

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND,
December 2, 1977

The accompanying articles having been delivered to the State Corporation Commission on behalf of
Chaconas Estates Homes Association

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF INCORPORATION be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the clerk of the Circuit Court of Fairfax County

STATE CORPORATION COMMISSION

By Thomas P. Hamrick
Commissioner

VIRGINIA:

In the Clerk's Office of the Circuit Court of Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 16th day of December 1977 and is now returned to the State Corporation Commission by certified mail.

Lida A. Cape, deputy
Clerk

ARTICLES OF INCORPORATION
OF
CHACONAS ESTATES HOMES ASSOCIATION

In compliance with the requirements of Chapter 2 of Title 13.1 of the Code of Virginia, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a non-stock corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is CHACONAS ESTATES HOMES ASSOCIATION, hereafter called the "Association".

ARTICLE II

The initial registered office of the Association is located at 4084 University Drive, Fairfax, Virginia 22030, which is located in the City of Fairfax.

ARTICLE III

Daniel H. Shaner, who is a resident of Virginia and a member of the Virginia State Bar, and whose business address is 4084 University Drive, Fairfax, Virginia 22030, is hereby appointed the initial registered agent of the Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of residential lots, and to own, improve, maintain and preserve the Common Area within CHACONAS ESTATES SUBDIVISION, Fairfax County, Virginia, and to promote the health, safety and welfare of the residents within such area as may come within the jurisdiction of the Association and any additions thereto as may hereafter be brought within the jurisdiction

of the Association and any additions thereto as may hereafter be brought within the jurisdiction of this Association by annexation, as provided in Article IX herein, and for this purpose:

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 that certain Declaration of Covenants, Conditions, and Restrictions, hereinafter called the "Declaration", recorded or to be recorded in the Office of the Clerk of the Circuit Court of Fairfax County, Virginia, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

2. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

3. To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

4. To borrow money and with the assent of more than two-thirds (2/3) of each class of members, to mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred;

5. To dedicate, sell, transfer, or lease all or any part of the Common Area to any public agency, authority, utility, or entity formed for the purpose of providing recreation facilities for the owners of CHACONAS ESTATES SUBDIVISION or for such purposes and subject to such conditions as may be agreed to by the members. No such dedication, sale, transfer or lease shall

be effective unless assented to by more than two-thirds (2/3) of each class of members, agreeing to such dedication, sale, transfer or lease;

6. To participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of more than two-thirds (2/3) of each class of members; and

7. To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Stock Corporation Law of the Commonwealth of Virginia by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

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.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all those Owners as defined in Article V with the exception of the Class B Member. Class A members shall be entitled to one vote for each lot in which they hold the interest required for membership by Article V. When more than one person holds such interest in any lot, all such persons shall be members. The vote for 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.

Class B. The Class B member shall be SMC-VIRGINIA, INC., who shall be entitled to three (3) votes for each lot in which it holds the interest required for membership by Article V, provided that Class B membership shall cease and a Class A membership with one (1) vote for each lot in which he holds an interest shall be issued on the happening of either of the following events, whichever occurs earlier:

1. When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or
2. On January 1, 1985.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association and such number can be changed only by amendment of the Articles of Incorporation. The names and addresses of the persons who are to act in the capacity of the initial Board of Directors until the selection of their successors are:

John J. Sabourin, Jr.
4084 University Drive
Fairfax, Virginia 22030

Daniel H. Shaner
4084 University Drive
Fairfax, Virginia 22030

Frederick W. Hoybach
4084 University Drive
Fairfax, Virginia 22030

At the first annual meeting the members shall elect two Directors for a term of one year, two Directors for a term of two years and one Director for a term of three years; and as the terms of such Directors expire new Directors shall be elected for terms of three years.

ARTICLE VIII

LIABILITIES

The total amount of indebtedness or liability which this Association may incur at any one time shall not exceed 150

- 5 -

percent of its income for the previous fiscal year, provided that additional amounts may be authorized at a duly held meeting at which a quorum is present by the assent of more than two-thirds (2/3), in person or by proxy, of each class of members entitled to vote and provided further that this Article shall not be construed to prohibit the Association from acquiring real property subject to encumbrances for the purpose of financing facilities located on the real property so acquired.

