

Control # 55104

ARTICLES OF INCORPORATION

OF

THE ASHTON WOODS
PROPERTY OWNERS ASSOCIATION, INC.

FILED

FEB 10 2003

IN THE OFFICE OF
JOE MANCHIN III
SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under Section 201, Article 2, Chapter 31E of the Code of West Virginia, as amended, adopts the following Articles of Incorporation for such corporation:

I. The undersigned agrees to become a corporation by the name of The Ashton Woods Property Owners Association, Inc.

II. The address of the principal office of said corporation is c/o WV Hunter LLC, 1800 West King Street, Martinsburg, West Virginia, 25401.

III. The purposes for which this corporation is formed are as follows:

A. To assess and collect all assessments that may legally be assessed and collected from all property owners within Ashton Woods, as provided by the Declaration of Reservations and Restrictive Covenants dated October 30, 2002, and any supplements or addenda to said Declaration.

B. To maintain and supervise any construction of improvements upon or along Roads and Other Common Facilities located within Ashton Woods, and to establish design guidelines, rules and regulations for the construction of any such improvements as provided by the Declaration and any supplements or addenda to said Declaration.

C. To enforce, on behalf of the Association and its members, all of the rights created and reserved to and for the benefit of the Association and its members by the Declaration, and any supplements or addenda to said Declaration.

D. To carry out all other duties reserved to the Association or its members as set forth in the Declaration, and any supplements or addenda to said Declaration.

IV. Provisions for the regulation of the internal affairs of this corporation are:

The members of the corporation are the Developer and Property Owners within Ashton Woods or areas which may be designated as a part of the subdivision and may include expanded membership if any additional real estate is included or the owners thereof become members. Sale of a lot within Ashton Woods automatically transfers membership in the corporation from the old property owner to the new property owner.

V. This corporation is organized as a non-stock, non-profit corporation.

VI. The full name and address of the incorporator is:

M. Shannon Brown
Bowles Rice McDavid Graff & Love PLLC
Post Office Drawer 1419
101 South Queen Street
Martinsburg, West Virginia 25401

VII. The existence of this corporation is to be perpetual.

VIII. The name and address of the appointed person to whom notice or process may be sent:

L. Hunter Wilson
c/o WV Hunter LLC
1800 West King Street
Martinsburg, West Virginia 25401

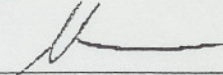
IX. The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and shall qualify are:

L. Hunter Wilson
c/o WV Hunter LLC
1800 West King Street
Martinsburg, West Virginia 25401

Donna F. Wilson
c/o WV Hunter LLC
1800 West King Street
Martinsburg, West Virginia 25401

M. Shannon Brown
Bowles Rice McDavid Graff & Love PLLC
Post Office Drawer 1419
101 South Queen Street
Martinsburg, West Virginia 25401

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of West Virginia, do make and file these Articles of Incorporation, and I have accordingly hereunto set my hands this 10th day of FEBRUARY, 2003.


M. Shannon Brown

STATE OF WEST VIRGINIA,
COUNTY OF BERKELEY, TO -WIT:

The foregoing instrument was acknowledged before me this 6th day of FEBRUARY, 2003, by M. Shannon Brown.

My Commission Expires: Jan. 19



This document was prepared by: David A. DeJarnett, Esq., Bowles Rice McDavid Graff & Love PLLC, 101 S. Queen Street, Martinsburg, West Virginia 25401.