

**CRESTWOOD VILLAGE**

**ARTICLES OF INCORPORATION**

**SECTION II**

Weinberg & Michel  
Jan 17, 1980

ARTICLES OF INCORPORATION  
Rec'd for Record Jan 8 19 80 At 12:36 P.M. Clerk P. ... Day Recorded & Ex'd per Charles C. Keller, CLK  
OF

MS

CRESTWOOD VILLAGE AT FREDERICK HOMEOWNERS ASSOCIATION, INC.

FIRST: This is to certify that I, the subscriber, Glenn C. Michel, Esquire, whose address is c/o Weinberg and Michel, 100 North Market Street, Frederick, Maryland, 21701, 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, hereby form a Corporation by the execution and filing of these Articles.

SECOND: The name of the Corporation (hereinafter the "ASSOCIATION") is CRESTWOOD VILLAGE AT FREDERICK HOMEOWNERS ASSOCIATION, INC. \*\*\*\*\*507

THIRD: The Association is organized, and shall be operated as a non-profit membership corporation and as a non-stock corporation. No part of the net earnings of the Association shall inure to the benefit of or be distributed to its members, directors, officers or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and disbursements in the furtherance of carrying out the purposes of the Association.

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FOURTH: The purposes for which the Association is formed are to provide for the administration, management, preservation, utilization and control of the development known as Crestwood Village, at Frederick, located on the West Side of New Design Road in the Frederick Election District, Frederick County, Maryland, (hereinafter called the "Property"); and to promote the health, safety and welfare of the residents living within the above described Property, and for these purposes:



(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions (hereinafter called the "Declaration"), dated the 23rd day of August, 1979, and recorded in Liber No. 1093, folio 275, one of the Land Records of the Circuit Court for Frederick County, Maryland, as the same may be amended from time to time as therein provided; and

(b) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the By-Laws for said Association, as said By-Laws may be adopted by the Board of Directors and as may be amended from time to time as therein provided; and

(c) To fix, levy, collect and enforce payment, by lawful means, of all charges or assessments pursuant to the terms of the Declaration and By-Laws, and to 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 or municipal charges levied or imposed against the Property or other assets of the Association; and

(d) To maintain the exterior of the homes and buildings to be constructed as well as to maintain architectural control thereof, to administer and enforce the covenants, conditions and restrictions governing the Property, to collect and disburse all assessments and charges deemed necessary for the maintenance, administration and enforcement thereof, to operate and maintain all recreational and clubhouse facilities within the Property as well as all common areas and to pay the expense thereof, to perform such other services as may be deemed desirable for the benefit of the residents of the Property; to provide for garbage and trash collection, snow



removal, transportation services, supplemental security protection and municipal services as may be deemed necessary or desirable all as the same may be provided for by the By-laws, Resolutions or other actions of the Association; and

(e) To 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; and

(f) To own, acquire (by gift, purchase or otherwise), build, operate and maintain recreational parks, open-space, swimming pools, commons, streets, footways, bridges, sidewalks, recreational facilities and including all buildings, structures and personal properties incident thereto (all of the foregoing being known as the "Common Areas"); and

(g) To grant such rights-of-way and/or easements upon, over, under and across the Common Areas for sewer, water, storm water drainage, gas, electric and telephone lines, cable television and for such other public utilities as are proper and convenient for the use and enjoyment of the buildings erected or to be erected on the Property or as may be required by any municipal agency; and

(h) To grant easements and/or licenses for ingress and egress over the Common Areas for the purposes of trash and garbage collection, snow removal, security protection and for such other purposes as are proper for the use and benefit of the residents of the Property; and

(i) To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or for debts incurred; and



(j) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit and Non-Stock Corporation Laws of the State of Maryland may have as such laws now exist or are hereafter in effect.

(k) To annex property in addition to the Property, provided however that any such annexation complies with the provisions of the Covenants, Conditions and Restrictions and with the By-Laws of the Association, as may be amended. Such additions, when properly so made, shall extend the jurisdiction, functions, duties and membership of the Association to such properties.

FIFTH: The Association shall have no authority to issue capital stock. Every person or entity who is a record owner, whether one or more persons or entities, of the fee simple title to any Home or living unit, or to the leasehold interest pertaining to such Home or living unit acquired from Crestwood Village, Inc., (hereinafter called the "Developer), or its successors or assigns shall be members of the Association, such persons or entities being hereinafter collectively referred to as "Owners." The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation or as trustees under any instrument securing such obligation. Membership shall be appurtenant to and may not be separated from ownership of any Home or living unit which is subject to assessment by the Association. Ownership of any such Home or living unit shall be the sole qualification for membership. When more than one person or entity holds an interest in any Home or living unit, all such persons or entities shall be members, however the vote for such Home or living unit shall be exercised as they, among themselves, shall determine, but in no event shall there be more than one vote cast with respect to each Home or living unit.



