

**ARTICLES OF INCORPORATION  
OF  
THE UNIT OWNERS ASSOCIATION  
OF  
PHEASANT RIDGE CONDOMINIUM**

The undersigned incorporator, in order to form a nonstock corporation under the provision of Chapter 10 of Title 13.1 of the Code of Virginia (1950), as amended, sets forth the following Articles of Incorporation:

**ARTICLE 1- NAME**

The name of the corporation is THE UNIT OWNERS ASSOCIATION OF PHEASANT RIDGE CONDOMINIUM, hereinafter called the "Association."

**ARTICLE 2 - REGISTERED AGENT**

The initial registered agent of the corporation is R. David Barbe, a resident of the Commonwealth of Virginia and a member of the Virginia State Bar, whose business address is 4415 Electric Road, Roanoke, Virginia 24014, which address is located in the County of Roanoke.

**ARTICLE 3 - REGISTERED OFFICE**

The initial registered office of the corporation shall be located at 4415 Electric Road, Roanoke, Virginia 24014, the business address of the initial registered agent, which address is located in the County of Roanoke.

**ARTICLE 4 - PURPOSE**

The Association is organized and operated to provide for the acquisition, construction, management, maintenance, and care of Association property, and to perform all of the duties and obligations of the Association as set forth in the Bylaws of The Unit Owners Association of Pheasant Ridge Condominium.

**ARTICLE 5 - EARNINGS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except as a direct result of the Association's engaging in one or more purposes of the Association as indicated above.

Further, the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 hereof.

#### ARTICLE 6 - DISSOLUTION

In the event of the dissolution of the Association, and after all liabilities and obligations of the Association have been paid, satisfied and discharged, or adequate provisions made therefor, all remaining assets shall be distributed in accordance with a plan of dissolution that has been presented to the Members by the Board of Directors and approved by a vote of the Members.

#### ARTICLE 7 - MEMBERS

Every person or entity who is a record owner of a fee or undivided fee interest in any Condominium Unit of the Condominium shall be a Member of 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.

#### ARTICLE 8 - VOTING

The Association shall have one (1) class of voting membership composed of the record owners, including the Declarant, its successors and assigns, whether one or more persons or entities, of a fee simple title to any Condominium Unit. Each Unit shall be entitled to one vote, notwithstanding the number of Members owning any one Condominium Unit.

#### ARTICLE 9 - DIRECTORS

The affairs of the Association shall be managed by the Board of Directors. The number of directors and the manner of selecting the directors shall be determined as provided in the Bylaws.

#### ARTICLE 10 - AMENDMENT

Amendment of these Articles shall require the assent of more than two-thirds of the votes entitled to be cast.

#### ARTICLE 11 - INDEMNIFICATION

The Association shall indemnify its directors and officers in the manner, against the matters, and to the full extent provided and permitted by § 13.1-876 and § 13.1-877 of the Code of Virginia, as amended.

IN WITNESS WHEREOF, the incorporator has signed these Articles of Incorporation, this 21<sup>st</sup> day of May, 1998.

 (SEAL)  
R. David Barbe, Incorporator

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

May 26, 1998

The State Corporation Commission has found the accompanying  
articles submitted on behalf of

THE UNIT OWNERS ASSOCIATION OF PHEASANT RIDGE  
CONDOMINIUM

to comply with the requirements of law, and confirms payment of  
all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of  
incorporation in the Office of the Clerk of the Commission,  
effective May 26, 1998.

The corporation is granted the authority conferred on it by law in  
accordance with the articles, subject to the conditions and  
restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

CORPACPT  
CIS20423  
98-05-22-0104

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of all documents constituting the charter of THE UNIT OWNERS ASSOCIATION OF PHEASANT RIDGE CONDOMINIUM on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
April 21, 2011*

*Joel H. Peck*  
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*Joel H. Peck, Clerk of the Commission*