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Secretary of the Commonwealth

Return to: Wanda S. Whare
Nikolaus & Hohenadel, LLP
212 North Queen Street
Lancaster, PA 17602

**ARTICLES OF INCORPORATION – DOMESTIC NONPROFIT
CORPORATION**

DSCB: 15-5306 (Rev 89)

In compliance with the requirements of 15 Pa.C.S. §5306 relating to Articles of Incorporation, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

1. The name of the Corporation is: “Woods Edge of Elizabethtown Homeowners Association, Inc.,” hereinafter called the “Association.”

ARTICLE II

2. The address of the Corporation and its initial registered office in this Commonwealth is 48 South Market Street, Elizabethtown, PA 17022.

ARTICLE III

3. The Association is incorporated under the provisions of the Nonprofit Corporation Law of 1988.

ARTICLE IV

4. When used in these Articles of Incorporation, the following terms shall be defined as follows:

a. "Common Elements" includes the Common Facilities and the Controlled Facilities.

b. "Common Facilities" shall mean the real estate within the Development owned by the Association.

c. "Controlled Facilities" shall mean and refer to any facilities benefiting the Development that are not located with the area devoted to Common Facilities but are controlled and managed by the Association pursuant to the Declaration, but only maintained, repaired, insured, improved or replaced as provided herein. Controlled Facilities shall also include "Limited Controlled Facilities" as defined herein, and the exterior of each unit including the roofs thereof.

d. "Declarant" shall mean Woods Edge of Elizabethtown, LLC, developer of the Development. The Declarant is also the "Incorporator" as that term is construed under the Nonprofit Corporation Law of Pennsylvania. The address of the Incorporator is 48 South Market Street, Elizabethtown, PA 17022.

e. "Declaration" shall refer to the Woods Edge Declaration of Covenants, Conditions, Easements and Restrictions intended to be imposed by Declarant on all Property within the Development which has either been recorded in the Office of the Recorder of Deeds of Lancaster County, Pennsylvania, or is intended for recording by Declarant, as it may from time to time be amended.

f. "Development" shall refer to the development set forth on the Final Subdivision/Land Development Plan for Woods Edge of Elizabethtown, prepared by DC Gohn Associates, Inc., dated June 7, 2006, last revised August 14, 2006, and recorded November 22, 2006, in the Office of the Recorder of Deeds in and for Lancaster County, Pennsylvania in Subdivision Plan book J-229, Page 25 (the "Final Plan").

g. "Limited Common Facilities" shall mean Common Facilities that are available for the exclusive use of one or more but fewer than all of the Units.

h. "Limited Controlled Facilities" shall mean the Controlled Facilities that are for the exclusive use of one or more but fewer than all of the Units and may include the exterior of each Unit and the roof thereof.

i. "Owner" is the record owner, whether one or more persons or entities, of a fee simple title to any Unit, individuals having an equitable interest in a Unit under the terms of an installment sales agreement, but excluding those having such interest merely as security for the performance of an obligation.

j. "Property" refers to the real property located in the Township of West Donegal, Lancaster County, Pennsylvania as more fully described in the Declaration.

k. "Unit" means a part of the Property designed or intended for residential use, including both the building footprint and the semidetached dwelling erected thereon. There are a total of 58 Units, numbered 1-58 inclusive, to be constructed within a total of 29 buildings.

ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION

5. This Association is organized on a non-stock basis and does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are (1) to provide for maintenance, preservation, and architectural control of the Units within the Property, (2) to regulate the use, maintenance, repair, replacement, and modification of the Common Facilities in accordance with the Final Plan and the Declaration, (3) to enforce Unit owner maintenance of the Controlled Facilities and the Limited Common Facilities in accordance with the Final Plan and the Declaration, and (4) to promote the health, safety, and welfare of the residents of Woods Edge, Elizabethtown, Lancaster County Pennsylvania. To this end the Corporation shall have the power 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 the Declaration, said Declaration's being incorporated herein as if set forth at length; and

b. Have and to exercise any and all powers, rights, and privileges which a Corporation organized under the Nonprofit Corporation Law of 1988 of the Commonwealth of Pennsylvania by law, may now or hereafter have or exercise.

ARTICLE VI
MEMBERSHIP

6. Every person or entity who is a record owner of a fee simple interest in any Unit and/or has an equitable interest in any Unit under the terms of an installment sales agreement 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 Unit.

ARTICLE VII
NON-STOCK CORPORATION

7. The Association is to be organized on a non-stock basis.

ARTICLE VIII
DISSOLUTION

8. The Association may be dissolved with the assent given in writing and signed by members owning at least Eighty percent (80%) of the Units. Upon dissolution of the Association, other than incident to a merger or consolidation, the Common Facilities of the Association shall be dedicated to the Township of West Donegal, Pennsylvania, or its designee, as provided in the Declaration to be used for purposes similar to those for which this Association was created. All other assets and, in the event that such dedication is refused acceptance, the Common Facilities, shall be disposed of as provided by the Nonprofit Corporation Law of 1988 and the Pennsylvania Uniform Planned Community Act, as such acts may from time to time be amended, and other applicable law.

ARTICLE IX
DURATION

9. The corporation shall exist perpetually.

ARTICLE X
INCORPORATORS

10. The name and address of each incorporator is:

Woods Edge of Elizabethtown, LLC
48 South Market Street
Elizabethtown, PA 17022

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the Commonwealth of Pennsylvania, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this ____ day of _____, 200__.

Woods Edge of Elizabethtown, LLC

Attest:

Signed Copy On File & Recorded _____:

By: Signed Copy On File & Recorded _____ (Seal)
Robert L. Gruber, member

Signed Copy On File & Recorded _____ (Seal)
Ronald H. Rohrer, member