

**ARTICLES OF INCORPORATION**  
**OF**  
**LAUREL MEWSA TOWNHOUSE CONDOMINIUM**  
**Arlington, Virginia**

**Article I Composition and Meetings**

Section 1. Composition.

LAUREL MEWS, a Townhouse Condominium, organized under the provisions of Article 3, Chapter 4.2 of Title 55 of the Code of Virginia is located in the County of Arlington, State of Virginia. It shall by these articles and acceptance by the Commonwealth of Virginia be incorporated in Virginia as a non-stock corporation.

All of the Unit Owners of Units contained in the Condominium, acting as a group in accordance with the Condominium Act, the Declaration and these By-Laws, shall constitute the "Unit Owners Association", who shall have the responsibility of administering the Condominium, establishing the means and methods of collecting the contributions to the Common Expenses, arranging for the management of the Condominium and performing all of the other acts that may be required to be performed by the Unit Owners Association by the Condominium Act and the Declaration. Except as to these matters which either the Condominium Act or the Declaration specifically require to be performed by the vote of the Unit Owners, the administration of the foregoing responsibilities shall be performed by the Board of Directors as more particularly set forth in Article III.

Section 2. Annual Meetings.

The first annual meeting of the members of the Association shall be held within one (1) year of the date of the recording of these By-Laws. Thereafter annual meetings shall be held on the second Monday of January of each succeeding year. At such meeting there shall be elected by ballot of the members, or by appointment of the Declarant, as the case may be, a Board of Directors in accordance with the requirements of Article III of these By-Laws. The members may also transact such other business of the Association as may properly come before them.

**Article II Governance and Management**

Section 1. Voting and Meetings Conduct

At every meeting of the Unit Owners, the owners of each Unit shall have the right to cast one vote for each Unit owned. No Unit Owner shall be eligible to vote, either in person or by proxy, or be elected to the Board of Directors who is shown on the books or management accounts of the Association to be more than sixty (60) days delinquent in any payment due the Association.

The President shall preside over all meetings of the Unit Owners Association and the Secretary-Treasurer shall keep the minutes of the meetings and record in a Minute Book all resolutions adopted by the meeting as well as a record of all transactions occurring thereat. The books of the Unit Owners Association shall be at all times open for the inspection of any unit owner or mortgagee.

## Section 2. Board of Directors

The affairs of the Condominium shall be governed by a Board of Directors. Until Units representing 75% or more of the undivided interests in the Common Elements of all Units, including those which are added from the additional land as this Condominium is expanded pursuant to the reservation in The Declaration, shall have been sold by the Declarant and such sales fully settled by the purchaser or until Five (5) years after the date the Declaration is recorded, whichever occurs sooner, the Board of Directors shall consist of such of the officers and members of the Board of Directors of the Declarant, or such other persons, as shall have been designated by the Declarant. The initial Board of Directors shall be composed of three (3) persons, who may be, but are not required to be, officers, directors, or designees of the Declarant, Unit Owners or spouses of Unit Owners, or Mortgagees (or designees of mortgagees) of Units.

The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the Condominium and may do all such acts and things as are not by the Condominium Act or by these By-Laws directed to be exercised and done by the Unit Owners Association. The Board of Directors shall have the power from time to time to adopt any Rules and Regulations deemed necessary for the enjoyment of the Condominium provided such Rules and Regulations shall not be in conflict with the Condominium Act or the Declaration, or these By-Laws. In addition to the duties imposed by these By-Laws or by any resolution of the Unit Owners Association that may hereafter be adopted, the Board of Directors shall have the power to, and be responsible for, those duties and functions set forth in Section 55-79.80, Code of Virginia, as amended.

The Board of Directors may, but shall not be required to, employ for the Condominium a professional Managing Agent at a compensation established by the Board of Directors, to perform such duties and services that the Board of Directors shall authorize. In the event a managing agent is employed, any contract entered into between the Association and any Management Agent shall contain a provision limiting the liability of the Association for acts of gross negligence of the Management Agent of any such duty, power or function so delegated to the Management Agent. Any such contract shall provide for termination by the Association for cause upon 30 days' written notice thereof and the term of any such contract may not exceed one year, renewable by agreement of the parties for successive one year periods.

## Section 3. Bylaws and Rules

The affairs of self-government of LAUREL MEWS, a Townhouse Condominium, shall be compliant with a set of BY-LAWS pursuant to the requirements of Article 3, Chapter 4.2 of Title 55 of the Code of Virginia.

Pursuant to the provisions of Section 55-79.53, Code of Virginia, as amended, every unit owner and all those entitled to occupy a unit shall comply with these By-Laws.