

ORIGINAL

ARTICLES OF INCORPORATION

OF

THE WATER'S EDGE HOMEOWNERS ASSOCIATION

THIS IS TO CERTIFY THAT we do hereby associate ourselves to form a Virginia Nonstock Corporation under and by virtue of the provisions of Chapter 10, Virginia Nonstock Corporation Act., Sec. 13.1-801 et seq., of the code of the Commonwealth of Virginia for the purposes and under the corporate name as hereinafter set forth, and to that end we do hereby associate, file, and record these Articles setting forth as follows:

ARTICLE I

The name of the corporation shall be The Water's Edge Homeowners Association.

ARTICLE II

The objects and purposes for which said corporation is formed are:

To exercise, promote, and protect the privileges and interests of the residents of the Smith Mountain Lake residential development known as The Water's Edge, Franklin County, Virginia, to foster a healthy interest in the civic affairs of the community and county, to develop good citizenship, and to promote and protect the morals, safety, health, general welfare, and recreation of the community, its members and its families and to participate in and promote sound government for the residents and citizens of Franklin County and the Commonwealth of Virginia.

In addition, the corporation shall have the power to enter into partnership agreements with other corporations and individuals and also to carry on business of any character whatsoever that is not prohibited by law or required to be stated in these Articles.

ARTICLE II (CONT.)

This corporation is not a "Community Association" within the meaning of SEC.13.1-814.1 (code of VA. 1986,C.53)

ARTICLE III

MEMBERSHIP

Class A Members - All owners of improved real property occupied as single-family and multi-family dwellings shall be Class A members entitled to vote.

Class B Members - All other persons, firms, or corporations owning real estate without a dwelling thereon and children 18 years of age or over and any other adult members of the household of a Class A member shall be Class B members without voting power, except they may vote for the directors at large as may be provided by Article VI, Section 2, Election.,A. of the By Laws.

ARTICLE IV

The registered office of the corporation shall be at 320 Island View Dr., Penhook, Virginia 24137, which is in the county of Franklin, Virginia. The registered agent of the corporation shall be Kenneth E. Trabue, a member of the Virginia State Bar and a resident of Virginia, whose principal business office is the same as that of the corporation's registered office.