

EXHIBIT "G"

RADCLIFFE PLACE
HORIZONTAL PROPERTY REGIME
PHASE 1

CHARLESTON COUNTY, SOUTH CAROLINA

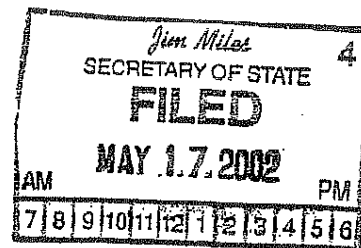
CHARTER / ARTICLES OF INCORPORATION FOR

RADCLIFFE PLACE HOMEOWNERS' ASSOCIATION, INC.

AND

INITIAL ANNUAL REPORT OF CORPORATIONS

STATE OF SOUTH CAROLINA
SECRETARY OF STATE
NONPROFIT CORPORATION
ARTICLES OF INCORPORATION



TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-31-202 of the South Carolina Code of Laws, as amended, the undersigned corporation submits the following information:

1. The name of the nonprofit corporation is RADCLIFFE PLACE HOMEOWNERS' ASSOCIATION, INC.
2. The initial registered office of the nonprofit corporation is 300 W. COLEMAN BLVD., STE. 202
MT. PLEASANT, CHARLESTON COUNTY, SOUTH CAROLINA 29464

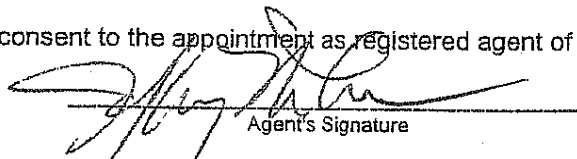
City	County	State	Zip Code
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The name of the registered agent of the nonprofit corporation at that office is

JEFFREY M. THOMAS

Print Name

I hereby consent to the appointment as registered agent of the corporation.



Agent's Signature

3. Check "a", "b", or "c" whichever is applicable. Check only one box:
 - a. The nonprofit corporation is a public benefit corporation.
 - b. The nonprofit corporation is a religious corporation.
 - c. The nonprofit corporation is a mutual benefit corporation.
4. Check "a" or "b", whichever is applicable:
 - a. This corporation will have members.
 - b. This corporation will not have members.

**CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE**

MAY 17 2002



SECRETARY OF STATE OF SOUTH CAROLINA

5. The address of the principal office of the nonprofit corporation is
300 W. COLEMAN BLVD., STE. 202, MT. PLEASANT, CHARLESTON COUNTY, SC 29464

Street Address	City	County	State	Zip Code
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6. If this nonprofit corporation is either a public benefit or religious corporation (when box "a" or "b" of paragraph 3 is checked), complete either "a" or "b", whichever is applicable, to describe how the remaining assets of the corporation will be distributed upon dissolution of the corporation.
 - a. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated

Name of Corporation

exclusively for such purposes.

- b. Upon dissolution of the corporation, consistent with the law, the remaining assets of the corporation shall be distributed to

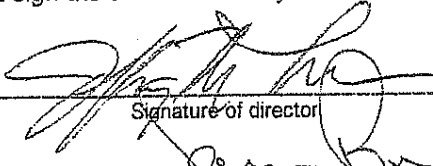
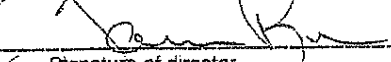
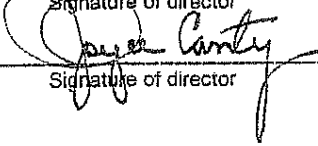
7. If the corporation is a mutual benefit corporation (when box "c" of paragraph 3 is checked), complete either "a" or "b", whichever is applicable, to describe how the (remaining) assets of the corporation will be distributed upon dissolution of the corporation.

