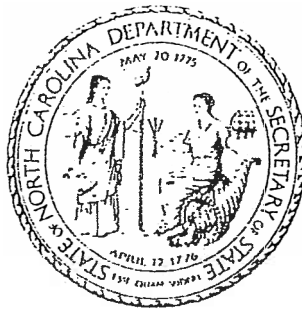


State of
North
Carolina



Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

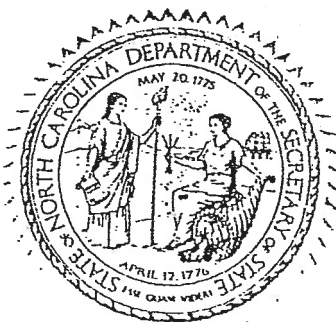
OF

BIAS SHORES HOMEOWNERS ASSOCIATION, INC.

and the probates thereon, the original of which was filed in this office on the 19th day of September 19⁸⁸, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 19th day of September in the year of our Lord 19⁸⁸.



Thad Eure
Secretary of State

ARTICLES OF INCORPORATION

OF

BIAS SHORES HOMEOWNERS ASSOCIATION, INC.

I, the undersigned natural person of the age of eighteen years or more, do hereby form a non-profit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes, entitled "Non-Profit Corporation Act" and the several amendments thereto, and to achieve that end do hereby set forth:

1. The name of the non-profit corporation is Bias Shores Homeowners Association, Inc.

2. The non-profit corporation shall continue to exist in perpetuity.

3. The purpose or purposes for which the Non-Profit Corporation is organized are:

A. To provide oversight and central management for common concerns of the property owners in Bias Shores Subdivision, Dare County, North Carolina.

i. To make and collect Assessments against property owners.

ii. To use the proceeds of Assessments in the exercise of its powers and duties.

iii. To maintain the common areas in said subdivision.

iv. To reconstruct Homeowners Association improvements after damage or casualty thereto and further improve the property.

v. To make, amend and rescind reasonable regulations respecting the use of property in the subdivision.

vi. To enforce by lawful means the provisions of these Articles, the By-Laws of the Association, and the regulations for the use of the subdivision property.

vii. To employ personnel, if necessary, to perform the services required for proper operation of the Homeowners Association.

B. to perform and do any and all other acts permitted by the Non-Profit Corporation Act of the North Carolina General Statutes, Chapter 55A, necessary or desirable for the conduct and continuation of the management, operation and improvement of the subdivision.

4. The members of the Non-Profit Corporation shall consist of all of the record Owners of property in Phase One or Phase Two of the Bias Shores Subdivision. A person, firm, corporation or any entity capable of holding title to real estate in North Carolina automatically becomes a member of the Corporation upon the recordation of a deed of conveyance conveying property to such person, firm, corporation or entity in the Office of the Register of Deeds of Dare County; or upon the probate of the will of a deceased owner, the devisee named therein becomes a member; or upon the death of an Owner intestate, his heirs at law automatically become members. The membership of a record Owner is immediately terminated upon the recordation of a deed of conveyance to his or their property, or is automatically terminated upon his death or upon the record title to his property being transferred out of him in any manner, whether by voluntary conveyance, a foreclosure for taxes due any governmental authority, a foreclosure of a mortgage or deed of trust or by execution against the real property to satisfy any

lien of judgment.

5. The Owners of property shall have a vote in the affairs of the non-profit corporation in the proportion to which their individual lots bear to the total number of county approved residential lots in the subdivision. In the event that an individual lot has more than one owner the group of owners shall be entitled to only one vote.

6. The number of directors and the method of election of directors shall be fixed by the By-Laws, but the number of directors shall not be less than three (3). 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, or until their successors are elected and qualified are:

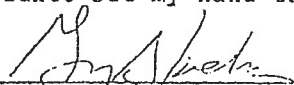
| <u>NAME</u> | <u>ADDRESS</u> |
|---------------|-------------------------------------------------------|
| Cola Vaughan | 3020 S. Virginia Dare Trail Nags Head, N. C. 27959 |
| Lillian Abron | 905 Glascock Street Raleigh, N. C. 27604 |
| John C. Bias | 213 E. 13th Street Scotland Neck, N. C. 27874 |

7. The address of the initial registered office of the Corporation is: 3020 S. Virginia Dare Trail, Nags Head, Dare County, North Carolina, 27959, and the name of the initial registered agent at such address is: Cola Vaughan.

8. The name and address of the incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|-------------------------------------------------------------------------|
| George S. Jackson | 301 South Road Street Elizabeth City, Pasquotank County, NC 27909 |

IN TESTIMONY WHEREOF, I have hereunto set my hand this 14th day of September, 1988.

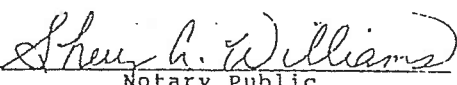


GEORGE S. JACKSON

STATE OF NORTH CAROLINA
COUNTY OF PASQUOTANK

I, the undersigned Notary Public, do hereby certify that George S. Jackson, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and notarial seal this 14th day of September, 1988.



Notary Public

(SEAL)

My commission expires: 04/14/91