



*ORANGE HUNT SQUARE
HOMEOWNERS ASSOCIATION, INC.*

ARTICLES OF INCORPORATION

<http://orangehuntsquarehomeowners.com>

RESTATED ARTICLES OF INCORPORATION
OF
ORANGE HUNT SQUARE HOMEOWNERS ASSOCIATION, INC.

The corporation was established on December 7, 1977 by virtue of the provisions of Chapter 10, Title 13.1, Code of Virginia 1950 and acts amendatory thereof, for the purpose of and in the corporate name hereinafter mentioned, and to that end, do by these Restated Articles of Incorporation, set for the as follows to-wit:

ARTICLE I

The name of the corporation is **ORANGE HUNT SQUARE HOMEOWNERS ASSOCIATION, INC.**, hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at:

P.O. Box 2118, Springfield, Virginia 22152 (Fairfax County)

ARTICLE III

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 and preservation of the Lots and Common Areas within that certain tract of property described as:

**Orange Hunt Square, Sections 1 and 2, subdivision
Described as containing 130 lots
located in Fairfax County, Virginia, and
recorded in Deed Book 5023 Page 44**

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) 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, hereafter called the "Declaration", applicable to the property and to be recorded in the office of the Clerk of the Circuit Court, 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;

- (b) fix, levy, collect and enforce payment by 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;
- (c) 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;
- (d) borrow money, and with the lawful assent of each class of members, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) dedicate, sell or transfer all or any part of the Common Areas to any public agency, authority, for such purposes and subject to such conditions as may be lawfully agreed to by the members; provided, however, that at all times the open space shall remain as such;
- (f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Areas, provided that any such merger, consolidation or annexation shall have the lawful assent of each member;
- (g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Virginia Property Owners Act of the Commonwealth of Virginia by law may now or hereafter have or exercise.

ARTICLE IV 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.

ARTICLE V VOTING RIGHTS

The Association shall have one class of voting membership, Class A. All Owners shall be entitled to one vote for each Lot owned. When more than one person holds an 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. Any Class A member who is in violation of the Declaration, or remains more than thirty (30) days delinquent in payment of assessments, as determined by the Board of Directors in accordance with the provisions thereof and regulations established thereunder, shall not be entitled to vote during any period in which such violation or delinquency continues.

ARTICLE VI BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not more than five (5) nor less than three (3) Directors. The number of Directors may be changed by amendment of the Bylaws of the Association.

The Directors shall be elected by a majority vote of the membership and shall serve a term of one (1) year. Any vacancy occurring in the Board of Directors shall be filled by the affirmative vote of a majority of the remaining Directors, though less than a quorum of the Board of Directors. There shall be no ex-officio Directors.

ARTICLE VII OFFICERS

The Officers of the Association shall consist of a President, Vice-President, and a Secretary-Treasurer, who shall serve for a term of one (1) year and who shall be elected by the Board of Directors at their annual organizational meeting, which shall be held within 10 days of the annual meeting.

ARTICLE VIII PURPOSE

The Association shall be operated on a non-profit basis. In the event of dissolution of the Association, the assets shall not be distributed to the members, but shall be transferred to another organization having the same purpose as the Association. No part of net earnings of the Association shall inure to the benefit of any member or individual. No substantial part of the activities of the Association shall consist of the carrying on of propaganda or otherwise attempting to influence legislation. The Association shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

**ARTICLE IX
DISSOLUTIONS**

The Association shall exist in perpetuity unless dissolved as provided herein.

The Association may be dissolved at an Annual or Special Meeting b a vote of seventy-five percent (75%) of the Members of each Class as provided in Section 13.1-902, Code of Virginia, 1950 as amended. Written notice of such proposed action shall be sent to all Members no less than twenty-five (25) nor more than fifty (50) days prior to a meeting called for such purpose. Upon dissolution of the Association, the assets, both real and personal, of the Association shall be (i) granted, conveyed and assigned to any non-profit corporation, association or trust or other organization in activities substantially similar to those of the Association and which are qualified as exempt organizations under the Internal Revenue Code of 1954, or the corresponding provisions of any future United State Internal Revenue law, or (ii) dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association; provided, however, that nay such dedication shall require the affirmative vote of seventy-five percent (75%) of the votes then held by all Class A Members.


**ARTICLE X
DURATION**

The duration of the Association shall be perpetual.

**ARTICLE XII
AMENDMENTS**

Amendment of these articles shall required the affirmative vote of fifty-one percent (51%) of the votes then entitled to be cast by all Class A Members.

IN WITNESS WHEREOF, the undersigned, President of Orange Hunt Square Homeowners Association, Inc. has set his hand and seal as of this 26 day of February, 1993.


Michael Bryan, President