

ARTICLES OF INCORPORATION

BOOK 49 PAGE 304

OF

GLENCANNON COMMUNITY ASSOCIATION

In compliance with the requirements of Title 13.1, Chapter 2, of the 1950 Code of Virginia, as amended, the undersigned hereby associate to form a non-stock Association, not for profit, and to that end set forth the following:

ARTICLE I

The name of the Association is Glencannon Community Association.

ARTICLE II

The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members. The purposes for which it is formed are:

To promote the interests of the owners of properties within that certain tract of property to be known as Glencannon, located in Centreville District, Fairfax County, Virginia, described by metes and bounds as follows:

BEGINNING at a point on the Southerly line of Lawyers Road (Route #673), said point marking the northeasterly corner of Effie V. Kearns; thence with the said line of Lawyers Road, S 55° 38'13" E, 679.53 feet to a point marking the Northwesterly corner of T. Everett Virts; thence with the Westerly line of the said Virts, S 24° 54'55" W, 455.60 feet to a point marking the Southwesterly corner of the said Virts; thence with the Southerly and Easterly lines of Virts S 59°28'33" E, 368.15 feet and N 24°54'55" E, 447.69 feet to a point on the aforementioned line of Lawyers Road; thence with the said Southerly line of Lawyers Road the following courses: S 55°31'04" E, 654.48 feet; S 51°10'24" E, 102.74 feet; S 34°46'51" E 204.64 feet and S 42°20'47" E, 133.48 feet to a point marking the Northwesterly corner of Kidwell; thence departing from Lawyers Road with the Westerly line of Kidwell, S 13°40'06" W, 577.00 feet to a point marking the Southwesterly corner of the said Kidwell; thence with the Southerly line of Kidwell, S 55°36'58" E, 120.00 feet to a point on the Westerly line of Daymude; thence with the said line of Daymude the following courses: S 30°14'09" W, 297.41 feet; S 39°15'10" W, 76.02 feet and S 25°19'55" W, 314.15 feet to a point marking the Northeasterly corner of Little Vienna Estates, Section Two; thence with the Northerly line of the said Little Vienna Estates, N 77°

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58°57" W, 1882.43 feet to a point marking the Northwest corner of Lot 64 of the said Little Vienna Estates; thence with the Easterly line of Lots 50, 51, 52 and 63 of the said Little Vienna Estates and continuing with Spangler, Hunters Valley East and a part of the Easterly line of McCloud, N 4°23'10" E, 1731.71 feet to a point marking the Southwesterly corner of the aforementioned Kearns; thence with the Southerly and Easterly lines of Kearns S 76°40'24" E, 400.15 feet and N 1°25'18" W, 481.36 feet to the point of beginning. Containing 80.96061 acres of land:

hereinafter referred to as "The Properties", and for this purpose:

(a) To own, acquire, build, hold, improve, sell, convey, lease, dedicate to public use, operate, and maintain recreation areas, parks, playgrounds, common streets and parking areas including buildings, structures and personal property incident thereto, hereinafter referred to as "The Common Properties and Facilities";

(b) To fix, levy, collect, and enforce payment by any lawful means of charges and assessments against The Properties;

(c) To enforce any and all covenants running with the land and restrictions applicable to The Properties in any lawful manner, and to perform all of the duties and obligations of the Association set forth in any Deed of Dedication and Declaration of Covenants, Conditions and Restrictions recorded, or to be recorded in the Clerk's Office of the Circuit Court of Fairfax County, Virginia.

(d) To pay taxes, if any, on the Common Properties and Facilities and to pay 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 properties of the Association.

(e) To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(f) Insofar as permitted by law, to do any other thing that in the opinion of the Board of Directors will promote the common benefit and enjoyment of the residents of The Properties.

ARTICLE III

Every person or entity who is a record owner of a fee, or undivided fee, interest of any lot included within The Properties shall be a Member of the Association; provided that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a Member. Ownership of the requisite property interest shall be the sole qualification for membership. The Board of Directors shall select the membership, and upon evidence being presented to said Board by the applicant of its ownership of a Lot embraced within the aforementioned tract of ground, said applicant shall be admitted to membership.

ARTICLE IV

The Association shall have two classes of voting membership:

Class A. Class A Members shall be all those owners as defined in ARTICLE III with the exception of Class B Members. Class A Members shall be entitled to one vote for each Lot in which they hold the interest required for membership in ARTICLE III. When more than one person holds such interest or interests in any Lot, all such persons shall be Members, and 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 one Lot.

