

State of North Carolina  
Department of the Secretary of State

ARTICLES OF INCORPORATION  
NONPROFIT CORPORATION

**Mitchner Hills Home Owners Association, Inc.**

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned does hereby submit these Articles of Incorporation for the purpose of forming a non-profit corporation.

1. The name of the corporation is: **Mitchner Hills Home Owners Association, Inc.**
2. The corporation is not a charitable or religious corporation as defined in NCGS §55A-1-40(4).
3. The street address and county of the initial registered office of the corporation is:

4367 US Highway 301, North  
Dunn, NC 28334  
Harnett County

4. The mailing address if different from the street address of the initial registered office is:

Same

5. The name of the initial registered agent is:

James V. McLamb

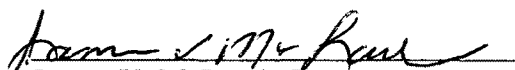
6. The name and address of each incorporator is as follows:

James V. McLamb  
4367 US Highway 301, North  
Dunn, NC 28334

7. The corporation will have members.
8. Attached Appendix A contains provisions regarding the distribution of the corporation' assets upon its dissolution.
9. The street address and county of the principal office of the corporation is:

4367 US Highway 301, North  
Dunn, NC 28334  
Harnett County

10. The mailing address is the same.
11. These articles will be effective upon filing.

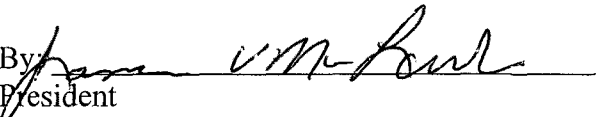
  
James V. McLamb, Incorporator

This April 10, 2006.

**ATTACHMENT TO ARTICLE OF INCORPORATION REGARDING  
THE DISTRIBUTION OF ASSETS UPON DISSOLUTION**

In the event of the dissolution of the nonprofit corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organizations organized and operated for substantially the same purposes as this corporation or exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine. Any Such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes. No director, officer, member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source.

Mitchner Hills Home Owners Association, Inc.

By   
President