

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF LAKE SALISBURY ASSOCIATION**

The corporation hereby files these Amended and Restated Articles of Incorporation under the provisions of Section 13.1-710 of the Code of Virginia of 1950 (as amended) and hereby sets forth the following:

ARTICLE I

The name of the corporation is Lake Salisbury Association.

ARTICLE II

The purposes for which the corporation is organized are to transact any and all lawful affairs, not required to be specifically stated in the Articles of Incorporation, for which corporations may be incorporated under Chapter 10 of Title 13.1 of the Code of Virginia, 1950, as amended.

The corporation is organized exclusively for charitable purposes under § 501(c)(7) of the Internal Revenue Code or corresponding section of any future federal tax code

Notwithstanding any of the provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under § 501(c)(7) of the Internal Revenue Code, 1986, as amended.

No part of the assets or net earnings of the Association shall inure to the benefit of, or be distributable to, any private individuals (except that

reasonable compensation may be paid for services rendered to or for the Association affecting one or more of its purposes and benefits may be conferred that are in conformity with its purposes), and no member, director or officer of the Association, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Association. No substantial part of the activities of the Association shall be carried on for propaganda, or otherwise attempting, to influence legislation, and the Association shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE III

The members of the corporation shall be those set forth in its by-laws and elected to membership by a majority vote of the directors.

ARTICLE IV

The address of the corporation's registered office is 13303 Torrington Drive, Midlothian, Virginia 23113, which is located in the County of Chesterfield.

The name of its registered agent at that office is Wickliffe S. Lyne, who is a resident of Virginia and officer and director of the corporation.

ARTICLE V

The number of directors constituting the Board of Directors is five (5) and the names and addresses of the persons who are serving as the directors are:

Harold L. Ellis, III
1701 Oakengate Lane
Midlothian, VA 23113

John Montague
2300 Cranbourne Road
Midlothian, VA 23113

Wickliffe S. Lyne
13303 Torrington Drive
Midlothian, VA 23113

Walter L. Burnette
1700 Oakengate Lane
Midlothian, VA 23113

Michael White
1715 Oakengate Lane
Midlothian, VA 23113


The number of directors may be decreased according to provisions contained in the bylaws; however, the number of directors may be increased only by a vote of a majority of the members present at a duly called meeting. All additional or successor directors shall be elected by those serving as directors of the corporation at the time of the election.

ARTICLE VI

The corporation shall remain a nonstock corporation and shall not be authorized to issue any stock.

Date: June 27, 2013

LAKE SALISBURY ASSOCIATION

By 
Harold L. Ellis, III, its President

**ARTICLES OF RESTATEMENT OF
LAKE SALISBURY ASSOCIATION**

The undersigned, on behalf of the nonstock corporation set forth below, pursuant to Title 13.1, Chapter 10, Article 10 of the Code of Virginia, states as follows:

1. The name of the corporation immediately prior to restatement is Lake Salisbury Association. The restatement contains an amendment to the articles of incorporation.

2. The text of the Amended and Restated Articles of Incorporation is attached hereto.


3. The foregoing amendments were proposed by the corporation's board of directors, which found adoption of the Amendments to be in the corporation's best interest, and directed that they be submitted to a vote at the meeting of the corporation's members held April 23, 2013.

4. On April 23, 2013, the Amended and Restated Articles of Incorporation were approved by the corporation's members as follows:

<u>Number of</u> <u>Members Voting</u>	<u>Total</u> <u>Votes FOR</u>	<u>Total</u> <u>Votes AGAINST</u>
74	74	0

5. The Certificate of Amended and Restated Articles of Incorporation shall become effective the date of issuance by the Commission (see § 13.1-606).

Executed in the name of the corporation by:



Harold L. Ellis, III

Date: June 27, 2013
Title: President

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, AUGUST 19, 2013

The State Corporation Commission has found the accompanying articles submitted on behalf of

LAKE SALISBURY ASSOCIATION

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

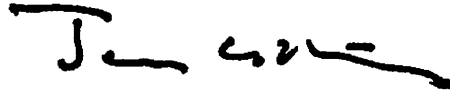
CERTIFICATE OF RESTATEMENT

be issued and admitted to record with the articles of restatement in the Office of the Clerk of the Commission, effective August 19, 2013.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



James C. Dimitri
Commissioner

13-07-25-0011
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