SOSID: 0358147
Date Filed: 8/20/2024 12:31:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C2024 220 00247

State of North Carolina
Department of the Secretary of State

ARTICLES OF AMENDMENT NONPROFIT CORPORATION

Pursuant to §55A-10-05 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation.

1. The name of the corporation is: Greenbrier Property Owners Association, Inc.

2. The text of each amendment adopted is as follows (*state below or attach*):
We have attached a copy of Article VIII of our AOI, as amended. There is a minor wording change indicated in red italics. The only other change was to remove the names and addresses of the Original Board of Directors.

3. The date of adoption of each amendment was as follows: 16 July 2024

4. (*Check a, b, and/or c, as applicable*)

a. ☐ The amendment(s) was (were) approved by a sufficient vote of the board of directors or incorporators, and member approval was not required because (*set forth a brief explanation of why member approval was not required*)

b. ☒ The amendment(s) was (were) approved by the members as required by Chapter 55A.

c. ☐ Approval of the amendment(s) by some person or persons other than the members, the board, or the incorporators was required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.

5. These articles will be effective upon filing, unless a date and/or time is specified: ______________

This the 5th day of August, 20 24.

Greenbrier Property Owners Association, Inc.
Name of Corporation

[signature]
Signature

Douglas W. Cheek - Asst Tres
Type or Print Name and Title

Notes:
1. Filing fee is $25. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by the President, assisted by the Vice President, Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurer, subject to the directions of the Board of Directors. All Directors shall be members in good standing of the Corporation.

The number of members of the initial Board of Directors of the Corporation shall be seven (7). The number of members of succeeding Boards of Directors shall be as provided from time to time by the Bylaws of the Corporation. The members of the Board of Directors shall be elected ~~by the members of the Corporation at the annual meeting of the~~ membership as provided by the Bylaws of the Corporation. In case of emergency, inability to serve, resignation or removal, the Board shall appoint a replacement from the Corporation membership *in accordance with the Bylaws.*

The initial Board of Directors shall elect a President, Vice-President, Secretary and Treasurer, and as many Assistant Secretaries and Assistant Treasurers as the Board of Directors shall determine. All Officers shall be elected from the membership of the Board of Directors. Following the initial year of operation, all officers shall be elected by the Board at its first meeting after the annual meeting.

The original Bylaws of the Corporation shall be adopted by a majority vote at a meeting of those registered owners of Greenbrier property present and thereafter, such Bylaws may be altered or rescinded only in such manner as said Bylaws may provide.

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may have been a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Corporation at the the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or Officer seeking such settlement and reimbursement as being in the best interests of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

Attachment