

ARTICLES OF INCORPORATION
OF
ROSLYN PLACE HOMEOWNERS ASSOCIATION, INC.
(A NON-PROFIT CORPORATION)

The undersigned natural person being 21 years of age or more, acting as Incorporator for the purpose of creating a non-profit Corporation under the laws of the State of North Carolina, pursuant to the provisions of Chapter 55A of the General Statutes of North Carolina, does hereby set forth the following:

1. The name of the Corporation is Roslyn Place Homeowners Association, Inc.

2. The period of duration of the Corporation shall be perpetual.

3. The Corporation shall be a not-for-profit Corporation organized for the purpose of maintaining the various nitrogen reduction vegetated swales and the common areas shown on a plat of Rose Lane II Subdivision to be drawn by Bass, Nixon and Kennedy Engineers and to be recorded in the Wake County Registry and ensuring that the swales are maintained in accordance with all federal, state, and city regulations as well as landscaping all common areas in a visually appealing and uniform manner. To accomplish this objective, the Corporation shall be authorized and empowered to:

a) Make assessments and collect dues from its members as well as maintaining any legal action for the collection of such assessments and dues, and invest such assessments and dues in an interest bearing account.

b) Acquire any necessary easements for the maintenance of said swales and landscaping the common areas as shown in a plat of Rose Lane II Subdivision to be recorded in the Wake County Registry.

c) Contract with and employ workers to maintain said swales and landscape all common area.

In carrying out the Corporation's purpose and objectives, the Corporation shall be authorized to own and lease property of every sort and description, to borrow funds, to enter into contracts and other agreements, and to do any and all other acts and things which may be necessary, appropriate, or incidental to or connected with the fulfillment of such purpose and objectives, within the limits provided by law.

4. The street address and mailing address of the Corporation's initial registered office shall be 227 West Martin Street, Raleigh, Wake County, North Carolina 27601.

5. The name of the Corporation's initial registered agent is Richard O. Bolton.

6. The street address of the Corporation's principal office is 2400 Alwin Court, Raleigh, North Carolina 27604.

7. The business mailing address of the Corporation shall be 2400 Alwin Court, Raleigh, North Carolina 27604.

8. The name and address of the Incorporator is Richard O. Bolton, 227 West Martin Street, Raleigh, North Carolina 27601.

9. The Corporation shall have members. The members shall be the developer, Habitat for Humanity of Wake County, Inc., and all of the homeowners of the residential property located in Rose Lane II Subdivision as shown on a plat of said subdivision to be drawn by Bass, Nixon and Kennedy Engineers and recorded in the Wake County Registry. The members' voting rights shall be as set out in the Corporation's Bylaws and the Declaration of Covenants and Restrictions as filed with the Wake County Register of Deeds Office.

10. The Corporation's business affairs shall be managed by a board of directors. The number of directors

and the manner of electing directors shall be fixed by the Corporation's bylaws.

11. No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, nor to any private individual; provided, however, reasonable compensation may be paid for services rendered to or for the Corporation by any person insofar as such services relate to one or more purposes for which the Corporation is organized. No person shall be entitled to share in the distribution of any of the Corporation's assets upon its dissolution by reason of such person being an officer or director of the Corporation; provided, however, rebates of excess dues and assessments may be distributed to members irregardless of such person being an officer or director.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 11th day of September, 2003.



Richard O. Bolton, Incorporator