

**ARTICLES OF INCORPORATION
OF
ARBORS AT MALLARD CREEK
PROPERTY OWNERS ASSOCIATION, INC.**

The undersigned, being of the age of eighteen years or older, does make and acknowledge these Articles of Incorporation for the purpose of forming a corporation under and by virtue of the North Carolina Nonprofit Corporation Act as provided in Chapter 55A of the General Statutes of North Carolina:


1. The name of the corporation is Arbors at Mallard Creek Property Owners Association, Inc. (the "Association").
2. The purposes for which the Association is organized are:
 - (A) To serve as the "Association" of property owners contemplated by the Declaration of Covenants, Conditions, Restrictions and Easements for Arbors at Mallard Creek recorded in Book 17594 at Page 893 in the Office of the Register of Deeds of Mecklenburg County, North Carolina (as the same may be modified or amended from time to time, the "Declaration"); to provide for the maintenance, management and preservation of the Common Facilities as defined in the Declaration; and to exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, for the benefit of the Members of the Association as defined in the Declaration and to promote the welfare of the Members of the Association; and
 - (B) To engage in any lawful activity for which corporations may be organized under Chapter 55A of the General Statutes of North Carolina.
3. Every "Owner" as defined in the Declaration shall be a Member of the Association. The Association shall have Class A Members and a Class B Member with the rights and privileges as set forth in the Declaration and in the bylaws of the Association.
4. The method of election of the Directors and the required number of Directors shall be set forth in the bylaws of the Association.
5. The Association does not contemplate pecuniary gain or profit to the Members thereof. No part of the net earnings of the Association shall be distributable to or inure to the benefit of its Members, officers or Directors or any private person, except that the Association shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.
6. The Association shall exist perpetually.
7. In the event of termination, dissolution or winding up of the affairs of the Association in any manner or for any reason whatsoever, the Directors shall, after paying or making provision for payment of all liabilities of the Association, distribute all of the remaining assets of the Association as such Directors may determine.

8. The address of the initial registered office of the Association is c/o First Colony Corporation, 4500 Cameron Valley Parkway, Suite 350, Charlotte, Mecklenburg County, North Carolina 28211. The name of the initial registered agent of the Association at such address is Cynthia B. McCrory.
9. The address of the initial principal office of the Association is 4500 Cameron Valley Parkway, Suite 350, Charlotte, Mecklenburg County, North Carolina 28211.
10. The number of persons constituting the initial Board of Directors of the Association, which shall be known as the Executive Board of the Association, shall be three and the persons who are to serve as the initial Directors, together with their addresses, are as follows:

<u>Name</u>	<u>Address</u>
Heath Knott	4500 Cameron Valley Parkway, Suite 350, Charlotte, North Carolina 28211
Cynthia B. McCrory	4500 Cameron Valley Parkway, Suite 350, Charlotte, North Carolina 28211
Matthew Richard	4500 Cameron Valley Parkway, Suite 350 Charlotte, North Carolina 28211

11. To the full extent from time to time permitted by law, no person who is serving or who has served as a Director of the Association shall be personally liable for any action for monetary damages for breach of his or her duty as a Director, whether such action is brought by or in the right of the Association or otherwise. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a Director of the Association with respect to any matter which occurred, or any cause of action, suit or claim which but for this Article would have accrued or risen, prior to such amendment, repeal or adoption.
12. The name and address of the incorporator are Joy Mayo, 150 Fayetteville Street, Suite 2100, Raleigh, North Carolina 27601.

IN WITNESS WHEREOF, the incorporator has hereunto set his or her hand and seal this the 13th day of November, 2006.

 (SEAL)
Joy Mayo, Incorporator