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OCT 2 2009

ARTICLES OF INCORPORATION OF

THE PINES AT GAHAGAN COMMUNITY ASSOCIATION, INC.

(A South Carolina Nonprofit Corporation)

SECRETARY OF STATE OF SOUTH CAROLINA

ARTICLE I: NAME OF ASSOCIATION

The name of the corporation is The Pines at Gahagan Community Association, Inc. (hereinafter, the "Association").

ARTICLE 2: NONPROFIT STATUS OF ASSOCIATION CORPORATION

The Association is formed as a nonstock, nonprofit, mutual benefit corporation under the laws of the State of South Carolina, Title 33, Chapter 31, Article 1, Code of Laws of South Carolina, 1976.

ARTICLE 3: PRINCIPAL OFFICE

The mailing address of the initial office of the Association is located in Charleston County, South Carolina at the following address 5081 Rivers Avenue, North Charleston, South Carolina 29406.

ARTICLE IV: REGISTERED AGENT AND ADDRESS

The Association hereby appoints Thomas B. Daniels whose address is 5081 Rivers Avenue, North Charleston, South Carolina 29406, as its lawful statutory agent upon whom all notices and processes, including service of summons, may be served, and which when served, shall be lawful, personal service upon this corporation. The Board may, at any time, appoint another agent for such purpose and filling of such appointment shall revoke this or any other previous appointment of such agent.

ARTICLE V: DEFINITIONS

All capitalized terms used herein which are not defined shall have the same meaning as set forth in the Declaration of Covenants, Conditions, Easements, Charges, Liens and Restrictions for the Pines at Gahagan (hereinafter, the "Declaration"), recorded, or to be recorded, in the public records for Charleston County, as it may be amended, unless the context indicates otherwise.

ARTICLE VI: PURPOSES OF ASSOCIATION

The purposes for which the Association is formed are:

- A. To be and constitute the Association to which reference is made in the Declaration, to perform any and all obligations and duties of the Association, and to exercise any and all rights and powers of the Association, as specified in the Declaration and the By-Laws, and as provided by law; and
- B. To provide an entity for the furtherance of the interests of the Owners.

091023-0082 FILED: 10/23/2009 PINES AT GAHAGAN COMMUNITY ASSOCIATES, INC. THE Filing Fee: \$25.00 CR:IG Mark Hammond South Carolina Secretary of State

ARTICLE VII: POWERS OF ASSOCIATION

The powers of the Association shall include and be governed by the following provisions:

- A. The Association shall have all of the common law and statutory powers conferred upon nonprofit corporations under South Carolina law and all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, and the Declaration, including without limitation, the power:
1. To fix, collect, and enforce payment, by any lawful means, of Assessments and other charges to be levied against the Owners of Lots in the Development;
 2. To manage, control, operate, maintain, repair, and improve the Property for which the Association, by rule, regulation, covenant, or contract, has a right or duty to provide such services;
 3. To enforce covenants, conditions, or restrictions affecting any Property to the extent the Association may be authorized to do so under the Declaration or the By-Laws;
 4. To engage in activities which will actively foster, promote, and advance the common interest of all Lot Owners subject to the Declaration;
 5. To buy or otherwise acquire, sell, dedicate for public use or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, own, hold, use, operate, grant easements, and otherwise deal in and with real and personal property of all kinds and any right or interest therein for any purpose of the Association, subject to such limitations as may be set forth in the Declaration or the By-Laws;
 6. To borrow money for any purpose, subject to such limitations as may be set forth in the Declaration or By-Laws;
 7. To enter into, make, perform, and enforce contracts of every kind and description and to do any and all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;
 8. To act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interest in such corporations, firms, or individuals;
 9. To adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and

10. To provide any and all services to the Association as may be necessary or proper.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other rights or powers which may now or hereafter be permitted by law. The powers specified in each of the paragraphs of this Article are independent powers, not to be restricted by reference to or inference from the terms of any other provision of this Article.

