

# Commonwealth of Virginia



## STATE CORPORATION COMMISSION

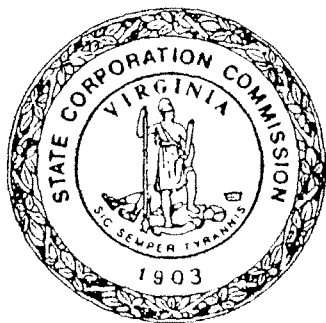
*Richmond, January 7, 2004*

*This is to certify that the certificate of incorporation of*

**Regents at Lake Manassas Homeowners Association**

*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: January 7, 2004*



*State Corporation Commission*

*Attest:*

*Joel H. Beck*  
Clerk of the Commission

**ARTICLES OF INCORPORATION  
OF  
REGENTS AT LAKE MANASSAS HOMEOWNERS ASSOCIATION**

In compliance with the requirements of Chapter 10 of Title 13.1 of the Code of Virginia (the "**Act**"), the undersigned hereby forms a non-stock corporation, not for profit, and certifies:

ARTICLE I

The name of the corporation is **Regents at Lake Manassas Homeowners Association** (the "**Association**").

ARTICLE II

The principal office of the Association is located at 4035 Ridge Top Road, Suite 150, Fairfax, Virginia 22030, in Fairfax County, Virginia.

ARTICLE III

The Association's initial registered office is located at 131 E. Broad Street, Suite 208, Falls Church, Virginia 22046 in the City of Falls Church, Virginia. Sara T. O'Hara, who is a resident of Virginia and a member of the Virginia State Bar and whose business address is the same as that for the registered office, is the initial registered agent of the Association.

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of residential lots, and to own, improve, maintain and preserve the Common Area within the REGENTS AT LAKE MANASSAS Subdivision in Prince William County, Virginia, and to promote the health, safety and welfare of the owners and residents within such areas as may come within the jurisdiction of the Association and any additions thereto as may be brought within the jurisdiction of the Association by annexation, as provided for herein, and for these purposes shall have the power:

1. to exercise all of the powers, rights and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration of Covenants, Conditions and Restrictions for the Association, recorded or to be recorded in the Office of the Clerk of the Circuit Court of Prince William County, Virginia, and as the same may be amended from time to time (the "**Declaration**"), and as set forth in the By-Laws of the Association, said Declaration and By-Laws being incorporated herein by reference;

2. to fix, levy, collect, and enforce payment of, by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses including all licenses, taxes, or governmental charges levied or imposed against the Association or the property of the Association;

3. to acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, encumber, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property;

4. to borrow money;

5. to build facilities upon land owned or controlled by the Association;

6. to create subsidiary corporations in accordance with Virginia law; and

7. to have and to exercise any and all powers, rights and privileges which a corporation organized under the Act may now or hereafter have or exercise.

#### ARTICLE V MEMBERSHIP

Every Owner (as defined in the Declaration) of a Lot (as defined in the Declaration) which is subject by covenants of record to assessment by the Association shall be a Member of the Association. Except for the Class B Member, 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 Class A membership. No Class A Member shall have more than one (1) membership in the Association for each Lot it owns.

#### ARTICLE VI VOTING RIGHTS

Section 1. The Association shall have two (2) classes of voting membership:

Class A: Class A Members shall be all Members with the exception of the Class B Member. A Class A Member shall be entitled to one (1) vote for each Lot in which it holds the interest required for membership by the Article entitled "Membership" herein.

Class B: The Class B Member(s) shall be the Declarant. The Class B Member shall have sixty-five (65) votes. Class B membership shall cease on the happening of any of the following events, whichever occurs first:

(a) ten (10) years from the date of recordation of the Declaration;

- (b) the release of all improvement bonds posted with the State, County or other municipal agency by the Declarant in connection with the Property; or
- (c) the recordation among the Land Records of a written instrument signed by the Declarant or its successors or assigns, specifically terminating such rights.

Section 2. Annexation. Upon annexation of additional properties pursuant to the Declaration, and in the event that Class B membership shall have ceased as hereinabove provided, Class B membership shall be revived and the number of votes the Class B Member shall have shall be the number of Lots annexed plus one. The Class B membership shall cease on the happening of any of the following events, whichever occurs first:

- (a) ten (10) years from the date of annexation of the property;
- (b) the release of all improvement bonds posted with the State, County or other municipal agency by the Declarant in connection with the Property; or
- (c) the recordation among the Land Records of a written instrument signed by the Declarant or its successors or assigns, specifically terminating such rights.

Section 3. Multiple ownership interests. If more than one (1) person holds an ownership interest in any Lot, the vote for such Lot shall be exercised as the Owners of the Lot among themselves determine, and may be exercised by any one (1) of the people or entities holding such ownership interest, unless any objection or protest by any other holder of such ownership interest is made prior to the completion of a vote, in which case the vote for such membership shall not be counted, but the Member whose vote is in dispute shall be counted as present at the meeting for quorum purposes if the protest is lodged at such meeting. In no event shall more than one (1) vote be cast with respect to any Lot.

## ARTICLE VII BOARD OF DIRECTORS

The affairs of the Association shall be managed by a board of directors, who need not be members of the Association. The initial number of directors shall be three (3), which number may be increased to as many as five (5) or to another number pursuant to the Association's By-Laws. The names of the persons who are to act in the capacity of the initial board of directors of the Association until the selection of their successors are Robert L. Fitton II, Karen L. Brown and Luisa M. Gierbolini.

At the first annual meeting of Members after the termination of the Class B membership, the Members shall select one (1) director for a term of one (1) year; one (1) director for a term of two (2) years; and one (1) director for a term of three (3) years; and as the terms of such directors expire, new directors shall be elected by the Members at each annual meeting thereafter for terms of three (3) years each.

ARTICLE VIII  
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by at least two-thirds (2/3) of each class of Members and in accordance with Article 13 of the Act.

ARTICLE IX  
DURATION

The Association shall exist perpetually.

ARTICLE X  
AMENDMENTS

Amendment of these Articles shall require the assent of at least sixty-seven percent (67%) of the Members in accordance with the statutory requirements of the Act and any approvals required by these Articles.

ARTICLE XI  
SPECIAL AMENDMENTS

Notwithstanding anything herein to the contrary, the Declarant may unilaterally amend these Articles to make any amendment required by any of the federal mortgage agencies such as the Veterans Administration, the Federal Housing Administration, Fannie Mae or Freddie Mac, or by the applicable local governmental agencies, as a condition of the approval of these Articles, by the filing of Articles of Amendment with the Virginia State Corporation Commission following notice to all Members.

ARTICLE XII  
CONFLICT

In the case of any conflict between the Declaration and these Articles, the Declaration shall control, and in the case of any conflict between the By-Laws and these Articles, these Articles shall control.

1/5/04  
Date

Charles J. O'Hara  
Charles J. O'Hara, Incorporator

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