ARTICLE IX

ANNEXATION OF ADDITIONAL PROPERTIES

Section 1. The Association may, at any time, annex additional areas and provide for maintenance, preservation and architectural control of residential lots, and so add to its membership under the provisions of Article V, provided, that any such annexation shall be authorized at a duly held meeting at which a quorum is present by the assent of seventy-five percent (75%) of each class of members entitled to vote.

Section 2. If within eight (8) years of the date of incorporation of this Association, the Class B member should develop and/or subdivide additional lands within that certain tract of land situated in Fairfax County, Virginia, more particularly described on the Fairfax County Property Identification Map 59-2 ((1)), or adjacent thereto, such additional lands may be annexed to said Properties without the assent of the Class A members.

ARTICLE X

AUTHORITY TO MORTGAGE

Any mortgage by the Association of the Common Area defined in the Declaration shall have the assent at a duly held meeting at which a quorum is present of more than two-thirds (2/3) of the votes, in person or by proxy, or each class of members entitled to vote.

ARTICLE XI

AUTHORITY TO DEDICATE

The Association shall have the power to dedicate or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members and approved by Statute, providing such dedication or transfer shall be approved by an affirmative vote at a duly called meeting at which a quorum is present of more than two-thirds (2/3) in person or by proxy, of each class of members entitled to vote.

ARTICLE XII

DISSOLUTION

The Association may be dissolved with the assent at a duly held meeting at which a quorum is present of more than two-thirds (2/3), in person or by proxy, of each class of members entitled to vote. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets, both real and personal, of the Association, shall be dedicated to an appropriate public agency to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XIII

DURATION

The Corporation shall exist perpetually.

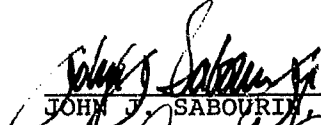
ARTICLE XIV

AMENDMENTS


Amendment of these Articles shall require the assent at a duly held meeting at which a quorum is present of seventy-five percent (75%) of the votes, in person or by proxy, entitled to be cast by the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the Commonwealth of Virginia, we the undersigned, constituting the incorporators of this Association,

have executed these Articles of Incorporation this 30 day of
November, 19 77.



JOHN J. SABOURIN, JR. (SEAL)



DANIEL H. SHANER (SEAL)



FREDERICK W. HOYBACH (SEAL)

JOHN T. HAZEL, JR.
 DUANE W. BECKHORN
 GRAYSON P. HANES
 DANIEL H. SHANER
 ARTHUR B. VIEREGG, JR.
 ROBERT A. LAWRENCE
 FREDERICK R. GARNER, JR.
 ROBERT J. MOYE
 TERRY B. LIGHT
 FRANCIS A. McDERMOTT
 JOHN J. SAROURIN, JR.
 HARRY L. MACPHERSON, III
 R. MARK DARE
 ALAN B. CROFT
 GAIL W. FEAGLES
 A. EVERETT HOEG, III

HAZEL, BECKHORN AND HANES

ATTORNEYS AT LAW

4084 UNIVERSITY DRIVE

P. O. Box 547

FAIRFAX, VIRGINIA 22030

AREA CODE 703
 273-6644

November 30, 1977



Thomas J. Moore, Esq.
 State Corporation Commission
 Box 1197
 Richmond Virginia 23209

Dear Mr. Moore:

Thank you for your letter of November 23, 1977 and enclosed herewith are the following:

1. Corrected Articles of Incorporation for Burgoyne Forest West Homes Association and accompanying checks in the amounts of \$62.00 and \$8.00;
2. Corrected Articles of Incorporation for McLean Station Homes Association and accompanying checks in the amounts of \$63.00 and \$9.00;
3. Articles of Incorporation of Chaconas Estates Homes Association and accompanying checks in the amounts of \$63.00 and \$9.00.

I would appreciate any effort on your part to expedite your review of these Articles.

Very truly yours,

HAZEL, BECKHORN AND HANES

Frederick W. Hoybach
 Frederick W. Hoybach

FWH:med
 Enc.

