


STATE OF NORTH CAROLINA
Department of the Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION
of
THE BEAUCATCHER HOUSE CONDOMINIUM OWNERS ASSOCIATION, INC.

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: **THE BEAUCATCHER HOUSE CONDOMINIUM OWNERS ASSOCIATION, INC.**
2. The street address and county of the initial registered office of the corporation is:
 Number and Street: 9 Kenilworth Knoll
 City, State, Zip Code: Asheville, North Carolina 28805
 County: Buncombe
3. The mailing address **if different from the street address** of the initial registered office is: N/A
4. The name of the initial registered agent is: **Wade Thompson.**
5. The name and address of each incorporator is as follows:
Larry C. Harris, Jr., Incorporator
 11 North Market Street
 Asheville, Buncombe County, North Carolina 28802
6. (Check either a or b below.)
 a. The corporation will have members.
 b. The corporation will not have members.
7. Provisions regarding the distribution of the corporation's assets upon its dissolution are attached.
8. In addition to the provisions of paragraphs 1 through 11 of the Articles of Incorporation, the attached paragraphs 12 through 19 are added as terms of the Articles of Incorporation.
9. The street address and county of the principal office of the corporation is:
 Number and Street: 9 Kenilworth Knoll
 City, State, Zip Code: Asheville, North Carolina 28805
 County: Buncombe
10. The mailing address, **if different from the street address** of the principal office is: N/A
11. These articles will be effective upon filing.

THIS the 30~~th~~ day of November, 2007.



 Larry C. Harris, Jr., Incorporator

NOTES:

1. Filing fee is \$60.00. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

**ATTACHMENT TO ARTICLES OF INCORPORATION
OF
THE BEAUCATCHER HOUSE CONDOMINIUM OWNERS ASSOCIATION, INC.**

In addition to the provisions of paragraphs 1 through 11 of the Articles of Incorporation, the following paragraphs 12 through 17 are added as terms of the Articles of Incorporation of The Beaucatcher House Condominium Owners Association, Inc.

12. The purpose for which the Corporation is organized is the acquisition, construction, management, maintenance, operation, and care of the properties which are part of The Beaucatcher House Condominium Owners Association, Inc. development located in Buncombe County, North Carolina, and to enforce covenants relating to the use and appearance of such properties, for the common benefit of the members of the Corporation. Membership in the Corporation is limited to the owners of those parcels of real property that comprise the Beaucatcher Knolls Condominium development, and membership in the Corporation is required to become an owner of any such parcel of real property.

13. It is intended that the Corporation shall be organized and operated for the sole purpose of carrying on the functions of a "residential real estate management association" as that term is defined in Section 528 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations promulgated thereunder (the "Code and Regulations"). Appropriate election to qualify the Corporation as a residential real estate management association may be made by the Directors, as appropriate. It is intended that sixty percent (60%) or more of the gross income of the Corporation for each taxable year will be "exempt function income" as that term is defined in the Code and Regulations, and that ninety percent (90%) or more of the expenditures of the Corporation for each taxable year will be "qualifying expenditures" as that term is defined in the Code and Regulations.

14. The Corporation is one which does not permit pecuniary gain or profit. No part of the net earnings shall inure to the benefit of any member, director, or officer, and, as such, they will have no interest in or title to any of the property or assets of the Corporation; except that rebates may be made of excess membership dues, fees, or assessments, as allowed by Treasury Regulations Section 1.528-7. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered. Nothing herein shall prohibit the Corporation from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

15. The Incorporators shall perform the ministerial function of signing and submitting the Articles of Incorporation to the Office of the Secretary of State. The Incorporators shall have no other power or duty regarding the Corporation.

16. To the fullest extent permitted by the North Carolina General Statutes Chapter 55A, as the same now exists or may hereinafter be amended, the Corporation shall indemnify all persons serving as officers or directors of the Corporation, or in both such capacity, against all liability and litigation expense, including, but not limited to, reasonable attorney's fees arising out of their status as such or their activities

in any of the foregoing capacities, regardless of when such status existed or activity occurred and regardless of whether or not they are officers or directors of the Corporation at the time such indemnification is sought or obtained. Without limiting the generality of the foregoing indemnity, such persons may also recover from the Corporation all reasonable costs, expenses and attorney's fees in connection with the enforcement of rights to indemnification granted by this paragraph. The provisions of this paragraph are in addition and are not in limitation of the power of the Corporation with respect to, and the rights of any officer, director, or employee or agent of the Corporation to receive the benefits of, any other or further indemnification, insurance, elimination of liability or other right of benefit which is either required by or permitted under the North Carolina Non-Profit Corporation Act.

17. Upon dissolution, the assets of the Corporation shall be used:

First, to discharge, pay or provide for the payment of all of the obligations and liabilities of the Corporation in accordance with law; and,

Second any interests in real property owned by the Corporation shall be distributed among the members of the Corporation in such manner as provided by law.

Third, the net remaining assets shall be distributed equally among the members of the Corporation.

DMS: 4812-5103-2576v1|25634-25634-0002|11/30/2007