

ARTICLES OF INCORPORATION
OF
WOODSIDE ESTATES HOMEOWNERS ASSOCIATION, INC.

The undersigned hereby associates to form a nonstick corporation under the provisions of Chapter 10, Title 13.1, Code of Virginia, 1950, as amended, and to that end sets forth the following:

- A. The name of the Corporation is WOODSIDE ESTATES HOMEOWNERS ASSOCIATION, INC.
- B. The Post Office address of the initial registered office is P.O. Box 809, Winchester, Virginia 22604. The street address of said initial registered office is 21 South Loudoun Street, Winchester, Virginia 22601. The name of the City in which the registered office is located is Winchester, Virginia. The name of the initial registered agent is Billy J. Tisinger, who is a resident of the State of Virginia and a member of the Virginia State Bar, and whose business office is the same as the registered office of the Corporation, namely: P.O. Box 809, 21 South Loudoun Street, Winchester, Virginia 22604.
- C. The name and address of the Incorporator is as follows:
- Billy J. Tisinger
P.O. Box 809
Winchester, VA 22604
- D. The Corporation may be dissolved with the assent of two-thirds (2/3) or more of the votes entitled to be cast by members present at a meeting called for such purpose. Upon dissolution of the Corporation, other than incident to a merger or a consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, to similar purposes.
- E. MEMBERSHIP: Every person or entity who is a recorded owner of a fee or undivided fee interest in any Lot in Woodside Estates Subdivision, which is subject by covenants or record to assessments by the Corporation, including contract sellers, shall be a member of the Corporation. The foregoing is not intended to include person or entities who hold an interest merely as security for the performance of an obligation. Only one membership shall be accorded per Lot. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership.

- F. VOTING RIGHTS: Every member of the Corporation shall have one vote for each Lot owned in which said member shall hold the interest required for membership in Paragraph E, supra. When more than one person holds such interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.
- G. AMENDMENT: The Articles of Incorporation of this Corporation may be amended so long as said proposed amendment is approved by at least two-thirds (2/3) of the members entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned, being the sole Incorporator hereinabove names, does hereby further certify that the facts hereinabove stated are truly set forth and, accordingly, have hereunto set my hand and seal.

DATED this 6th day of September, 1996.

ORIGINAL SIGNED
BILLY J. TISINGER _____ (SEAL)
BILLY J. TISINGER, Incorporator