#50
 58
 #63

#9 Clk

DEC -5-77 2 SEC 4759*****50.00
 DEC -5-77 2 SEC 4759*****50.00
 DEC -5-77 5 SEC 4759*****50.00
 DEC -5-77 # SEC 4759**160474.00

Sec 9 Incorporation
Cir. Court,
Fairfax County
12-1-77
[Signature]

no reply 12-1-77

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
OFFICE OF THE CLERK

RICHMOND, VIRGINIA

December 2, 1977

\$ 63.00

RECEIVED OF

Mr. Frederick W. Hoybach
4084 University Drive
P. O. Box 547
Fairfax, Virginia 22030

Sixty-three and no/100-----DOLLARS

FOR Chaconas Estates Homes Association

on account of fees for incorporation:

Filing Fee, \$5.00; Charter Fee, \$50.00 Recording Fee, \$8.00

The certificate of incorporation was issued and
admitted to record in this office on the above date.

Respectfully,



Clerk of the Commission

cert. enc.

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

RICHMOND, VIRGINIA

December 2, 1977

To the Clerk of the **Circuit Court of Fairfax County**

I enclose check for \$ 9.00 to pay the cost of recording in your office the enclosed certificate and the accompanying articles for **Chaconas Estates Homes Association**

Please mail your receipt direct to

Mr. Frederick W. Hoybach
4084 University Drive
P. O. Box 547
Fairfax, Virginia 22030

As soon as the papers have been recorded, please return them to me by certified mail.

Respectfully,



Clerk of the Commission

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

APPOINTMENT OF REGISTERED AGENT AND ESTABLISHMENT OF REGISTERED OFFICE

EXPLANATION OF THIS FORM: Every corporation doing business in Virginia has a registered agent and a registered office. A change can be made only by filing this Form 18. A new Form 18 must be filed whenever there is a change in the name or business address of the agent or whenever the agent dies, resigns or ceases to be qualified. Form 18A must be filed when a corporation changes its name.

cessor is appointed. It is important for the corporation to know at all times who its registered agent is.

The registered agent is the person to whom official communications are sent and on whom legal process is served. It is his duty to forward all such papers to the proper offices of the corporation. He should not be appointed without his consent in writing.

DEFINITION OF WORDS: A new appointment does not become legally effective until this form has been filed by the Clerk of the State Corporation Commission. The word "OLD" will be used to describe the agent who remains the agent until this form has been filed. The word "NEW" will be used to describe the agent who will be the agent after this form has been filed. (Of course the "old" agent may be the same person as the "new" agent.) The same terminology will apply to the registered office.

The agent once appointed remains the agent until his suc-

STATEMENT

180474

- The name of the corporation is: Chaconas Estates Home Association
- The corporation is incorporated under the laws of the state of Virginia
- The name and address of the OLD registered agent and the OLD registered office were:
Daniel H. Shannon
Chaconas Estates Home Association
4084 University Dr., Fairfax, Va. 22030
- Its NEW registered agent is a resident of Virginia. His name is: Ms Pat Dewenter
[Item 4 must be completed even if same as shown in Item 3].
- The address of its NEW registered office is the same as the address of the Business Office of the NEW registered agent.
That address is: 7813 Antioch Street Annandale, 22003, Va.
(Number) (Street) (Post Office) (Zone)
- The NEW registered agent is an officer of the corporation or a director of the corporation or a member of the Virginia State Bar. [Check the applicable square or squares.]
If an officer, his title is: Vice President
- The new agent was appointed and the new office established by a resolution duly adopted by the board of directors of the corporation.
- Location of OLD and NEW registered offices: [Instruction for item 8: No place in Virginia is located in both a city and a county. (This is not true of any other state in the United States.) For jurisdictional purposes in bringing lawsuits, serving process, filing papers, etc., it is necessary to know which city or county the registered office is in. (If you do not know the name of the city or county, ask your registered agent to inform you.) Be sure to insert the words "city of" or "county of" because some cities and counties have the same name.]

(A) The OLD registered office was located in the City of Fairfax
(City or County)

(B) The NEW registered office is located in the County of Fairfax
(City or County)

I declare under the penalties of perjury that the facts stated herein are true.



Chaconas Estates Home Association
(Name of Corporation)

By [Signature]
Title President

This statement must be executed in the name of the corporation by the chairman or vice-chairman of the board of directors, the president or a vice-president and NOT BY ANY OTHER OFFICER. The registered agent may sign this statement if he changes his business address, and by signing, certifies that a copy has been mailed to the corporation.

FEES: Send one, two or three separate checks for fees of \$1.00 each in accordance with the fee schedule on the back of this form.