

**ARTICLES OF INCORPORATION**

**WATERFRONT GREENS PROPERTY OWNERS ASSOCIATION, INC.**

**First:** I, the undersigned, Thomas R. Janes, whose post office address is 5000 Thayer Center, Oakland, Maryland 21550, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the general laws of the State of Maryland.

**Second:** The name of the corporation, which is hereinafter called the "Association" is:

**WATERFRONT GREENS PROPERTY OWNERS ASSOCIATION, INC.**

**Third:** The purpose for which the Association is formed is to provide for the administration of Waterfront Greens Subdivision, a residential subdivision located in Garrett County, Maryland, including the maintenance, preservation and architectural control of the residential lots and the Association property within Waterfront Greens Subdivision, plats of which will be recorded among the Land Records of Garrett County, Maryland, as may be subjected to the Declaration of Covenants, Conditions and Restrictions applicable to said subdivision and which will be recorded among the Land Records of Garrett County, Maryland, (hereinafter called the "Declaration"), and to promote the health, safety and welfare of the residents within the subdivision and any additions thereto as may hereafter be brought within the jurisdiction of this Association, and in promotion of such purposes shall have 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 as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; pay all expenses or assessments pursuant to the terms of the Declaration; pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Participate in mergers and consolidations with other corporations or entities organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of each class of members;

(d) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as may be amended from time to time.

The foregoing enumeration of powers is made in furtherance, and not in limitation of the powers conferred upon the Association by law and by the Declaration, and is not intended by the mention of any particular power to limit or restrict any lawful power to which the Association may

be otherwise entitled. The Association shall be authorized to exercise and enjoy all the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the laws of the State of Maryland now or hereinafter in force.

**Fourth:** The post office address of the principal office of the Association in this State is 55 Driftwood Drive, Swanton, MD 21561. The name and post office address of the Resident Agent of the Corporation in this State is Thomas R. Janes, 5000 Thayer Center, Oakland, Maryland 21550. Said Resident Agent is an individual actually residing in this State.

**Fifth:** The Association shall not be authorized to issue any capital stock. Every person or entity who is a record owner of the fee simple title in any lot, but excluding those having such interest merely as security for the performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot.

**Sixth:** The Association shall have two (2) classes of voting membership:

(a) **CLASS A.** Class A members shall be all owners with the exception of the Declarant (as defined in the Declaration) and shall be entitled to one (1) 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 among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

(b) **CLASS B.** Class B members shall be the Declarant (as defined in the Declaration) and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease, subject to revival upon additional land being annexed pursuant to the Declaration, and be converted to Class A membership on the happening of any of the following events, whichever occurs earliest:

(i) When the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; or

(ii) December 31, 2010.

**Seventh:** The affairs and activities of this Association, except as provided by statute, by these Articles of Incorporation and by the By-Laws, shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association, but may never be less than three. The names of the persons who are to act in the capacity of Director until the selection of their successor are:

Michael P. Goodfellow  
Lisa S. Goodfellow  
Hugh D. Umbel

At the first annual meeting the members shall elect one (1) Director for a term of one (1)

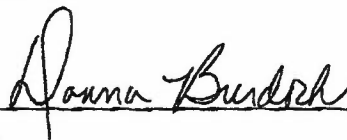
year, one Director for a term of two (2) years, and one Director for a term of three (3) years; and at each annual meeting thereafter the members shall elect a Director for a term of three (3) years.

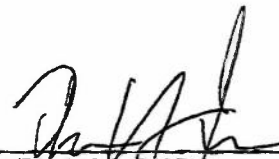
**Eighth:** The Association shall exist perpetually.

**Ninth:** Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and have acknowledged the same to by my act this 12<sup>th</sup> day of OCTOBER, 2004.

WITNESS:

  
\_\_\_\_\_

  
\_\_\_\_\_  
THOMAS R. JANES

CUST ID:0001497346  
WORK ORDER:0000960228  
DATE:10-18-2004 02:25 PM  
AMT. PAID:\$170.00

# CORPORATE CHARTER APPROVAL SHEET

**\*\* EXPEDITED SERVICE \*\*      \*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE 02 BUSINESS CODE 04

# \_\_\_\_\_  
Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transferor) \_\_\_\_\_

\_\_\_\_\_


\_\_\_\_\_

\_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_ New Name \_\_\_\_\_



10003619904602861

ID # D10263895 ACK # 10003619904602861  
LIBER: 800715 FOLIO: 1580 PAGES: 0004  
WATERFRONT GREENS PROPERTY OWNERS ASSOC  
IATION, INC.

10/08/2004 AT 02:25 P WO # 0000960228

FEES REMITTED

Base Fee: 100  
Org. & Cap. Fee: 20  
Expedite Fee: 50  
Penalty: \_\_\_\_\_  
State Recordation Tax: \_\_\_\_\_  
State Transfer Tax: \_\_\_\_\_  
\_\_\_\_\_ Certified Copies  
\_\_\_\_\_ Certificates  
Certificate of Status Fee: \_\_\_\_\_  
Personal Property Filings: \_\_\_\_\_  
Other: \_\_\_\_\_  
TOTAL FEES: 170

- \_\_\_\_\_ Change of Name
- \_\_\_\_\_ Change of Principal Office
- \_\_\_\_\_ Change of Resident Agent
- \_\_\_\_\_ Change of Resident Agent Address
- \_\_\_\_\_ Resignation of Resident Agent
- \_\_\_\_\_ Designation of Resident Agent  
and Resident Agent's Address
- \_\_\_\_\_ Change of Business Code
- \_\_\_\_\_ Adoption of Assumed Name
- \_\_\_\_\_ Other Change(s)

Credit Card  Check \_\_\_\_\_ Cash \_\_\_\_\_

Code \_\_\_\_\_  
Attention: \_\_\_\_\_

\_\_\_\_\_ Documents on \_\_\_\_\_ Checks

Approved By: 14

THOMAS R. JAMES  
5000 THAYER CTR  
OAKLAND

MD 21550-1139

Keyed By: \_\_\_\_\_

COMMENT(S):

CUST ID: 0001497346  
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Stamp work order and customer number here.