

ARTICLES OF INCORPORATION

ROCKLAND CREEK HOMEOWNER'S ASSOCIATION

We hereby associate to form a nonstock corporation under the provisions of Chapter 10 of Title 13.1 of the Code of Virginia, and to that end set forth the following:

ARTICLE I

The name of the Corporation is "Rockland Creek Homeowner's Association".

ARTICLE II

1. The purpose for which this Corporation is formed is exclusively for pleasure, recreation, and other similar nonprofitable purposes, as contemplated by Section 501(c)(7) of the Internal Revenue Code of 1954 (any reference herein to any provision of such Code shall be deemed to mean provisions as now or hereafter existing, amended, supplemented or superceded). More specifically, the purpose of the Corporation is to maintain the roads and common areas within Rockland Creek Estates Subdivision, and perform other such lawful activities for the good of the subdivision.
2. The assets of the Corporation shall be at all times dedicated to the recreational purposes set out above, and none of the net earnings shall inure in whole or in part to the benefit of any private individual, association or corporation. If the corporation is dissolved, its assets, after its lawful obligations and other requirements of the law are met, shall be dedicated to a public body, or conveyed to a nonprofit organization with similar purposes.

ARTICLE III

1. MEMBERSHIP AND VOTING RIGHTS. Every lot owner in Sections 2 & 3 in Rockland Creek Estates are automatically members and shall have one vote for each lot owned. The lot owners in Section 1, may become full members by revoking their rights to become members of the Fisherman's Cove Homeowner's Association, by appropriate instrument and paying dues to the Rockland Creek Homeowners Association. Membership is appurtenant to, and inseparable from ownership of the lot.
2. AMENDMENT. Amendment to these Articles requires the approval of at least 2/3 of the members, by vote.

ARTICLE IV

The initial registered office shall be at 5174 Courthouse Road, Spotsylvania, Virginia, 22553, in the County of Spotsylvania. The initial registered agent of the Corporation shall be William F. Blount, Jr., whose business address is the same as the address of the initial registered office, who is a resident of Virginia, and a member of the Virginia State Bar.

INCORPORATOR:

Original signed by WILLIAM F. BLOUNT, JR.

DATED: August 4, 1993

The following amendment to the Articles of Incorporation was approved on March 18, 1996 and is included in the text above:

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION
OF ROCKLAND CREEK HOMEOWNER'S ASSOCIATION,
A VIRGINIA NON-STOCK CORPORATION

1. On March 18, 1996, in a meeting, the Board of Directors of the corporation found that the following proposed amendment of its articles of incorporation was in the best interests of the corporation and directed that it be submitted to a vote of the members having the right to vote on amendments.

The proposed amendment, the purpose of which is to add lot owners within Section 4, Rockland Creek Estates, as members of the Corporation, as required by the covenants and restrictions for Rockland Creek Estates, is as follows:

“Article III”

“1. MEMBERSHIP AND VOTING RIGHTS. Every lot owner in Sections 2, 3 and 4 in Rockland Creek Estates are automatically members and shall have one vote for each lot owned. The lot owners in Section 1, may become full members by revoking their rights to become members of the Fisherman's Cove Homeowner's Association, by appropriate instrument and paying dues to the Rockland Creek Homeowners Association. Membership is appurtenant to, and inseparable from ownership of the lot.”

Except as herein provided, the Articles of Incorporation remain in full force and effect in accordance with their terms.

2. On April 12, 1996, being not less than twenty five days nor more than sixty days before the meeting of the members to act upon the proposed amendment, written notice of the meeting was given personally or by mail to each member entitled to vote on the proposed amendment. The notice stated the place, day and hour of the meeting and the purpose or purposes for which it was called, was in accordance with the Virginia Nonstock Corporation Act, and was accompanied by a copy of the proposed amendment.
3. On 5/18/96, a quorum being present, a meeting of the members was held and the proposed amendment was adopted by receiving more than two-thirds of the votes entitled to be cast by members present or represented by proxy at the meeting.

The total number of votes FOR the amendment was 121, said number being sufficient for approval of the amendment.

Executed in the name of the corporation by its President and Secretary who declare under penalties of perjury that the facts stated herein are true.

Date: 6/3/96

Rockland Creek Homeowner's Association

By Original signed by Shirley M. Kerr

President

and

By Original signed by Maureen R. Falkenback

Secretary

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

August 12, 1996

The State Corporation Commission has found the accompanying articles submitted on behalf of
ROCKLAND CREEK HOMEOWNER'S ASSOCIATION

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

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective August 12, 1996 at 09:34 AM.

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

STATE CORPORATION COMMISSION

By Original signed by T. V. Morrison Jr.

Commissioner

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