- a. Upon dissolution of the mutual benefit corporation, the (remaining) assets shall be distributed to its members, or if it has no members, to those persons to whom the corporation holds itself out as benefiting or serving.
- b. Upon dissolution of the mutual benefit corporation, the (remaining) assets, consistent with the law, shall be distributed to the Association's successor as governing entity of the Condominium, or if the Condominium be terminated, after payment of all debts and expenses, divided as provided according to the percentage**

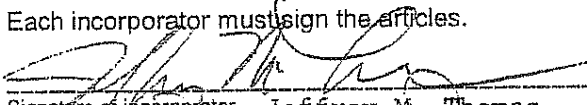

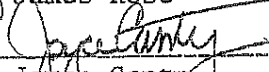
8. The optional provisions which the nonprofit corporation elects to include in the articles of incorporation are as follows (See 33-31-202(c) of the 1976 South Carolina Code of Laws, as amended, the applicable comments thereto, and the instructions to this form) The By-Laws of Radcliffe Place Homeowners' Association, Inc. as stated in the Master Deed establishing the Radcliffe Place Horizontal Property Regime, Charleston County, South Carolina, as hereby adopted. The initial officers of the Association shall be as follows: Jeffrey M. Thomas-Pres/Treas, James Rose-VP, & Joyce Canty-Sec.
9. The name and address of each incorporator is as follows (only one is required)

Jeffrey M. Thomas	300 W. Coleman Blvd., Ste. 202, Mt. Pleasant, SC	29464
Name	Address	Zip Code
James Rose	300 W. Coleman Blvd., Ste. 202, Mt. Pleasant, SC	29464
Name	Address	Zip Code
Joyce Canty	300 W. Coleman Blvd., Ste. 202, Mt. Pleasant, SC	29464
Name	Address	Zip Code

10. Each original director of the nonprofit corporation must sign the articles but only if the directors are named in these articles:

Jeffrey M. Thomas	
Name (Only if named in articles)	Signature of director
James Rose	
Name (Only if named in articles)	Signature of director
Joyce Canty	
Name (Only if named in articles)	Signature of director

11. Each incorporator must sign the articles.

	Jeffrey M. Thomas
Signature of incorporator	
	James Rose
Signature of incorporator	
	Joyce Canty
Signature of incorporator	

**ownership interests of the Co-Owners in the Common Elements and disbursed as provided in The Act and/or the Master Deed, provided, however, the residual of any property of any nature owned by the Association not held by it on behalf of the Co-Owners or any of them, shall, if appropriate, be turned over to one or more organizations described in Sections 501 (e) (3) and 170 (c) of the Internal Revenue Code and from South Carolina Income Tax, or to the Federal, State or Local Government for exclusively public purposes.



