

**ARTICLES OF INCORPORATION  
OF  
COLTS NECK CLUSTER ASSOCIATION**

In compliance with the requirements of Chapter 10 of Title 13.1 of the Code of Virginia, as amended, the undersigned incorporators, for the purpose of forming a nonstock corporation pursuant to the laws of Virginia, do hereby state:

**ARTICLE I  
NAME**

The name of the corporation is Colts Neck Cluster Association (hereinafter also referred to as the "Association").

**ARTICLE II  
REGISTERED AGENT AND REGISTERED OFFICE**

Laurie L. Dolson, P.C., which is a domestic corporation authorized to transact business in the Commonwealth of Virginia, the business address of which is 10513 Judicial Drive, Suite 101, Fairfax, Virginia 22030, is hereby appointed the initial registered agent of the Association. The initial registered office of the Association is located at 10513 Judicial Drive, Suite 101, Fairfax, Virginia 22030, which is located in the City of Fairfax.

**ARTICLE III  
PURPOSES AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are:

1. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Deeds of Dedication of Reston as amended by the First Amendment to the Deed of Amendment to the Deeds of Dedication of Reston and recorded in Deed Book 18419 at Page 1226 among the Land Records of the County of Fairfax, Virginia, and as the same may be amended from time to time as therein provided, (the "Declaration") the Declaration being incorporated herein as if set forth in length, which Declaration obligates a person, by virtue of ownership of a Lot, to be a member of the Association;
2. To administer, interpret and enforce the provisions of the Declaration and the Association's other governing documents;

3. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, including but not limited to, Article VII on Clusters; to disburse and pay all expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the Association;

4. To acquire, own, manage and provide upkeep for the Cluster Common Area, as the term "upkeep" is defined in Article I, Section 1.1 of the Declaration; and to, improve, convey, sell, lease, transfer, and dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association in accordance with the Declaration;

5. To borrow or raise money for any of the purposes and objects of the Association and to issue bonds, notes and other obligations of any nature, and in any manner permitted by law, for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and interest thereon by mortgage or deed of trust upon, or pledge or conveyance or assignment in trust of the whole or any part of the property of the Association, real, personal or mixed, and to sell, pledge, discount, or otherwise dispose of such bonds, notes or other obligations, for any of the purposes or objects of the Association;

6. To promote the peace, comfort, safety and general welfare of the owners and occupants of the Cluster with respect to such matters within the jurisdiction of the Association;

7. To represent its members as a group in matters related to the Reston Association;

8. To have and to exercise any and all powers, rights and privileges which a corporation organized under the Virginia Nonstock Corporation Act by law may now or hereafter have or exercise.

#### **ARTICLE IV** **MEMBERSHIP**

1. Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including contract sellers, 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. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. Ownership of such lot shall be the sole qualification for membership, and an owner shall have one membership for each lot owned. A mortgagee in possession of a lot shall be entitled to exercise the owner's rights in the Association with regard thereto, provided that it also assumes such owner's duties to the Association, including but not

limited to, the duty to pay assessments and charges applicable to such lot.

2. Each member of the Association, by becoming such, agrees to be personally responsible for the payment of the charges created under the Declaration and any other provisions of the Association's governing documents, and such member shall be responsible for compliance by the member's family, guests, and invitees, with the provisions of the Declaration and the other governing documents of the Association.

## **ARTICLE V** **VOTING RIGHTS**

1. All those members as defined in Article IV above shall be entitled to one vote for each lot in which they hold the interest required for membership by Article IV. In the event that more than one person, group of persons or entity is the record owner of a fee interest in any lot, then the vote for the membership appurtenant to such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

2. The directors of the Association may, after affording the member an opportunity to be heard, suspend the voting rights of such member in the Association during any period of time when the member is in violation of any of the provisions of the Declaration and any other provision of the Association's governing documents (including, but not limited to, the failure to make any payment to the Association when due and payable under the terms of the Declaration or any other provisions of the governing documents.)

3. The directors may make such regulations as they deem advisable for any meeting of members, in regard to proof of membership in the Association, evidence of the right to vote, the appointment and duties of inspectors of votes, and such other matters concerning the conduct of the meeting as they shall deem fit.

## **ARTICLE VI** **BOARD OF DIRECTORS**

1. The number of directors constituting the initial Board of Directors is five, and the names of those persons who are to serve as the initial directors are:

Daniel H. Doctor of Reston, Virginia,  
Brian Hutchinson of Reston, Virginia,  
Graeme McCluggage of Reston, Virginia,  
William Outerbridge of Reston, Virginia,  
Verna Webb of Reston, Virginia.

2. The terms of the initial directors shall expire at the first annual meeting of members following incorporation, at which time the members shall elect two (2) directors for a term of three (3) years, two (2) directors for a term of two (2) years, and one (1) director for a term of one (1) year; and as the terms of such directors expire, new directors shall be elected for terms of three (3) years.

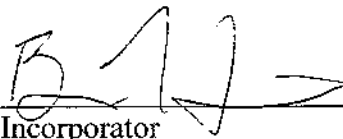
**ARTICLE VII**  
**DURATION**

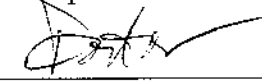
The corporation shall exist perpetually.

**ARTICLE VIII**  
**AMENDMENTS**

Amendment of these Articles shall require the assent of two-thirds (2/3) of the members of the Association by a vote at a duly convened meeting of members at which a quorum is present, in person or by proxy.

IN WITNESS WHEREOF, for the purpose of forming this nonstock corporation under the laws of the Commonwealth of Virginia, the undersigned, as incorporators, execute these Articles of Incorporation, this 26 day of MAY, 2011.

  
\_\_\_\_\_  
Incorporator

  
\_\_\_\_\_  
Incorporator

William F. Outerbridge  
Incorporator

Yenna W. Weeks  
Incorporator

Brian W. Chappin  
Incorporator

Incorporator