

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

July 17, 1989

The State Corporation Commission has found the accompanying articles submitted on behalf of

**FOX RIDGE OF WILLIAMSBURG HOMEOWNERS ASSOCIATION,  
INC.**

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

**CERTIFICATE OF INCORPORATION**

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of the Commission, effective July 17, 1989.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

CORPACIT  
CIS20422  
89-07-14-0025

ARTICLES OF INCORPORATION

OF

FOX RIDGE OF WILLIAMSBURG HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 10 of Title 13.1 of the Code of Virginia, the undersigned, all of whom are residents of Virginia 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

The name of the corporation is the FOX RIDGE OF WILLIAMSBURG HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The registered office of the Association is located at 1200 Old Colony Lane, Williamsburg, Virginia 23185 (County of James City).

ARTICLE III

S. M. Franck, who is a resident of Virginia and a member of the Virginia State Bar and whose address is 1200 Old Colony Lane, Williamsburg, Virginia 23185 (County of James City), is hereby appointed the initial registered agent of this Association.

ARTICLE IV

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 of property described as:

That certain parcel of land situate in Powhatan District, James City County, Virginia, containing 52.17 acres and set out and shown on a plat attached to a certain Deed dated October 21, 1988 and entitled "PLAT OF SURVEY, A PARCEL CONTAINING 52.17 ACRES OWNED BY JOSEPH A. CARLTON & JULIA CARLTON MITCHELL, EST., POWHATAN DISTRICT, JAMES

CITY COUNTY, VIRGINIA" made by AES, a professional corporation, and dated August 30, 1988.

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 Association and for 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 Clerk of the Circuit Court for James City County, Virginia, 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) 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;

(d) 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 each conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by more than two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(e) 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 Virginia by law may now or hereafter have or exercise.

#### ARTICLE V

#### VOTING 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 and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership or

(b) on January 1, 1992.

#### ARTICLE VI

#### BOARD OF DIRECTORS

The affairs of this 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:

Jesse B. Ferrell                      208 Richard Brewster  
Williamsburg, Virginia 23185

Jack L. Ferrell                        5 Harrops Glen  
Williamsburg, Virginia 23185

Jesse B. Ferrell, Jr.                108 Blow Flats Road  
Williamsburg, Virginia 23185

At the first annual meeting the members shall elect two directors for a term of one year and three directors for a term of two years; and at each annual meeting thereafter the members shall elect directors to fill vacancies for a term of two years.

ARTICLE VII

DISSOLUTION

The Association may be dissolved pursuant to and in accordance with Chapter 10 of Title 13.1 of the Code of Virginia. 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 to such similar purposes.

ARTICLE VIII

DURATION

The corporation shall exist perpetually.

ARTICLE IX

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE X

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 of the Veterans Administration: annexation of additional properties, mergers and consolidation, 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 Virginia, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 27th day of June, 1989.

*Eric French*