

**ARTICLES OF INCORPORATION  
OF  
CLARK'S CROSSING HOMES ASSOCIATION**

In compliance with the requirements of Chapter 2 of Title 13.1 of the Code of Virginia, the undersigned, three of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a non-stock corporation not for profit and do hereby certify:

**ARTICLE I**

The name of the corporation is **CLARK'S CROSSING HOMES ASSOCIATION**, hereafter called the "Association".

**ARTICLE II**

The initial registered office of the Association is located at 4084 University Drive in the City of Fairfax, Virginia.

**ARTICLE III**

Daniel H. Shaner, who is a resident of Virginia, a member of the Virginia State Bar, and a Director of the Corporation, and whose business address is P. O. Box 547, 4084 University Drive, Fairfax, Virginia 22030, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV**

**PURPOSE AND POWERS OF THE ASSOCIATION**

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 residential lots and to own, improve, maintain and preserve Common Area as may be acquired by the Association within Centreville District, Fairfax County, Virginia,

**NAME,  
ADDRESS & PHONE**  
Attorneys at Law  
P. O. Box 547  
Fairfax, Virginia 22030

and to promote the health, safety and welfare of the residents within such area as may come within the jurisdiction of the Association and any additions thereto as may hereafter be brought within the jurisdiction of this Association by annexation, as provided in Article IX herein, and for this purpose:

1. To 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," recorded or to be recorded from time to time in the Office of the Clerk of the Circuit Court of Fairfax County, 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;

2. To 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;

3. To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

4. To borrow money, to mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred; and

5. To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Stock Corporation Law of the Commonwealth of Virginia by law may now or hereafter have or exercise.

## ARTICLE V

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of any

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lot which is subject to assessment by the Association. Ownership of such lot shall be the sole qualification for membership.

#### ARTICLE VI

##### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all those Owners as defined in Article V with the exception of the Class B Member. Class A members shall be entitled to one vote for each lot in which they hold the interest required for membership by Article V. 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.

Class B. The Class B member shall be MCCARTHY COMPANY OF VIRGINIA-MARYLAND, a California Corporation, which shall be entitled to four (4) votes for each lot in which it holds the interest required for membership by Article V, provided that the Class B membership shall cease and a Class A membership with one (1) vote for each lot in which it holds an interest shall be issued on the happening of either of the following events, whichever occurs earlier:

1. When the total votes outstanding in the Class A membership equal twice the total votes outstanding in the Class B membership, provided there are at least one hundred and twenty-five (125) Class A memberships outstanding;
2. On January 1, 1962.

#### ARTICLE VII

##### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) Directors, who need not be members of the Association and such number can be changed only by amendment of the Articles of Incorporation. The names and addresses of the persons who are to act in the capacity of the initial Board of

Directors until the selection of their successors are:

Walter R. Frasier	4203 Elizabeth Lane Annandale, Virginia 22003
Herbert Jonkers	1501 Gingerwood Court Vienna, Virginia 22180
Daniel H. Shaner	5405 Quincy Marr Drive Fairfax, Virginia 22030
Donald C. Stevens	5426 Southport Lane Fairfax, Virginia 22030
John J. Sabourin, Jr.	4024 Walters Court Fairfax, Virginia 22030

At the first annual meeting the members shall elect one director for a term of one year, two directors for a term of two years and two directors for a term of three years; and as the terms of such directors expire new directors shall be elected for terms of three years.

#### ARTICLE VIII

##### LIABILITIES

The total amount of indebtedness or liability which this Association may incur at any one time shall not exceed 150 percent of its income for the previous fiscal year. Provided that additional amounts may be authorized at a duly held meeting at which a quorum is present by the assent of two-thirds (2/3) of the votes, in person or by proxy, entitled to be cast by the entire membership, and provided further that this Article shall not be construed to prohibit the Association from acquiring real property subject to encumbrances for the purpose of financing facilities located on the real property so acquired.

#### ARTICLE IX

##### ANNEXATION OF ADDITIONAL PROPERTIES

Section 1. The Association may, at any time, annex

WASH.  
MCKENNA & HANES  
ATTORNEYS AT LAW  
P. O. Box 207  
Fairfax, Virginia 22030

additional areas and provide for maintenance, preservation and architectural control of residence lots, and so add to its membership under the provisions of Article V, provided that any such annexation may be authorized at a duly held meeting at which a quorum is present by the assent of more than two-thirds (2/3) of the votes.

Section 2. If within six (6) years of the date of incorporation of this Association, the Class B member should develop additional lands within that certain tract acquired by the Class B member by deed recorded in Deed Book 3945 at page 117 of the land records of Fairfax County, Virginia, or adjacent thereto, such additional lands may be annexed to said Properties without the assent of the Class A members.

#### ARTICLE X

##### AUTHORITY TO MORTGAGE

Any mortgage by the Association of the Common Area defined in the Declaration shall have the assent at a duly held meeting at which a quorum is present of more than two-thirds (2/3) of the votes, in person or by proxy, entitled to be cast by the entire membership.

