

ARTICLES OF INCORPORATION

OF

OCLETON PROPERTY OWNERS ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation

of Maryland December 16, 1980 at 3:25 o'clock P. M. as in conformity
with law and orders' recorded.

Recorded in Liber 2493, folio 2512, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 24.00 Special Fee paid \$ _____

To the clerk of the Circuit

Court of Anne Arundel County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has
been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.



A 105217

ARTICLES OF INCORPORATION
OF
OGLETON PROPERTY OWNERS ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Julian B. Stevens, Jr., whose post office address is 7 Willow Street, Annapolis, Maryland, 21401, being at least twenty-one (21) years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, do hereby declare my intention of forming a non-stock, non-profit corporation for the purposes herein set forth and for such purposes I do hereby execute and adopt the following articles.

SECOND: The name of the Corporation (which is hereinafter called the "Association") is:

OGLETON PROPERTY OWNERS ASSOCIATION, INC.

THIRD: The general purpose for which the Association is formed is as follows:

(a) to organize and operate an association, no part of the net earnings of which is to enure to the benefit of any member or other individual to provide for and to insure maintenance, preservation and architectural control of the residential lots and common areas, with that sub-division of land known as Ogleton, as shown on Plat 1, Section 1, thereof, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereinafter be brought within the jurisdiction of this

Association, and for this purpose, the Association shall have the following powers:

- 1) To exercise all the powers and privileges and perform all the duties and obligations of the Association as set forth in a certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration" applicable to the above-described property (including lots and/or area) and recorded or to be recorded among the Land Records of Anne Arundel County, Maryland, and as the same may be amended from time to time as therein provided (said Declaration being incorporated herein as if fully set out); and
- 2) To construct, improve and maintain, operate and to buy, own, sell, convey, assign, mortgage or lease, the real estate and any personal property necessary or incidental to the furtherance of the business of this Association; and
- 3) To borrow money and issue evidence of indebtedness in furtherance of any and all of the objects of its business, to secure the same by mortgage, deeds of trust, pledge, or other liens; and
- 4) To enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or within conjunction with, or incidental to the accomplishment of any non-profit purposes of the Association; and
- 5) With the prior written approval of the Federal Housing Commissioner and/or the Veterans Administration, to make patronage refunds to members as provided for in the By-Laws of the Association; and

6) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the aforesaid Declaration, to pay all expenses in connection therewith and all offices and other expenses incident to the conduct of the business association, including all licenses, taxes, departmental charges, levied or imposed against the property of the Association; and
7) To have and exercise any and all powers, rights and privileges which a non-stock corporation organized under the laws of the State of Maryland by law may now or hereafter have or exercise.

8) The foregoing enumeration of specific powers is made in furtherance, and not in limitation, of the powers conferred upon the Association by law, and is not intended by the mention of any particular power, in any manner to limit or restrict any powers of this Association. The Association is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: This Association shall be without capital stock and shall not be operated for profit. The Association does not contemplate the distribution of gains, profits or dividends to any of its members. The members of this Association shall not be personally liable for the debt, liabilities or obligations of this Association, except as otherwise provided for by law. The Association at its inception shall have two classes of voting membership:

Class A. Class A members shall be all those owners of a fee or undivided fee interest of any lot included within the property described herein, and any additions thereto provided in the Declaration, including contract sellers, and shall be entitled to one vote for each lot owned; provided that any such person or entity who holds such interest merely as security for the performance and obligation shall not be a member. When more than one person holds an interest on any lot sold such person shall be members, but not more than one vote shall be cast per lot. Ownership on the requisite property interest shall be the sole qualification for membership. Upon evidence being presented to the Board of Directors by the applicant of its ownership of a lot embraced within the above-described property, the applicant shall be admitted to membership. Membership in this class shall be appurtenant to and may not be separated from ownership of any lot within the above-described property.