STATE OF SOUTH CAROLINA
DEPARTMENT OF REVENUE
INITIAL ANNUAL REPORT OF CORPORATIONS

CL-1
(Rev. 9/20/00)
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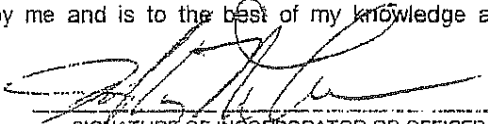
Office Use Only	
File Number <u>RADCLIFFE</u>	ENDING PERIOD <u>12/02</u> Month Year
SID number _____	
For Secretary of State Use Only	
Date "Application for Charter" filed with Secretary of State <u>Simultaneously herewith</u> <u>MAY 17 2002</u>	
Date of "Request for authority to do business in this state" (Foreign Corp.) <u>N/A</u>	
FED E.I. Number <u>Applied For</u>	Business Code _____ (Office Use Only)
NAME OF CORPORATION <u>RADCLIFFE PLACE HOMEOWNERS' ASSOCIATION, INC.</u>	
PHYSICAL ADDRESS OF HEADQUARTERS (NUMBER AND STREET) <u>300 W. Coleman Blvd., Ste. 202</u>	MAILING ADDRESS FOR TAX MATTERS <u>SAME</u>
CITY AND STATE ZIP COUNTY <u>Mt. Pleasant, SC 29464 Charleston</u>	CITY AND STATE ZIP _____
1. State of incorporation: <u>SC</u> 2. Indicate month corporation closes its books: <u>12/31</u>	
3. Nature of principal business in SC: <u>Homeowners' Association</u>	
4. Location of registered office of the corporation in the state of SC is <u>300 W. Coleman Blvd., Ste 202</u> in the city of <u>Mt. Pleasant</u> . Registered agent at such address is <u>Jeffrey M. Thomas</u>	
5. Location of principal office in SC (street, city, zip and county): <u>300 W. Coleman Blvd., Ste 202, Mt. Pleasant,</u>	
6. Date business commenced in SC: <u>Upon Filing</u> Telephone # <u>843-856-1820</u>	
7. If a professional corporation, are all shareholders, one-half of the directors (or individuals functioning as directors) and all officers (other than the secretary and treasurer) qualified to practice the professional services engaged in by the corporation? <u>N/A</u>	
8. The names and business addresses of the directors (or individuals functioning as directors) and principal officers in the corporation are:	
SSN	Name/Title Business Address and Office
<u>029-54-1046</u>	<u>Jeffrey M. Thomas-Pres/Treas, 300 W. Coleman Blvd., Ste. 202, Mt. Pleasant</u>
<u>406-04-7214</u>	<u>James Rose-VP Same SC 29464</u>
<u>431-66-4746</u>	<u>Joyce Canty-Sec. Same</u>
9. The total number of authorized shares of capital stock itemized by class and series, if any, within each class is as follows:	
Number of Shares	Class Series
10. The total number of issued and outstanding shares of capital stock itemized by class and series, if any, within each class is as follows:	
Number of Shares	Class Series
1. Fee due with this report	1. 25 00
2. Interest due	2. _____
3. Penalty due	3. _____
4. Total - Due (Make remittance payable to SC Department of Revenue.)	4. \$ 25 00

ATTACH REMITTANCE HERE

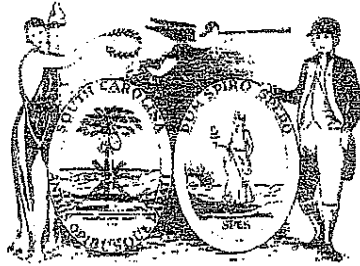
AFFIDAVIT

I, the undersigned incorporator or principal officer of the corporation for which this return is made, declare that this return, including accompanying statements and schedules, has been examined by me and is to the best of my knowledge and belief a true and complete return made in good faith.

THIS RETURN PREPARED BY
Mary 15, 2002
DATE


SIGNATURE OF INCORPORATOR OR OFFICER AUTHORIZED TO SIGN
Jeffrey M. Thomas, Pres/Treas
TITLE

The State of South Carolina



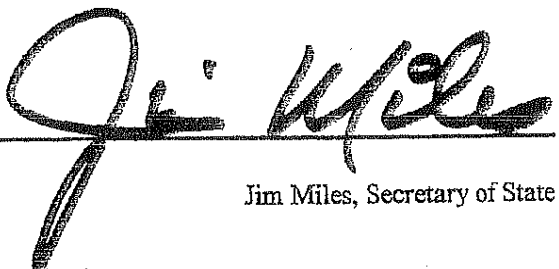
Office of Secretary of State Jim Miles Certificate of Incorporation, Nonprofit Corporation

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

RADCLIFFE PLACE HOMEOWNERS' ASSOCIATION, INC.,
a nonprofit corporation duly organized under the laws of the state of South Carolina on **May 17th, 2002**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed a Declaration and Petition for Incorporation of a nonprofit corporation for Religious, Educational, Social, Fraternal, Charitable or other eleemosynary purpose.

Now, therefore, I Jim Miles, Secretary of State, by virtue of the authority in me vested, by Chapter 31, Title 33, Code of 1976 and Acts amendatory thereto, do hereby declare the organization to be a body politic and corporate, with all the rights, powers, privileges and immunities, and subject to all the limitations and liabilities, conferred by Chapter 31, Title 33, Code of 1976 and Acts amendatory thereto.

Given under my Hand and the Great Seal of
the State of South Carolina this 23rd day of
May, 2002.



Jim Miles, Secretary of State