

ARTICLES OF INCORPORATION  
OF  
RIVER RIDGE ASSOCIATION, INC.

This is to certify that we, the undersigned incorporators, desire to and do hereby associate ourselves to establish a non-stock corporation under the provisions and subject to the requirements of section 13.1-201, et sequence, code of Virginia 1950, as amended (Virginia Non-Stock Corporation Act), and we, by these our Articles of Incorporation, set forth as follows.

- 1 –

The name of the corporation shall be RIVER RIDGE ASSOCIATION, INC.

- 2 –

The registered Agent of the corporation shall be E. WARREN MATTHEWS, 115 West Danville Street, South Hill in Mecklenburg County, Virginia, who is a resident of the Commonwealth of Virginia and a member of the Virginia State Bar.

- 3 –

The address of the Registered Office of the corporation shall be 115 WEST DANVILLE STREET, SOUTH HILL, IN MECKLENBURG COUNTY, VIRGINIA.

- 4 –

The purpose of this corporation shall be to administer and maintain the community properties and facilities of River Ridge Golf and Camping Club, located in Lacrosse Magisterial District, Mecklenburg County, Virginia; to implement and enforce the “Declaration of Protective Covenants and Agreements’ made by Tanglewood Land Company, Inc., June 21, 1972, of record in the Clerk’s Office of the Circuit Court of Mecklenburg County, Virginia, in Deed Book 220, Pages 609-630, including all amendments, additions and/or supplements thereto as may from time to time be promulgated by the said Tanglewood Land Company, Inc. as the same relate to the subdivision known as River Ridge Golf and Camping Club, as provided in said Declaration of Protective Covenants and Agreements; to collect and disburse the assessments and charges set forth in said Declaration of Protective Covenants and Agreements, any additions, amendments and/or alterations thereto, and to cooperate with public officials in planning and facilitating such zoning ordinances and such rules and regulations as may be hereafter promulgated by lawful authority which relate to the said River Ridge Golf and Camping Club.

- 5 -

The membership in this corporation shall be limited to those persons owning one or more original lots or parcels of land in River Ridge Golf and Camping Club, and the owner or owners of each individual, original lot shall be entitled to one vote per lot without regard to the number of persons having an ownership interest in each such individual lot. Proxy votes shall be permitted at any regular or special meeting of the membership and a majority of those present in person or by proxy at any duly called meeting of said membership shall constitute a quorum for the purpose of electing directors and transacting such other business as may come before said meeting.

- 6 -

There shall be one class of membership in this corporation.

- 7 -

This corporation is founded and is to be operated exclusively for the establishment, construction, renovation and administration of the community properties and facilities of River Ridge Golf and Camping Club, including those facilities and properties heretofore developed by Tanglewood Land Company, Inc. or hereafter made by the said Tanglewood Land Company, Inc. or its duly authorized agents, seccessors or assigns, and all monies coming into the corporation shall be used exclusively for the payment of any such existing facilities and for the construction, maintenance and/or improvements of existing facilities or facilities hereinafter erected, including but not limited to streets, roads, drives, parks, beaches, piers, swimming pools, playgrounds, golf courses and lakes, and for the enforcement of the terms and provisions set forth in the Declaration of Protective Covenants and Agreements as aforesaid and any additions, amendments and alterations thereto. No member, officer or director shall receive any salary, profit, dividend or compensation by virtue of his membership, provided, however, that nothing herein shall be construed to prevent any such member, officer or director from being compensated for actual services rendered or materials furnished to the said corporation at the then reasonable and fair market value therefor.

- 8 -

The corporation shall have perpetual existence.

- 9 -

The corporation shall have all such general power as may be necessary to carry out its purposes and all such general power as may be incident to the powers specifically granted herein, but not in conflict with the other provisions of these Articles of Incorporation or the laws of the Commonwealth of Virginia.

- 10 -

The number of directors constituting the initial Board of Directors shall be three, and they shall manage the affairs of the corporation for three (3) years from and after the date of incorporation, and said Directors need not be members of the corporation.

- 11 -

The names and addresses of the three members of the initial Board of Directors are as follows:

Pettus H. Rudd	Bracey, Virginia
J. Lawson Jones	Clarksville, Virginia
E. Warren Matthews	South Hill, Virginia

- 12 -

The initial By-Laws shall be made and adopted by the majority vote of the foregoing Directors, and thereafter may be amended, altered or rescinded from time to time by a majority vote of the Directors as by the By-Laws so made and provided.

IN WITNESS WHEREOF, we do hereunto affix our hands and seals on this 1<sup>st</sup> day of May, 1973.

Signed by:     Pettus H. Rudd  
                  J. Lawson Jones  
                  E. Warren Matthews

*Articles of Incorporation are on file with Virginia State Corporation Commission, Clerk's Information System (<https://cis.scc.virginia.gov>)*