#### ARTICLE XI

##### AUTHORITY TO DEDICATE

The Association shall have the power to 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 such conditions as may be agreed to by the members and approved by Statute, providing such dedication, sale or transfer shall be approved by an affirmative vote at a duly held meeting at which a quorum is present of more than two-thirds (2/3) of the votes, in person or by proxy, entitled to be cast by the entire membership.

PAUL  
SECTION 4 HANDBOOK  
ATTORNEY AT LAW  
P. O. Box 247  
Arlington, Virginia 22202

ARTICLE XII

DISSOLUTION

The Association may be dissolved with the assent at a duly held meeting at which a quorum is present of more than two-thirds (2/3) of the votes, in person or by proxy, entitled to be cast by the entire membership. Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XIII

DURATION

The Corporation shall exist perpetually.

ARTICLE XIV

AMENDMENTS

Amendment of these Articles shall require the assent at a duly held meeting at which a quorum is present of seventy-five percent (75%) of the votes, in person or by proxy, entitled to be cast by the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the Commonwealth of Virginia, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 13th day of March, 1974.

NAME  
RECORDED & INDEXED  
Abstracts of law  
P. O. Box 247  
Falls Church, Virginia 22044

Walter E. Finkler  
Walter E. Finkler

Herbert Scherer  
Herbert Scherer

John J. Sabourin, Jr.  
John J. Sabourin, Jr.

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

AT RICHMOND,  
March 21, 1974

The accompanying articles having been delivered to the <sup>STATE</sup> State Corporation Commission on behalf of  
Corp. Commission on behalf of  
Clark's Crossing Homes Association

COMMISSION HAVING FOUND THAT THE ARTICLES COMPLY WITH THE ARTICLES OF LAW AND THAT  
AND THE COMMISSION HAVING FOUND THAT THE ARTICLES COMPLY WITH THE REQUIREMENTS OF LAW AND THAT ALL REQUIRED FEES  
HAVE BEEN PAID, IT IS  
HAVE BEEN PAID, IT IS

ORDERED that this CERTIFICATE OF INCORPORATION

be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and  
be ISSUED AND THAT THIS ORDER, TOGETHER WITH THE ARTICLES, BE ADMITTED TO RECORD IN THE OFFICE OF THE COMMISSION  
AND THAT THE CORPORATION HAVE THE AUTHORITY ENDORSED ON IT BY LAW IN ACCORDANCE WITH THE ARTICLES, SUBJECT TO THE CONDITIONS  
AND RESTRICTIONS IMPOSED BY LAW.

UPON THE COMPLETION OF SUCH RECORDATION, THIS ORDER AND THE ARTICLES SHALL BE FORWARDED FOR RECORDATION IN THE  
OFFICE OF THE CLERK OF THE CIRCUIT COURT, FAIRFAX COUNTY  
OFFICE OF THE CLERK OF THE RECORDATION

STATE CORPORATION COMMISSION  
*[Signature]*  
Commissioner

VIRGINIA:

In the Clerk's Office of the Circuit Court, Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this ~~21~~ 21<sup>ST</sup>  
day of MARCH and is now returned to the State Corporation Commission by certified mail.

*[Signature]*  
Clerk

STATE OF VIRGINIA,

COUNTY OF FAIRFAX. to-wit:

I, the undersigned Notary Public, in and for the State and County aforesaid, whose commission as such will expire on the 12th day of November, 1976, do hereby certify that this day personally appeared before me in my said State and County WALTER R. FRAZIER, HERBERT JOCKERS and JOHN J. SABOURIN, JR whose names are signed to the foregoing and hereunto annexed Articles of Incorporation of CLARK'S CROSSING HOMES ASSOCIATION, dated the 12th day of March, 1974, and who each then and there acknowledged the same before me.

GIVEN under my hand and notarial seal this 12th day of March, 1974.

Loretta W. Muse  
Notary Public



WALSH  
MCCORMACK & FARMER  
Attorneys at Law  
P. O. Box 507  
Fairfax, Virginia 22030

# Commonwealth of Virginia



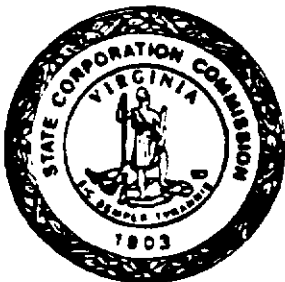
## State Corporation Commission

I, Nancy W. McCoy, Assistant Clerk of the State Corporation Commission, do hereby certify that

the foregoing is a true copy of all documents constituting as of this date the charter of CLARK'S CROSSING HOMES ASSOCIATION .

Nothing more is hereby certified.

In Testimony Whereof I hereunto set my hand and  
affix the Official Seal of the State  
Corporation Commission, at  
Richmond, this 27<sup>th</sup> day of  
August A. D. 19<sup>06</sup>



*Nancy W. McCoy*  
Assistant Clerk of the Commission