Class B. Class B Members shall be Vienna Development Corporation, a Virginia corporation, and any successor to all or substantially all of the business of developing the subdivision to be known as, Glencannon, in Centreville District, Fairfax County, Virginia. The Class B Members shall be entitled to five votes for each Lot in which it holds the interest required for membership under ARTICLE III, provided that the Class B membership shall cease and determine on the happening of either of the following events, whichever occurs first:

(a) When the total votes outstanding in the Class A membership equals or exceeds the total votes outstanding in the Class B membership; or

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(b) On January 1, 1971.

ARTICLE V

The affairs of the Association shall be managed by a Board of Directors consisting of four members who shall hold office until the election of their successor or successors.

The Board of Directors may, from time to time, by amendment to the By-Laws, increase the number of Directors and upon such increase the Board shall appoint successors to serve until the next annual meeting of the members of the Association. At the next annual meeting the Board of Directors shall be elected by the members casting votes in the proportion to which they are entitled, as set forth in ARTICLE IV.

ARTICLE VI

The post office address of the initial registered office of the Association is 1415 North Court House Road, Arlington, Virginia. The name of its initial registered agent is Thomas G. Mays, who is a member of the Virginia State Bar and a resident of Virginia, whose business office is 1415 North Court House Road, Arlington, Virginia, located in the County of Arlington, Virginia.

ARTICLE VII

The Association shall exist perpetually.

ARTICLE VIII

The Association may be dissolved only with the assent given in writing and signed by the Members entitled to cast more than two-thirds of each class of its membership. Written notice of a proposal to dissolve setting forth the reasons therefor and the disposition to be made of the assets (which shall be consonant with ARTICLE IX hereof) shall be mailed to every Member not less than ten (10) days nor more than fifty (50) days in advance of any action taken.

ARTICLE IX

Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be

devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any Member vested in him under the recorded covenants and deeds applicable to The Properties unless made in accordance with the provisions of such covenants and deeds.

ARTICLE X

To the extent permitted by law, the Association may participate in mergers and consolidations with other non-profit Associations organized for the same purposes, provided that any such mergers or consolidations shall require the assenting votes cast at a duly held meeting of more than two-thirds (2/3) of the entire Class A membership and more than two-thirds (2/3) of the entire Class B membership, if any, and more than two-thirds (2/3) of the votes entitled to be cast by members present or represented by proxy at the meeting.

ARTICLE XI

Any mortgage by the Association of the Common Properties and Facilities shall have the assenting votes at a duly held meeting of more than two-thirds (2/3) of the entire Class A membership and more than two-thirds (2/3) of the entire Class B membership, if any, and shall be in accordance with 13.1-246 of the Virginia Code.

ARTICLE XII

These Articles may be amended in accordance with the law, provided that the voting and quorum requirements specified for any action under any provision of these Articles shall apply also to any amendment of such provision, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded covenants and restrictions applicable to The Properties namely, voting rights, membership and use of

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Common Properties, which are part of the property interest created thereby, provided said exemptions from amendment shall not be contrary to the laws of the State of Virginia.

ARTICLE XIII

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Constantine G. Yeonas	2711 North Fillmore Street, Arlington, Virginia 22207
Jerold E. Williamson	9220 Villa Drive, Bethesda, Maryland 20034
Charles R. Sheffield	8705 Southern Pines Court, Vienna, Virginia 22180
Ronald A. Steinacker	240 Cedar Lane, Vienna, Virginia 22180

ARTICLE XIV

The names and addresses of those persons who are to act as directors until the election of their successors are:

<u>Name</u>	<u>Address</u>
Constantine G. Yeonas	2711 North Fillmore Street, Arlington, Virginia 22207
Jerold E. Williamson	9220 Villa Drive, Bethesda, Maryland 20034
Charles R. Sheffield	8705 Southern Pines Court, Vienna, Virginia 22180
Ronald A. Steinacker	240 Cedar Lane, Vienna, Virginia 22180

WITNESS our hands and seals this 15th day of November 1968.

Constantine G. Yeonas (SEAL)
Constantine G. Yeonas

Jerold E. Williamson (SEAL)
Jerold E. Williamson

Charles R. Sheffield (SEAL)
Charles R. Sheffield

Ronald A. Steinacker (SEAL)
Ronald A. Steinacker

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

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AT RICHMOND,
November 21, 1968

The accompanying articles having been delivered to the State Corporation Commission on behalf of

Glencannon Community 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 Arlington County

STATE CORPORATION COMMISSION

By *James Wilson*
Chairman

VIRGINIA:

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

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 29th day of November, 1968 and is now returned to the State Corporation Commission by certified mail.

A. Bruce Dyer
Clerk