

ARTICLES OF INCORPORATION

OF

SCHOONER BAY ASSOCIATION

The undersigned desires to form a non-stock corporation under the provisions of Va. Code Ann. § 13.1-801 and to that end sets forth the following:

(1) The name of the corporation is SCHOONER BAY ASSOCIATION.

(2) The corporation shall have one class of members. The ownership of a lot in the subdivision shall carry with it one membership. No certificate of membership will be issued. New membership will automatically issue to successor owners of the lots in the development. The members of the corporation shall only be entitled to vote for the Board of Directors at a meeting to be held after incorporation and for the Board of Directors at the annual meeting of membership, each membership having only one vote. Each member shall have the right to use the common areas in the development.

(3) The directors of the corporation are to be selected in the following manner: The below named initial Board of Directors shall hold office until the first meeting of membership to be held after incorporation, at which time the Board of Directors shall be elected by the membership for a period of one year.

(4) The post office address of the initial registered office is R.F.D. 2, 7 Pintail Lane, Onancock, VA 23417.

The name of the County in which the initial registered office is located is County of Accomack. The name of its registered agent is ^{EDWARD JACK ADAMS} ~~Edward J. Adams~~, who is a resident of Virginia and a director of the Corporation and whose business office is the same as the registered office of the corporation. The registered agent meets the requirements of Va. Code Ann. § 13.1-833.

(5) The number of directors constituting the initial Board of Directors is five and the names and addresses of the persons who are to serve as the initial directors are as follows:

Name

Address

Edward J. Wickwar

R.F.D. 2, 7 Pintail Lane,
Onancock, VA 23417

Jennie T. Wickwar

R.F.D. 2, 7 Pintail Lane,
Onancock, VA 23417

Fred W. Achilles, Jr.

R.F.D. 2, 9 Pintail Lane,
Onancock, VA 23417

Joar E. Achilles

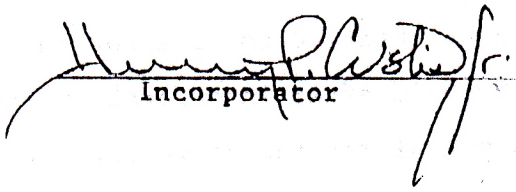
R.F.D. 2, 9 Pintail Lane,
Onancock, VA 23417

Wickham T. Lloyd

27 King Street
Onancock, VA 23417

(6) The purpose for which the corporation is organized is to protect, preserve and enhance the property at Schooner Bay Sub-division, Accomack County, Virginia and to maintain all the common property located therein.

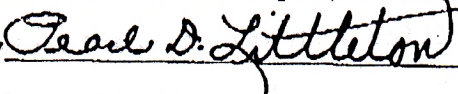
Dated: January 22, 1986.


Incorporator

Virginia: In the Clerk's Office of the Circuit Court
of Accomack County, March 10, 1986.

This Certificate was this day received and admitted
to record.

Teste: Samuel H. Cooper, Jr. Clerk

by  dy.