Class B. The Class B membership shall consist of Ogleton Associates, a Maryland limited partnership (the Declarant in the above-referred to Declaration) and Developers as defined in the above-referred to Declaration. This class shall be entitled to three (3) votes for each lot owned and they shall be apportioned between the DECLARANT and the developer in accordance with their respective ownership as set forth in the Declaration. This class of membership shall cease in accordance with the provisions of the Declaration.

FIFTH: The Association shall have a lien on the outstanding memberships in order to secure payment of any sums which shall be due or become due from the holders thereof

for any reason whatsoever as more fully set forth in the above-referred to Declaration.

SIXTH The number of Directors of this Association shall be an uneven number of not less than three (3) nor more than fifteen (15) and the names and post office addresses of the Directors who shall act as such until the first annual meeting, or until such time as their successors are duly chosen and qualify are:

Julian B. Stevens, Jr. 7 Willow Street
Annapolis, Maryland - 21401

John W. Simmons, Jr. 1919 West Street
Annapolis, Maryland - 21401

Richard T. McGraw, Jr. 1919 West Street
Annapolis, Maryland - 21401

The qualifications, powers, duties and tenures of office of Directors and the manner in which Directors are to be chosen shall be described as set forth in the By-Laws of the Association. All officers of this Association shall be elected and shall serve as provided in said By-Laws.

SEVENTH: The post office address of the principal office of the Association is 7 Willow Street, Annapolis, Maryland - 21401. The name of its resident agent is Julian B. Stevens, Jr., whose address is 7 Willow Street, Annapolis, Maryland - 21401, said resident agent is a citizen of the State of Maryland and actually resides therein.

EIGHTH: The Association shall indemnify every Officer and Director of the Association against any and all expenses, including counsel fees, reasonably incurred by or imposed upon any Officer or Director in connection with any action, suit or proceeding (including settlements of any such suit or proceedings, if approved by the then Board of Directors of the Association)

to which he may be made a party by reason of being or having been an Officer or Director of the Association whether such person is an Officer or Director at that time such expenses are incurred. The Officers and Directors of the Association shall not be liable to the members of the Association for any mistake of judgment, negligence or otherwise, except for their own willful misconduct or bad faith. The Officers or Directors of the Association shall have no personal liability with respect to any contract or other commitment made by them, in good faith on behalf of the Association, and the Association shall indemnify and forever hold each such officer or director free and harmless against any and all liabilities to others on account of any contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any Officer or Director of the Association or former Officer or Director of the Association may be entitled.

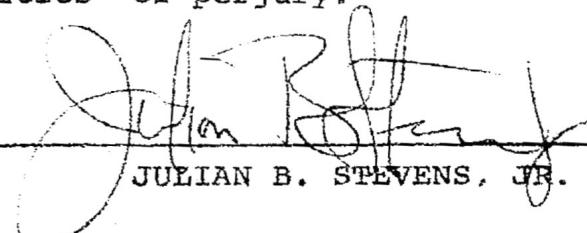
NINTH: The Association may be dissolved only with the assenting votes cast at a duly held meeting only by vote of two-thirds of each class of members who are voting in person or by proxy at a meeting duly called for that purpose. Written notice of a proposal to dissolve, setting forth the reasons therefore and the disposition of the results, which shall be consonant with Article X hereof), shall be mailed to every member at the address shown on the books of the Association not less than ten (10) days nor more than thirty (30) days in advance of the proposed meeting.

TENTH: Upon dissolution of the Association, the assets, both real and personal of the Association shall be dedicated to an appropriate public agency or utility to be devoted to pur-

poses as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any member vested in him under the recorded covenants and deeds applicable to the above-described property unless made in accordance with the provisions of such covenants and deeds.

ELEVEN: As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration and/or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of common areas, dedication of common areas, dissolution and amendment of these Articles.

IN WITNESS whereof, the undersigned has executed these Articles of Incorporation this 15th day of December , 1980, and acknowledged the same to be his act, and that to the best of his knowledge, information and belief, all matters and facts stated herein are true to all material respects, and that this statement is made under the penalties of perjury.



JULIAN B. STEVENS, JR.