

ARTICLES OF INCORPORATION, BY-LAWS AND  
DECLARATION OF COVENANTS, CONDITONS  
AND RESTRICTIONS  
OF  
UPTON COURT

Howard, Browning, Sams. & Poole  
Attorneys at Law  
200 E. Fourth Street  
P. O. Box 859  
Greenville, NC 27834  
Telephone: (919) 758-1403

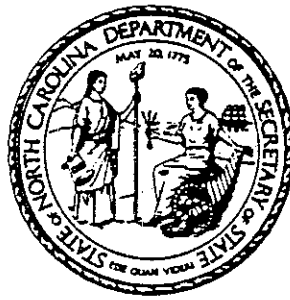
INDEX

	<u>Page</u>
Articles of Incorporation of Upton Court Homeowners Association of Greenville . . . . .	1-8
By-Laws of Upton Court Homeowners Association of Greenville . . . . .	9-22
Declaration of Covenants, Conditions and Restrictions of Upton Court . . . . .	23-27
Amended Declaration of Covenants, Conditions and Restrictions of Upton Court . . . . .	38-40

INDEX

	<u>Page</u>
Articles of Incorporation of Upton Court Homeowners Association of Greenville . . . . .	1-8
By-Laws of Upton Court Homeowners Association of Greenville . . . . .	9-22
Declaration of Covenants, Conditions and Restrictions of Upton Court . . . . .	23-27
Amended Declaration of Covenants, Conditions and Restrictions of Upton Court . . . . .	38-40
Declaration of Covenants, Conditions and Restrictions of Upton Court, Phase II . . . . .	41-45

ARTICLES OF INCORPORATION OF  
UPTON COURT HOMEOWNERS ASSOCIATION  
OF GREENVILLE



# 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 ( 6 sheets) to be a true copy of

ARTICLES OF INCORPORATION

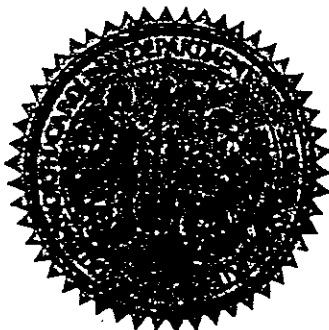
OF

UPTON COURT HOMEOWNERS ASSOCIATION OF GREENVILLE

and the probates thereon, the original of which was  
filed in this office on the 6th day of July 19 84 ,  
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 9th day  
of July in the year of our Lord 19 84.



*Thad Eure*  
Secretary of State  
By *[Signature]*  
Deputy Secretary of State

ARTICLES OF INCORPORATION

OF

JUN 6 10 48 AM '84

UPTON COURT HOMEOWNERS ASSOCIATION OF GREENVILLE

THAD EURE  
SECRETARY OF STATE  
NORTH CAROLINA

In compliance with the requirements of Chapter 55 A of the General Statutes of North Carolina, the undersigned, all of whom are residents of Pitt County, North Carolina, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME

The name of the corporation is UPTON COURT HOMEOWNERS ASSOCIATION OF GREENVILLE, hereinafter called the "Association".

ARTICLE II

LOCATION OF REGISTERED OFFICE

The principal and registered office of the Association is located at 10 Greenville Boulevard, Greenville, Pitt County, North Carolina, 27834.

ARTICLE III

REGISTERED AGENT AND ADDRESS

R. Guy Mayo, whose address is 105 W. Greenville Boulevard, Greenville, North Carolina, 27834, is hereby appointed the initial registered agent of the Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract or property described as:

HOWARD, BROWNING, SAMS & POOLE • ATTORNEYS AT LAW • J. BOX 659 • GREENVILLE, N. C. 27834 • (919) 758-1403

All that lot or parcel of land lying in or near the City of Greenville in Winterville Township, Pitt County, North Carolina and beginning at a stake in the western right-of-way of N.C. 43 at its intersection with the southern right-of-way of Thackery Road and running thence from said point of beginning S 12-43-24 E 180.39 feet to a stake in the western right-of-way of N.C. 43; running thence in a westerly direction and leaving the right of way of N.C. 43 S 77-16-36 W 196.37 feet to a stake; thence N 02-11-53 W 35.32 feet to a stake; thence S 87-48-07 W 282.64 feet to a stake in the CJL Company property; running thence with the CJL Company property N 02-11-53 W 150.00 feet to a stake in the southern right-of-way of Thackery Road; running thence with the southern right-of-way of Thackery Road N 87-48-07 E 189.80 feet to an existing concrete monument continuing with the southern right-of-way of Thackery Road N 82-32-22 E 204.66 feet to an existing concrete monument; continuing with the southern right-of-way of Thackery Road N 77-16-36 E 50.00 feet to the point of beginning and being that property described on a map entitled Upton Court, Phase I, prepared by Olsen Associates, Inc. and dated April 20, 1984. Said map being recorded in Map Book 32 at Page 25 of the Pitt County Registry and incorporated herein by reference.

There is excepted from the foregoing tract or parcel of land those lots designated as Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, and 15 as shown on said map hereinabove described.

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration" applicable to the property and recorded, or to be recorded in the Office of the Register of Deeds of Pitt County, North Carolina, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall be assented to as provided for in the Declaration;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of North Carolina by law may now or hereafter have or exercise.

#### ARTICLE V

#### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.



ARTICLE VIVOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease, if not sooner terminated as herein provided, on July 1, 1994. Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership.

ARTICLE VIIBOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
R. Guy Mayo	105 W. Greenville Blvd. Greenville, NC 27834
Leroy Cherry	105 W. Greenville Blvd. Greenville, NC 27834
Charles D. Southerland	226 Commerce Street Greenville, NC 27834

At the first annual meeting, the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three

years; and at such annual meeting thereafter the members shall elect one director for term of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five (75) per cent of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations; mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of North Carolina, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation, this the 31 day of May, 1984.

Addresses for incorporators are same as directors.

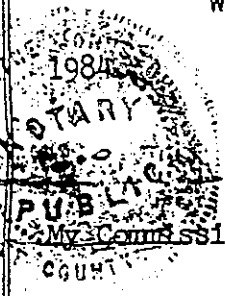
[Signature] (SEAL)  
R. GUY MAYO  
[Signature] (SEAL)  
LEROY CHERRY  
[Signature] (SEAL)  
CHARLES D. SOUTHERLAND

NORTH CAROLINA  
PITT COUNTY

I, [Signature], a Notary Public in and for the aforesaid County and State, do hereby certify that R. GUY MAYO, LEROY CHERRY, and CHARLES SOUTHERLAND, personally appeared before me this day and, after first being duly sworn, acknowledged the due execution of the foregoing Articles of Incorporation of UPD COURT HOMEOWNERS ASSOCIATION OF GREENVILLE and certify that the same is true.

WITNESS my hand and Notarial Seal, this the 31 day of May,

[Signature]  
Notary Public



My Commission Expires: 8/20/84

FILED  
ELVIRA T. ALLRED  
REGISTER OF DEEDS  
PITT COUNTY, N.C.  
[Signature]  
JUL 16 10 15 AM '84

HOWARD, BROWNING, SMITH & POOLE • ATTORNEYS AT LAW • P O BOX 859 • GREENVILLE, N C 27834 • (919) 758-1403