BONDING SERVICE & BONDING CO.

NORTH CAROLINA, DARE COUNTY

The foregoing Certificate(s) of H. William Thornburg a Notary Public of State of Florida is/are certified to be correct.

This instrument and this certificate are duly registered at the date and time and in the Book and Page shown on the first page hereof.

Barbara M. Gray
REGISTER OF DEEDS
Vanessa M. Walcott
ASSISTANT REGISTER OF DEEDS

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ARTICLES OF MERGER
of

NANTUCKET VILLAGE ASSOCIATION II, INC.
into
NANTUCKET VILLAGE ASSOCIATION, INC.

RECEIVED
CLARENCE P. MARSHALL, III
SECRETARY OF STATE
NORTH CAROLINA

Nantucket Village Association, Inc. hereby files these Articles of Merger setting forth the following:

1. Attached is a portion of the Plan of Merger for Nantucket Village Association II, Inc. into Nantucket Village Association, Inc.
2. The Plan of Merger was approved by the unanimous consent of the Board of Directors of the Nantucket Village Association II, Inc. and by the unanimous consent of the Board of Directors of the Nantucket Village Association, Inc.
3. That 100% of the members of the Nantucket Village Association II, Inc. approved the Plan of Merger.
4. That the Plan of Merger was approved by the members of the Nantucket Village Association, Inc. pursuant to the requirements of North Carolina General Statute 55A-11-03.
5. That the approval of no other person or persons is required other than the approval of the Board of Directors and the members of the Associations.

This the 30th day of October, 1990

Nantucket Village Association II, Inc.

By: Edwin K. Anderson
Edwin K. Anderson, President

Nantucket Village Association, Inc.

By: Gene Kellogg
Gene Kellogg, President

PLAN OF MERGER

NANTUCKET VILLAGE ASSOCIATION II, INC.

into

NANTUCKET VILLAGE ASSOCIATION, INC.

IT IS HEREBY RESOLVED, by the Board of Directors for each of the above corporations, that the following Plan of Merger be submitted to the membership for approval. The Plan of Merger is as follows:

1. The Nantucket Village Association II, Inc. is hereby proposed to be merged into the Nantucket Village Association, Inc.
2. The name of the surviving corporation will be the Nantucket Village Association, Inc.
3. The merger is to occur on, and be effective as of, the 1st day of December, 1998.
4. All members of the Nantucket Village Association II, Inc. shall become members of the Nantucket Village Association, Inc.
5. All assets of the Nantucket Village Association II, Inc., including any accounts receivable, accounts payable and debts shall be an asset of the Nantucket Village Association, Inc., the surviving corporation as of the date of merger.
6. The name and address of the registered agent of the Nantucket Village Association, Inc. as of the date of merger shall be E. Crouse Gray, Jr., whose address shall be 3120 N. Croatan Highway, Kill Devil Hills, NC 27948.
7. The Articles of Incorporation of the Nantucket Village Association, Inc. shall be modified as follows:
 - A. Article III shall be deleted in its entirety and in it place and stead, the following shall be substituted:

**ARTICLE III
PURPOSES AND POWERS**

The purposes for which this corporation is organized are:

- (a) The operation and management of condominium townhouse buildings known as Nantucket Village and Nantucket Village II, which may be established in accordance with Chapter 47A and Chapter 47C of the General Statutes of North Carolina, and to that end shall have power and authority:
 - (i) To undertake the performance of, and carry out the acts and duties incident to the administration of the operation and management of the

Nantucket Village and the Nantucket Village II in accordance with the terms, provisions, conditions and authorization contained in these Articles and in the Declarations which create the condominium projects which are and shall be recorded in the Public Records of Dare County, North Carolina, at such time as portions of the real property and the improvements thereon are submitted to a plan of Unit Ownership;

- (ii) To make, establish and enforce reasonable rules and regulations governing the use of condominium Units, common elements, limited common elements, condominium property and real and personal property which may be owned by the Association itself;
 - (iii) To make, levy and collect assessments against condominium Unit owners to provide the funds to pay for common expenses of the condominiums as provided in the condominium documents and in the North Carolina Statutes and, to use and expend the proceeds of assessments in the exercise of the powers and duties of the Association;
 - (iv) To maintain, repair, replace and operate the condominium property, specifically including all portions of the condominium property to which the Association has the right and power to maintain, repair, replace and operate in accordance with the condominium documents and North Carolina law;
 - (v) To reconstruct improvements within the condominium properties in the event of casualty or other loss;
 - (vi) To enforce by any legal means, the provisions of the condominium documents, including all Declarations of Condominium, these Articles, the By-Laws of the Association, and the rules and regulations for the use of the condominium properties;
 - (vii) To contract for the management of the condominiums and to delegate to such manager or managers all powers and duties of the Association except those powers and duties which are specifically required by any Declaration or the Bylaws to have approval of the Board of Directors or the members of the Association.
- (b) The Association shall have all the common law and statutory powers of a non-profit corporation which are not in conflict with the terms of any Declaration and the Bylaws under and pursuant to all North Carolina statutory law, including all of the powers reasonable and necessary to implement the purposes of the Association.

B. Article IV shall be deleted in its entirety and in its place and in its stead, the following shall be substituted:

ARTICLE IV
MEMBERSHIP

- (a) The membership of the Nantucket Village Association, Inc. shall consist of all of the owners of the condominium Units in the Nantucket Village and the Nantucket Village II. Membership shall be established by acquisition of fee title to a condominium Unit in the Nantucket Village of Nantucket Village II, whether by conveyance, devise or judicial decree. A new owner designated in such deed or other instrument shall thereupon become a member of the Association, and the membership of the prior owner as to the condominium Unit designated shall be terminated. Each new owner shall deliver to the Association a true copy of such deed or instrument of acquisition of title.
- (b) The share of a member in the funds and assets of the Corporation, and membership in the Corporation cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to a condominium Unit.
- (c) There shall be one class of membership in the Nantucket Village Association, Inc. which shall consist of members owning condominium Units in the Nantucket Village and the Nantucket Village II.

BK 1225PG0795

SIGNATURE PAGE FOR
PLAN OF MERGER

Nantucket Village Association II, Inc.

By: *Edwin K. Anderson*
Edwin K. Anderson, President

Nantucket Village Association, Inc.

By: *Gene Kellogg*
Gene Kellogg, President