

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, July 13, 1995

This is to Certify that the certificate of incorporation of

MEADOWS II HOMEOWNERS ASSOCIATION, INC.

*was this day issued and admitted to record in this office
and that the said corporation is authorized to transact its business
subject to all Virginia laws applicable to the corporation and its
business. Effective date:*

July 13, 1995



State Corporation Commission

William J. Bridge
Clerk of the Commission

ARTICLES OF INCORPORATION

OF

MEADOWS II HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 10 of Title 13.1 of the Code of Virginia, the undersigned have 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 MEADOWS II HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association"

ARTICLE II

The registered office of the Association is located at 4801 Courthouse Street, Suite 300 Williamsburg, VA. 23188.

ARTICLE III

Sarah R. Palamara, who is a resident of Virginia and a member of the Virginia State Bar and whose address is 4801 Courthouse Street, Suite 300 Williamsburg, VA 23188 (County of James City) is hereby appointed the registered agent of this association.

ARTICLE IV

This association does not contemplate pecuniary gain of profit of the members thereof, and the specific purpose 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 briefly described as the Meadows II subdivision, James City County, Virginia, 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 the City of Williamsburg and County of James City, 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

(this page revision, November 26, 2003, is to update the registered agent information found in Article II and III.)

ARTICLES OF INCORPORATION

OF

MEADOWS II HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 10 of Title 13.1 of the Code of Virginia, the undersigned have 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 MEADOWS II 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

Gregory R. Davis, 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 briefly described as The Meadows II subdivision, James City County, Virginia, 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 the City of Williamsburg and County of James City, 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

MEMBERS/VOTING RIGHTS

The Association shall have one class of members, who shall be Owners of Lots as defined in the Declaration. Voting rights of members shall be subject to the provisions of the Declaration relative to the Period of Declarant Control.

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:

John H. Kniest, Jr.	426 Airport Road Williamsburg VA 23185
Barbara A. Kniest	426 Airport Road Williamsburg VA 23185
Gregory R. Davis	1200 Old Colony Lane Williamsburg VA 23185

At the first annual meeting the members shall elect one half (or one half minus one if there be an odd number, but in no event less than one) of the directors for a term of one year and the

ARTICLE IX

DURATION


The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

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

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 Articles of Incorporation this July 11, 1995.

 7/11/95
Incorporator