

EXHIBIT "A"

DECLARATION
FOR
WYNWARD POINTE

STATE OF SOUTH CAROLINA
SECRETARY OF STATE
JIM MILES

NONPROFIT CORPORATION
ARTICLES OF INCORPORATION

1. The name of the nonprofit corporation is Wynward Pointe Owner Association, Inc.
2. The initial registered office of the nonprofit corporation is c/o ERA Central Real Estate, 510 Mountain View Drive, Seneca, South Carolina 29678.

The name of the registered agent of the nonprofit corporation at the office is Stephen M. Schreiner.

3. Check (a), (b), or (c) whichever is applicable. Check only one box.
 - a. The nonprofit corporation is a public benefit corporation.
 - b. The nonprofit corporation is religious corporation.
 - c. The nonprofit corporation is a mutual benefit corporation.

4. Check (a) or (b), whichever is applicable:
 - a. This corporation will have members.
 - b. This corporation will not have members.

5. The address of the principal office of the nonprofit corporation is 400 North Tryon Street, Suite 1300, Charlotte, Mecklenburg County, North Carolina 28201-1003.

6. If this nonprofit corporation is either a public benefit or religious corporation (box "a" or "b" of paragraph 3 is checked) and intends to operate within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of corresponding section of any future federal tax code, complete "a" and "b" below.

If this nonprofit corporation is a public benefit or religious corporation and does not intend to operate within the meaning of Section 501(c)(3) of the Internal Revenue Code, complete "c" below.

- a. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- b. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such asset not so disposed of shall be disposed of by the court of common pleas of the country in which the principal office of the corporation is then located exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operate exclusively for such purposes.
- c. Upon dissolution of a corporation consistent with law, the remaining assets of the corporation shall be distributed to:

7. If the corporation is a mutual benefit corporation (box "c" of paragraph 3, is checked), complete either (a) or (b), whichever is applicable, to describe how the [remaining] assets of the corporation will be distributed upon dissolution of the corporation.

- a. Upon dissolution of the mutual benefit corporation the [remaining] assets shall be distributed to its members, or if it has no members to those persons to whom the corporation holds itself out as benefiting or serving.
- b. Upon dissolution of the mutual benefit corporation the [remaining] assets, consistent with law, shall be distributed to _____

8. The optional provisions which the nonprofit Corporation elects to include in the articles of incorporation are as follows (Sec§ 33-31-202(c) of the 1976 South Carolina Code, the applicable comments thereto, and the instructions to this form):

9. The name and address (with zip code) of each incorporator is as follows (only one is required):

Name Address (With zip code)
James G. Wallace, Esq.
Perry, Patrick, Farmer & Michaux
1901 Roxborough Road, Suite 100
Charlotte, NC 28211

10. Each original director of the nonprofit corporation must sign the articles but only if the directors are named in these articles:

(only if named in articles)

(only if named in articles)

(only if named in articles)

11. Each incorporator must sign the articles.

Signature of incorporator

Signature of incorporator

Signature of incorporator

FILING INSTRUCTIONS

1. Two copies of this form, the original and either a duplicate original copy, must be filed.
2. If space in this form is insufficient, please attach additional sheets containing a reference to the paragraph in this form, or prepare this using a computer disk which will allow for expansion of space on the forms.
3. This form must be accompanied by the filing fee of \$25.00 payable to the Secretary of State.

Form Approved by South Carolina
Secretary of State Jim Miles
November 1994