B. The Association shall make no distributions of income to its Members, directors, or officers.

ARTICLE VIII: MEMBERSHIP IN ASSOCIATION

A. The Association shall be a membership corporation without certificates or shares of stock. The Owner of each Lot shall be a Member of the Association and shall be entitled to vote in accordance with the terms of the Declaration and the By-Laws. The manner of exercising voting rights shall be as set forth in the Declaration or in the By-Laws of the Association.

B. Change of membership in the Association shall be established by recording in the public records a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the Owner designated by such instrument shall become a Member of the Association and the membership of the prior Owner shall be terminated.

C. The share of a Member in the privileges, rights, and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as appurtenance of his/hers/its Lot.

ARTICLE IX: DISSOLUTION OF ASSOCIATION

The Association may be dissolved only upon a resolution duly adopted by the Board of Directors and the approval of Members holding at least two-thirds (2/3) of the votes in the Association, or such higher percentage as may be required by the South Carolina law, and the written consent of the Developer so long as the Developer owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Developer. Upon dissolution, the assets shall be distributed to the Association's Members, or if the Association has no Members, to those persons to whom the Association holds itself out as benefiting or serving.

ARTICLE X: DIRECTORS AND OFFICERS OF ASSOCIATION

A. The business and affairs of the Association shall be conducted, managed and controlled by the Board of Directors. The initial Board shall consist of three (3) Directors. The number of directors may be increased in accordance with the By-Laws.

B. The method of election, removal, and filling of vacancies on the Board of Directors and the term of office of the directors and officers shall be as set forth in the By-Laws.

ARTICLE XI: BY-LAWS

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided for in the By-Laws and/or the Declaration. The quorum required for meetings of Members and Directors shall be as forth in By-Laws.

ARTICLE XII: LIABILITY OF DIRECTORS, OFFICERS, AND COMMITTEE MEMBERS

To the fullest extent that South Carolina law, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of Directors, officers, and committee members, no Director, officer or committee member of the Association shall be personally liable to the Association or its Members for monetary damages for breach of duty of care or other duty as a Director, officer or committee member. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any Director, officer, or committee member for or with respect to any acts or omissions of such Director, officer, or committee member occurring prior to such amendment or repeal.

ARTICLE XIII: AMENDMENTS TO ARTICLES

- A. The Board of Directors may amend these Articles without Member approval for specific purposes permitted under South Carolina law.
- B. The Developer may unilaterally amend these Articles at any time and from time to time if such amendment is necessary: (1) to bring any provision into compliance with any applicable governmental statute, rule, regulation, or judicial determination; (2) to enable any reputable title insurance company to issue title insurance coverage on the Lots; (3) to enable any institutional or governmental lender, purchaser, insurer, or guarantor of mortgage loans, including, for example, the Federal National Mortgage Association or Federal Home Loan Mortgage Corporation, to make, purchase, insure, or guarantee mortgage loans on the Lots; or (4) to satisfy the requirements of any local, state or federal governmental agency.
- C. Other amendments to these Articles of Incorporation may be adopted by the approval of Members holding at least two-thirds (2/3) of the total votes in the Association, and the written consent of the Developer so long as the Developer owns any property subject to the Declaration or which may unilaterally be subjected to the Declaration by the Developer; provided, however, that no amendment may be in conflict with the Declaration; and provided, further, that no amendment shall be effective to impair or dilute any rights of Members that are governed by the Declaration. For so long as required under South Carolina law, notice of any amendment to these Articles shall be sent to Members by registered mail or published in a newspaper in Charleston County, South Carolina not less than five (5) days before the time set for the vote on such amendment.

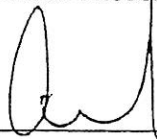
ARTICLE XIV: INCORPORATOR

The name and address of the incorporator of the Association is:

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*Articles of Incorporation
for
The Pines at Gahagan Community Association, Inc.*

Andrew L. McLester, Esq.
The Woody Law Firm, LLC
622 Johnnie Dodds Blvd
Mt. Pleasant, SC 29464

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 19th day
of October, 2009.



Andrew L. McLester, Incorporator