

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we ARCHIBALD E. FENYON, JR.
JAMES V. AUKERMAN, PAULA A. PARKS, ELIZABETH G. WILKINSON,
and DIANA W. SMITH

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of
LAND-N-SEA COMPOUND I PROPERTY OWNERS ASSOCIATION

THIRD. Said corporation is constituted for the purpose of
See Exhibit A attached

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

- (a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;
- (b) to sue and be sued in its corporate name;
- (c) to have and use a common seal and alter the same at pleasure;
- (d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;
- (e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;
- (f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000); provided, however, that the foregoing limitation shall not apply to corporations organized for the purposes of fostering, encouraging and assisting the physical location, settlement or resettlement of industrial and manufacturing enterprises within the state, and to whose members no profit shall ensue. If any corporation subject to the foregoing limitation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto

(Over)

FOURTH. Said corporation shall be located in South Kingstown, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH. See Exhibit B attached

SIXTH.

SEVENTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this

27th

day of

June

A. D. 1980

NAME	RESIDENCE
<i>[Signature]</i>	89 Pine Hill Road
<i>[Signature]</i>	Wakefield, Rhode Island
James V. Aukerman	10 Linden Drive
<i>[Signature]</i>	Kingston, Rhode Island
Paula A. Parks	57 Cormorant Road
<i>[Signature]</i>	Wakefield, Rhode Island
Elizabeth G. Wilkinson	520 Tupelo Road
<i>[Signature]</i>	Wakefield, Rhode Island
Diana W. Smith	11 Narragansett Avenue
	Wakefield, Rhode Island

STATE OF RHODE ISLAND, }
COUNTY OF WASHINGTON }

In the City
Town

of South Kingstown

in said county this 27th day of June A. D. 1980, then

personally appeared before me ARCHIBALD B. KENYON, JR.,

JAMES V. AUKERMAN, PAULA A. PARKS, ELIZABETH G. WILKINSON

and DIANA W. SMITH,

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

[Signature]
Notary Public.
JEAN M. CLARKE
Comm exp. 6-30-81

✓ 167

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

LAND-N-SEA COMPOUND I

PROPERTY OWNERS ASSOCIATION

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FILED IN THE OFFICE OF THE
SECRETARY OF STATE
JUL 11 1930

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See

EXHIBIT A

A. To care for, maintain and repair the "OPEN SPACE-LOT A", (hereinafter referred to as the "Common Land") as laid out and delineated on that plat entitled "LAND-N-SEA Located in the Town of South Kingstown, Washington County, State of Rhode Island, Property of Joseph J., Jr. and Frances T. Young, design by Patrick E. Brady Landscape Architect Platted by Joseph W. Frisella Civil Engineer January 30, 1979, Scale 1" = 100'; 1" = 30.480 M," (hereinafter referred to as "said plat"), and the easements and rights of way referred to in "Declaration of Restrictions Imposed Upon Land-N-Sea, Located in the Town of South Kingstown, Washington County, State of Rhode Island, Property of Joseph J., Jr. and Frances T. Young Design by Patrick E. Brady, Landscape Architect Platted by Joseph W. Frisella, Civil Engineer January 30, 1979, Scale 1" = 100', 1" = 30.480 M," or any part thereof; and to construct, repair, rebuild and maintain structures or facilities for conservation and recreational purposes on said "Common Land".

B. To construct, repair, rebuild, care for and maintain the "50' Right of Way" shown on said plat.

C. To appoint such committees as may be necessary to, or convenient in, the Organization discharging the duties entrusted to it.

D. To provide for the payment of taxes and assessments, if any, that may be levied against the Organization by any governmental authority upon the "Common Land".

E. To levy an annual charge and special assessments upon the members of the Organization and to sue to collect any of such charges and assessments that are not paid. Said annual charge shall be fixed at an equal amount for each numbered platted lot on said plat and shall be fixed at an annual meeting of the Organization. The annual charge shall be fixed by a majority vote of the members present and voting at the annual meeting. Special Assessments, except as hereinafter provided for the construction of new improvements and the maintenance and expenses

for new improvements, shall be fixed at an equal amount for each numbered platted lot and shall be fixed at an annual or special meeting of the Organization. Special assessments, except as hereinafter provided for the construction of new improvements and the maintenance and expenses for new improvements, shall be fixed by a majority vote of the members present and voting at the meeting of the members of the Organization. Special assessments for the construction of new improvements shall require an affirmative vote of Eighty (80%) Percent or more of the members eligible to vote at the meeting.

If Eighty (80%) Percent or more of the eligible votes do vote to make a new improvement costing in excess of ONE THOUSAND (\$1,000.00) DOLLARS to the common areas and facilities, the cost of such new improvement shall be borne solely by the owners of the lots so voting. The maintenance and operating expenses for the new improvement and the cost of the taxes for the new improvement assessed to the owners of the lot who did not vote to construct the new improvement shall be fixed at an equal amount for each numbered platted lot that voted in favor of the construction of the new improvement and shall be fixed at an annual or special meeting of the Organization.

Any assessments which are not paid when due shall be delinquent. If the assessment is not paid when due, the assessment shall bear interest from the date of delinquency at the rate of Twelve (12%) Percent per annum, and the Association may bring an action at law against the member obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable Attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the easements and Common Area and facilities or abandonment of his Lot.

F. To expend the moneys collected by the Organization from assessments or charges, and other sums received by the Organization, for the payment and discharge of all proper costs, expenses and obligations incurred by the Organization carrying

out all or any of the purposes for which the Organization is formed.

G. To borrow money and to give, as security therefor, a mortgage or other security interest in any or all real or personal property owned by the Organization, or pledge of moneys to be received under Paragraph E hereof.

H. To enforce charges, easements, restrictions, conditions, covenants and servitudes existing upon and created for the benefit of the "Common Land" and the streets and pedestrian easements; to enforce the decisions and rulings of the Organization; and to pay all expenses in connection therewith.

I. To acquire by gift, purchase, or other means, to own, hold and enjoy, lease, operate, maintain, convey, sell, transfer, mortgage or otherwise encumber, or dedicate for public use, real or personal property in connection with the business of the Organization.

J. To do all things necessary and proper to accomplish the foregoing purposes.

EXHIBIT B

1. Each Owner of a numbered platted lot on said plat, who has paid the assessments on his lot, shall be entitled to one vote at any meeting of the Organization. The vote attributable to each numbered platted lot in the Development shall be cast as follows:

A. If the lot is owned by one person, the vote shall be cast by that one person.

B. If the lot is owned by more than one person, either as Tenants in Common, as Joint Tenants, or as Tenants by the Entirety, the vote attributable thereto shall be deemed properly cast if cast by any one of the tenants in the absence of any objection, or contrary vote, by any other of them.

C. If a lot is owned by more than one person, either as Tenants in Common, as Joint Tenants, or as Tenants by the Entirety, and if two (2) or more of them desire that the vote attributable to that lot be cast in different ways, or one of them desires that it not be cast, then the vote attributable thereto shall be deemed properly cast if cast by not less than a majority in number of the tenants.

2. Each person or entity who is a record owner of a fee or undivided fee interest in Lot 1, 2, 3, 4, 5, 6, 7, 8, 9 or 10 on said plat 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.