

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE.

JUN 14 1996

Jim Miles
SECRETARY OF STATE OF SOUTH CAROLINA

SECRETARY OF STATE
NONPROFIT CORPORATION
ARTICLES OF INCORPORATION

Jim Miles
SECRETARY OF STATE
FILED
JUN 14 1996
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- Instructions:**
- (1) Must be typewritten or printed
 - (2) Must file this original and one copy.
 - (3) Must include \$25 fee payable to the Secretary of State.
 - (4) Should your articles be refused, you will receive written notification within five days.

1. The name of this corporation is (33-31-401) Ocean Oaks Property Owners' Association, Inc.

2. The initial registered office of the corporation is:

<u>92 Broad Street</u>	<u>Charleston</u>	<u>Charleston</u>
Street Address	City	County

South Carolina 29401

State, Zip Code

[The complete address is required by SC Code 33-31-202(a)3]

3. The name of the registered agent at the above office is:

Leonard L. Long, Jr.

4. Check either (a), (b), or (c). Check only one box.

The nonprofit corporation is a public benefit corporation.

The nonprofit corporation is a religious corporation.

The nonprofit corporation is a mutual benefit corporation.

5. Check (a) or (b), whichever is applicable:

This corporation will have members who will vote for the board of directors. See Section 33-31-202(a)5.

This corporation will not have members.

6. The address of the principal office of the nonprofit corporation is:

One Kiawah Island Parkway
Street Address

Kiawah Island Charleston SC 29455
City, County, State, Zip Code

[The complete address is required by SC Code 33-31-202(a)7]

7. If the corporation is either public benefit or religious, complete either (a) or (b) below. Do not check both. [This information is required by 33-31-202(a)6]

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Upon dissolution of the corporation, consistent with law, the remaining assets of the corporation shall be distributed to:

8. If the corporation is a mutual benefit corporation, complete either (a) or (b) to describe how the assets of the corporation will be distributed upon dissolution of the corporation.

Upon dissolution of the mutual benefit corporation, the assets shall be distributed to its members, or if it has no members, to those persons to whom the corporation holds itself out as benefiting or serving.


Upon dissolution of the mutual benefit corporation, the assets, consistent with law, shall be distributed to Kiawah Island Community Association, Inc., a South Carolina non-profit corporation.

9. Please include any optional provisions which the nonprofit elects to include in these articles of incorporation. See Section 33-31-202(b) through 33-31-202(e).

10. The name and address of each incorporator is as follows:

Matthew J. Norton, 200 Meeting Street, Suite 301, Charleston, SC 29401

[This information is required by SC Code 33-31-202(a)4]

11. 
Incorporator's Signature [33-31-202(d)] Matthew J. Norton

12. N/A
Signature of any director named in these articles

N/A
Director's Name (typed)

6/14/96
Date and Time

The State of South Carolina



Office of Secretary of State Jim Miles Certificate of Incorporation, Nonprofit Corporation

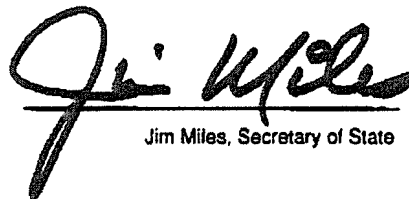
I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

OCEAN OAKS PROPERTY OWNERS' ASSOCIATION, INC.,

a nonprofit corporation duly organized under the laws of the state of South Carolina on June 14th, 1996, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed a Declaration and Petition for Incorporation of a nonprofit corporation for Religious, Educational, Social, Fraternal, Charitable or other eleemosynary purpose.

Now, therefore, I Jim Miles, Secretary of State, by virtue of the authority in me vested, by Chapter 31, Title 33, Code of 1976 and Acts amendatory thereto, do hereby declare the organization to be a body politic and corporate, with all the rights, powers, privileges and immunities, and subject to all the limitations and liabilities, conferred by Chapter 31, Title 33, Code of 1976 and Acts amendatory thereto.

Given under my Hand and the Great Seal of
the State of South Carolina this 14th day of
June, 1996.


Jim Miles, Secretary of State

Note: This certificate does not contain any representation concerning fees or taxes owed by the Corporation to the South Carolina Tax Commission or whether the Corporation has filed the annual report with the Tax Commission. If it is important to know whether the Corporation has paid all taxes due to the State of South Carolina, and has filed the annual reports, a certificate of compliance must be obtained from the Tax Commission.