

ARTICLES OF RESTATEMENT  
OF  
PLEASANT POINTE PROPERTY OWNERS ASSOCIATION OF VIRGINIA, INC.

A. The undersigned corporation, pursuant to Title 13.1, Chapter 10 of the Code of Virginia, hereby executes the following articles of amendment and restatement and sets forth:

1. The name of the corporation is Pleasant Pointe Property Owners Association of Virginia, Inc.
2. The restatement contains amendments to the Articles of Incorporation.
3. The text of the amended and restated articles of incorporation is attached hereto.
4. The restatement and amendment was adopted by the corporation on the 17 day of April, 2023.

- The amendment(s) was (were) adopted by unanimous consent of the members; or
- The amendments were proposed by the Board of Directors and submitted to the members in accordance with the provisions of Chapter 10 of Title 13.1 of the Code of Virginia, and at a meeting of the members at which a quorum of each voting group was present.

The total number of votes cast for and against the amendment(s) by each voting group entitled to vote separately on the amendment(s) was:

<u>Voting Group</u>	<u>Total Votes For</u>	<u>Total Votes Against</u>
All Members	100%	0%

And the number cast for the amendment(s) by each voting group was sufficient for approval by that voting group.

  
Eleanor D. Schmidt, President

SCC ID# 03382207

ARTICLES OF RESTATEMENT  
OF  
PLEASANT POINTE PROPERTY OWNERS ASSOCIATION OF VIRGINIA, INC.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation is Pleasant Pointe Property Owners Association of Virginia, Inc. (the "Association").

ARTICLE II  
REGISTERED OFFICE; REGISTERED AGENT

The registered office of the Association, which is the same office as the registered agent's office, is 4801 Courthouse Street, Suite 122, Williamsburg, Virginia 23188, located in James City County, Virginia. The name of the Association's registered agent is Tarley Robinson, PLC, a Virginia limited liability company whose business office is the same as the registered office.

ARTICLE III  
DEFINITIONS

The capitalized terms in these Articles shall have the same meaning as set forth in the Amended and Restated Declaration of Restrictive Covenants for Pleasant Pointe, as amended and supplemented from time to time (the "Declaration"), and the Amended and Restated Water Management Agreement for Pleasant Pointe, as amended and supplemented from time to time (the "Water Management Agreement").

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purpose for which it is formed is to provide for the management, maintenance, operation and architectural control of the real estate known as Pleasant Pointe, to own, maintain and administer the Common Area, to operate, to provide water through the Water System, to administer and operate the Water System, to further the common interests of Owners in Pleasant Pointe, and to administer the affairs of the Association, and for this purpose to:

(a) enforce the Declaration, Bylaws, these Articles of Restatement, the Water Management Agreement, and any policies, rules, and regulations (the "Governing Documents") and exercise all of the powers and privileges granted by law to a nonstock corporation and to perform all of the duties and obligations of the Association as set forth in the Governing Documents;

(b) fix, levy, collect, and enforce payment by any lawful means, all assessments, fees, charges, and dues pursuant to the Governing Documents, and pay all expenses of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association in accordance with the Governing Documents;

(d) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred in accordance with the Governing Documents;

(e) have and exercise any and all powers, rights, and privileges which a corporation organized as a nonstock corporation under the laws of the Commonwealth of Virginia by law may now or hereafter have or exercise and perform all of the duties and obligations of the Association as set forth in the Governing Documents and as conferred by law.

#### ARTICLE V MEMBERSHIP

Every person or entity, whether one or more persons or entities, who is the record owner of the fee simple title to any Lot as described on the Plat for Pleasant Pointe as referenced in the Declaration, shall be a Member of the Association. Membership is appurtenant to and may not be separated from ownership of any Lot in Pleasant Pointe.

#### ARTICLE VI VOTING RIGHTS

Each Member is entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot. Voting rights are as set forth in the Bylaws.

#### ARTICLE VII BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors. The directors shall be elected by the Members as set forth in the Bylaws.

#### ARTICLE VIII LIMIT ON LIABILITY AND INDEMNIFICATION

The Association shall have the authority to indemnify as set forth in the Virginia Nonstock Corporation Act. In every instance in which the Virginia Nonstock Corporation Act, as amended from time to time, including without limitation, Va. Code Ann. § 13.1-870.1 and § 13.1-875 et seq., permits

the limitation or elimination of liability of directors or officers of a corporation, the directors and officers of this Association shall not be liable to the Association or its Members.

The rights of each person entitled to indemnification under this Article shall inure to the benefit of such person's heirs, executors and administrators. Indemnification pursuant to this Article shall not be exclusive of any other rights of indemnification to which any person may be entitled, including indemnification pursuant to a valid contract, indemnification by legal entities other than the Association and indemnification under policies of insurance purchased and maintained by the Association or others. No person shall be entitled to indemnification by the Association to the extent they are indemnified by another, including an insurer.

#### ARTICLE IX AMENDMENTS

Amendment of these Articles shall be in accordance with Va. Code Ann. § 13.1-886 and require the affirmative vote of a majority of the Members present in person, by proxy, or by absentee ballot, at a meeting at which a quorum, as set forth in the Bylaws, is present.

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

AT RICHMOND, OCTOBER 4, 2023

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

Pleasant Pointe Property Owners Association of Virginia, Inc.

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 October 4, 2023.

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

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, appearing to read "Jehmal T. Hudson", with a long horizontal flourish extending to the right.

Jehmal T. Hudson  
Commissioner