SIXTH: The voting rights, limitations and procedures of the members of the Association, and by the Developer, shall be determined by the By-Laws of the Association.

SEVENTH: The number of Directors of the Association shall be initially composed of five (5) persons who need not be members of the Association. The number of Directors may be changed pursuant to the By-Laws of the Association but shall never be less than three (3). The names of the Directors who shall serve until the first annual meeting and until their successors are elected and qualify are: Miroslav A. Kokes, Jan A. Kokes, Herbert E. Wishnick, Jerry Kokes and George Leopold.

EIGHTH: The initial Board of Directors of the Association shall have the right to establish and approve By-Laws for the governing of the affairs of the Association. Said By-Laws shall provide for the method of electing officers and Directors, for an annual meeting of the membership of the Association and shall fix the quorum for such meetings. Said By-Laws may be amended by a vote of not less than a two-thirds (2/3) majority of the memberships of the Association present and voting in person or by proxy at any membership meeting of the Association duly called for that purpose.

NINTH: Subject to the provisions of the Declaration, and to the extent permitted by law, the Association may participate in mergers and consolidations with other non-profit corporations organized for the same general purposes; provided however that any such merger or consolidation shall have the assent of seventy-five percent (75%) of the votes present and entitled to be cast at any meeting of the Association, duly constituted for such purpose, a quorum being present and entitled to vote.

TENTH: These Articles of Incorporation may be amended



at any meeting of the members of the Association duly constituted for such purpose, a quorum being present, by an affirmative vote of seventy-five percent (75%) of the votes present and entitled to be cast by the applicable provisions of the By-Laws.

ELEVENTH: No contract or other transaction between this Association and any other corporation, and no act of this Association shall in any way be affected or invalidated by the fact that any of the directors or officers of this Association are pecuniarily or otherwise interested in, or are directors or officers of such other corporations; any directors individually or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Association, provided the fact that he or such firm is so interested, shall be disclosed in the Minutes of this Association; any director of this Association who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the directors of this Association, which shall authorize any such contract or transaction, and shall be authorized and empowered to vote on any contract or transaction.

TWELFTH: The Association may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the members of the Association who are entitled to vote by the provisions of the By-Laws. Upon such dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. 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 such similar purposes. No such disposition of Association properties shall be effective to divest or diminish any right or title, if any, of any member vested in him under the Declaration unless made in accordance with the provisions thereof.

THIRTEENTH: This Association shall exist perpetually.

FOURTEENTH: The post office address of the principal office of the Association in Maryland is c/o Weinberg and Michel, 100 North Market Street, Frederick, Maryland, 21701.

FIFTEENTH: The name and post office address of the Resident Agent for the Association in Maryland is Glenn C. Michel, 408 South College Parkway, Frederick, Maryland, 21701. Said Resident Agent is a citizen of Maryland and actually resides therein.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 29th day of August, 1979.

WITNESS:

Laura E. Shelley

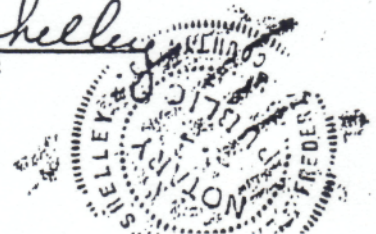
Glenn C. Michel (SEAL)  
Glenn C. Michel

STATE OF MARYLAND, COUNTY OF FREDERICK, TO WIT:

I HEREBY CERTIFY that on this 29 day of August, 1979, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Glenn C. Michel, who acknowledged the foregoing Articles of Incorporation to be his act and deed.

WITNESS my hand and Notarial Seal.

Laura E. Shelley  
Notary Public





ARTICLES OF INCORPORATION  
OF  
CRESTWOOD VILLAGE AT FREDERICK HOMEOWNERS ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 30, 1979 at 1:30 o'clock P. M. as in conformity  
with law and ordered recorded.

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Recorded in Liber 54, folio 1009, 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 \$ \_\_\_\_\_

STATE OF MARYLAND  
FREDERICK COUNTY  
RECEIVED FOR RECORD

To the clerk of the Circuit Court of Frederick 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.

*William J. Summers*

ASSESSMENT

CHARLES C. KEELER, CLERK

LIBER 52 FOLIO 1009

JUN 9 12 26 PM '79