

ARTICLES OF INCORPORATION

OF

WESTVIEW LAKES HOMEOWNERS ASSOCIATION

In compliance with the requirements of Chapter 1 of Title 13.1 of the Code of Virginia, the undersigned, all of whom are residents of the State 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 WESTVIEW LAKES HOMEOWNERS ASSOCIATION, hereinafter called the "Association".

ARTICLE II

The registered office of the Association is located at 6404 Indian River City of Road, Virginia Beach, Virginia 23464.

ARTICLE III

Robert S. Collins, who is a resident of Virginia and whose address is 6404 Indian River Road, Virginia Beach, Virginia 23464 is hereby appointed the initial registered agent for this Association and is also a Director of this 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 are to provide for maintenance and preservation of the streets, parking areas, easements and Common Area within that certain tract of property described as:

ALL THAT certain tract, piece or parcel of land together with any improvements thereon, situate, lying and being in the City of Hampton, Virginia and being more particularly bounded and described with reference to a certain plat entitled, "WESTVIEW LAKES, SECTION THREE - A, HAMPTON, VIRGINIA", dated April 6, 1987 prepared by Baldwin & Gregg, Ltd., which said plat is duly recorded in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia in Plat Book 9, Page 19, et seq.

LESS, SAVE AND EXCEPT therefrom all those certain Lots contained in Blocks 1 through 18 inclusive, and described as LOT AREA = 4.054 ACRES, as shown on the aforesaid plat entitled, "WESTVIEW LAKES, SECTION THREE - A, HAMPTON, VIRGINIA".

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

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereafter called the "Declaration", applicable to the property and recorded or to be recorded in the Clerk's Office of the Circuit Court of the City of Hampton, 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) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public property in connection with the affairs of the Association;

(d) borrow money and with the assent of more than 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 more than 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 purpose or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of more than two-thirds (2/3) of each class of members;

(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 Virginia 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 VI

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. Class B members 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 to the total votes outstanding in the Class B membership; or
- (b) On December 31, 1997.

ARTICLE VII

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 address 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>
ROBERT S. COLLINS	6404 Indian River Road, Virginia Beach, VA
DANIEL H. COLLINS	6404 Indian River Road, Virginia Beach, VA
DAVID J. COLLINS	6404 Indian River Road, Virginia Beach, VA

At the first annual meeting, the members shall elect one director for a term of one (1) year, one director for a term of two (2) years and one director for a term of three (3) years; and at each annual meeting thereafter, the members shall elect two directors for a term of two years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by all members of each class. 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 which this Association was created. In the event that no 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 IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

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


ARTICLE XI

FHA/VA APPROVAL

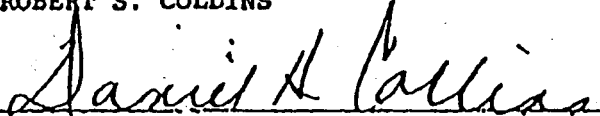
As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administr-

tion: annexation of additional properties, mergers and consolidations, dissolution and amendment of these Articles.

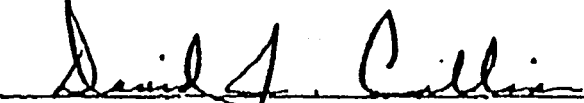
IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Virginia, we, the undersigned, constituting the Incorporators of this Association, have executed these Article of Incorporation th ; 18th day of July, 1988.



ROBERT S. COLLINS



DANIEL H. COLLINS



DAVID J. COLLINS