

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greeting:

I, Rufus L. Edmisten, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (3 sheets) to be a true copy of

ARTICLES OF INCORPORATION

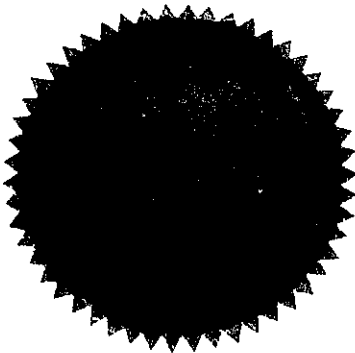
OF

K & N PROPERTIES, INC.

and the probates thereon, the original of which was filed in this office on the 30th day of November 1989, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 30th day of November in the year of our Lord 1989.



Rufus L. Edmisten

Secretary of State

of any contracts, including the guarantee or endorsement of any obligations of any subsidiary or affiliated business of this Corporation. To become a general or special or limited partner in business enterprises, but not to become a partner or to acquire any interest or incur any liability as a partner, except by written instrument specifically declaring and naming such partnerships and executed by this Corporation pursuant to resolution of its Board of Directors and with its Corporate Seal affixed.

D. No director or officer or agent or employee of this Corporation shall personally be liable in any way by reason of the ownership of, or participation in, any partnership by this Corporation, or by reason of any other act or omission or debt or obligation of this Corporation in any other respect whatever.

E. To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, and to incur the same if need be by mortgage, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description. But no mortgage of any real property of this Corporation shall be made except by written instrument and with its Corporate Seal affixed.

F. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objectives, or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof; provided, however, that the same be not contrary to the criminal laws of the State of North Carolina.

G. In addition to the foregoing, to engage in any lawful act or activity for which corporations may be organized under Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act", and any and all amendments thereto.

H. The Corporation may carry on business and conduct its activities in any other State or in the District of Columbia, or in any other country or place.

4. The address of the initial registered office of the Corporation in the State of North Carolina is Suite 1604-A, Integon Building, 500 West Fifth Street, City of Winston-Salem, County of Forsyth, North Carolina, and the name of the initial registered agent at such address is: Charles F. Eakes.

5. The shareholders of the Corporation shall have preemptive right to acquire additional or treasury shares of the Corporation, whether issued pursuant to sale, dividend, distribution or otherwise, in direct proportion to their existing ownership of this Corporation's shares.

6. The number of directors constituting the initial Board of Directors shall be two (2), and the name and address of the person who is to serve as director until the first meeting of shareholders or until his successor is elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
T. Michael Kelley	1070 Deepwood Court Winston-Salem, NC 27104
Philip G. Neari	1023 Willow Lake Drive Winston-Salem, NC 27106

ARTICLES OF INCORPORATION
OF
K & N PROPERTIES, INC.

DOCUMENT #467437

DATE 11/30/89 TIME 09:40

I, the undersigned, being a natural person of the age of eighteen years or more, do hereby make and acknowledge these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "BUSINESS CORPORATION ACT" and the several amendments thereto, and to that end do hereby set forth:

1. The name of the corporation shall be:
K & N PROPERTIES, INC.
2. The period of the corporation shall be perpetual.
3. The purpose or purposes for which the corporation is organized are:

A. To acquire, own and manage real property, to hold real property for investment purposes, and to acquire by purchase, lease or otherwise, and to improve and develop real property, to erect shopping centers, office buildings, dwellings, apartment houses and other buildings, private and public, of all kinds and to sell or rent to same; to lay out, grade, pave and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks and playgrounds; to buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise use and operate real and personal property of all kinds, improved and unimproved, and any right or interest therein.

B. To the same extent as natural persons might or could do, to purchase or otherwise acquire, to receive as an exchange or gift or loan or in any other manner, and to hold, use, own, maintain, work, develop, improve, sell, lease, exchange, convey, mortgage, or otherwise dispose of and deal in lands and leaseholds, and any interests, estate and rights in real property, and in personal or mixed property, as well as in any franchises, rights, licenses, leases or privileges necessary, convenient or appropriate for any of the purposes herein expressed; to construct, erect, equip, repair and improve houses, buildings, public or private road, alleys, or any other structure or improvement of any nature whatsoever; and to carry on any of such activities on its own behalf or as agent for others.

C. To acquire by purchase, subscription, or otherwise, to hold for investment or otherwise and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, notes and evidences of indebtedness, bonds, or any other interest in, or obligations or securities of, or the good will or business of, any corporation, partnership, or proprietorship, or individual (including shares of this Corporation's own stock, which may be acquired by purchase or otherwise, held, retired, reissued, transferred or sold); to do anything necessary for the preservation, protection, improvement, or enhancement of the value of such stocks, bonds, good will, obligations, interests and/or investments and to exercise all rights, powers and privileges of ownership thereof to the same extent that any natural person might or could do, to borrow money; and, if authorized by resolution of this Corporation's directors, to guarantee the payment of principal or interest, or both, of any other obligations, and the performance

7. The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Charles F. Eakes	Suite 1604-A, Integon Building 500 West Fifth Street Winston-Salem, NC 27152

8. The minimum amount of consideration with which the Corporation shall commence business is \$100.00 in cash or property of equal value, and this Corporation shall commence upon receipt of said \$100.00 in cash or property consideration and the issuance therefor of shares of stock at an issue valuation of not less than par.

9. The Corporation shall have authority to issue One Hundred Thousand (100,000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

IN TESTIMONY WHEREOF, the incorporator has hereunto set his hand and adopted seal, this 20th day of November, 1989.

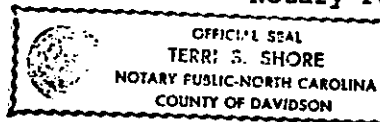
Charles F. Eakes (SEAL)
Charles F. Eakes

NORTH CAROLINA - DAVIDSON COUNTY

This is to certify that on the 20th of November, 1989, before me, a Notary Public, personally appeared CHARLES F. EAKES, who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation and, I having first made known to him the contents thereof, he did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed. IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal, this the 20th day of November, 1989.

My Commission Expires:
02/26/92

Terril S. Shore
Notary Public



PRESENTED FOR
REGISTRATION
NO. 1000000

DEC 11 4 02 PM '89

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U.S. PLAS
REGISTER OF DEEDS
CORSYTH CITY AND CO

11/20/89