
Who is the Company?

Abstract:

This paper traces the documents which define the evolution of the legal entity responsible for the original development and subsequent management of the Marling Farms Community. A review of documents officially recorded with the Queen Anne’s County Clerk of the Court and now archived in Maryland Land Records shows how this authority, first vested in 1952 with the original developer Marling Farms, Inc., now rests fully with the duly elected Board of Directors of the Marling Farms Community Association (MFCA). It also cites the deed from 1982 which formally conveyed ownership of the common elements in Marling Farms (Beaches 1 – 4 and the Ball Fields) to MFCA.

References:

The conclusions drawn herein are the result of an extensive search of deeds and other recorded documents archived at the Maryland Land Records website, the State Department of Assessment and Taxation website and the Queen Anne’s County Property Viewer website. See **Appendix A** for information on how to access documents and information available at these sites and referenced in the following paragraphs. Arguments that follow were reviewed by a lawyer who offered a pro-bono opinion in support of the conclusions drawn.

1952 In a **Deed** dated September 25, 1952 (TSP 7, Pages 5 – 23), the original development company Marling Farms, Inc., referred to as “the Company” thereafter, conveyed lands identified as Section 1 of the proposed Marling Farms community to Elizabeth D. Wilson. Included within this document were 15 “Sub-divisions” (written words, not land) which we now know to be the Covenants by which residents of Marling Farms are bound. The next day, on September 26, 1952 those same lands were reconveyed back to Marling Farms, Inc. (TSP 7, Pages 25 – 26).

The original Covenants contained in the Elizabeth Wilson deed (and elsewhere over the years to follow) had a Sub-division XV which dealt with restrictions placed on people wanting to sell their property. It stated that a prospective buyer must have “*applied for membership in the Marling Farms Beach Club, Inc.*” Furthermore, if the membership committee of the Beach Club denied the application, then the sale could not go forward.

1971 In an **Indenture and Assignment** document executed on November 5, 1971 and recorded 3 days later (CWC 59, Pages 513 – 514), Marling Farms, Inc. recognizes Ewing and Foster, Inc. as having purchased all remaining lands with the intent of continuing as the developer of the properties. It cites Sub-division XIV which granted The Company (Marling Farms, Inc. at that time) the power to convey all rights and obligations granted by the Covenants to other “*corporations or*

associations which will consent to assume the same". Ewing and Foster did consent. Ewing and Foster, Inc. became "the Company" as of that 1971 document.

3 Days Later In a ***Release and Waiver of Restrictions*** document dated November 8, 1971 (CWC 59, Page 624), Ewing and Foster, Inc. does "*absolutely annul, waive, abolish*" and delete Sub-division XV from the covenants. Sub-division XV stated that no sale of property in Marling Farms could proceed unless the prospective buyer had applied and been approved for membership in the Marling Farms Beach Club. (Having reviewed its contents, I suspect Sub-division XV ran afoul of the Fair Housing Act of 1968.) In subsequent deeds and declarations of new sections under development, Ewing and Foster, Inc. continues to apply Sub-divisions I thru XIV as covenants and restrictions on all new properties, but with a specific reference to the abolition and non-applicability of Sub-division XV.

1979 This is when I believe Marling Farms Beach Club changes its name to Marling Farms Community Association, Inc. See corporate entity search records below.

1982 In a ***Deed*** dated July 26, 1982 (MWM 187, Page 290 - 297), Ewing and Foster, Inc. conveys to the Marling Farms Community Association all those lands that had been previously set aside for development as recreational areas (common elements) for members of the community. Based on parcel descriptions and lot numbers stated within this deed I take these to be the lands we refer to as "Beaches" 1 thru 4 and the ball fields located between Calvert and St Mary's roads.

Note, however, that this deed makes no mention of relinquishing the authority granted to "the Company" as defined in the covenants, including the collection and management of the Community Maintenance Fund as defined in Sub-divisions X and XIV.

1988 In a November 18 letter to then MFCA President Joseph Finke, Carlton Foster writes, "*This is to confirm, in writing, that authorization has been given to Marling Farms Community Association, Inc., by Ewing & Foster, to collect annual dues from resident families in Marling Farms in lieu of a front foot assessment.*" This letter was recorded in 1989 with Queen Anne's County Clerk as part of the following.

1989 In a ***Homeowners Association*** instrument filed June 16, 1989 (Liber 2, Pages 93 – 111) there is a copy of the then MFCA bylaws (Pages 95 – 100). In Article III – Section 2 – Dues, the annual assessment for all Marling Farms residents is redefined as a fixed annual fee per owner,

superseding the formula originally defined in covenants Sub-division X as “*Twenty Cents (\$.20) per linear foot of frontage on a front street*”. This fixed value has been modified several times over the years as dictated by the rising costs of yearly operational expenses.

At this point it is helpful to trace the corporate identity of the Marling Farms Community Association. In 1952 Marling Farms, Inc. was incorporated as an ordinary non-stock business. As described above, the original covenants of 1952 Sub-division XV make a specific reference to the Marling Farms Beach Club as a presiding community association operating simultaneously with Marling Farms, Inc. However, when one does a “business entity search” on Marling Farms, Inc., the MD State Department of Assessment and Taxation corporate records search engine yields the following result:

2 businesses found.

Department ID	Business Name	Status
D00130708	MARLING FARMS BEACH CLUB, INC.	Old Name
D00130708	MARLING FARMS COMMUNITY ASSOCIATION, INC.	Forfeited

Note the same ID number is given for both the Beach Club, Inc. and the Community Association, Inc. even though Marling Farms, Inc. was the search target. Click on either and you are taken to the same corporate status sheet for the Marling Farms Community Association, Inc., currently forfeited, but with the following filing history. (At the time of this edit, we have applied for charter re-instatement and are awaiting approval.) [\(April 18, 2024 update – Approved.\)](#)

Item	Date/Time Filed	Film	Folio	Pages
DEPT. ACTION - FORFEITURE	10/15/2021 9:33:00 PM			
CHANGE OF R.A., R.A.A., P.O.	3/30/1979 12:01:00 PM	F2440	2291	3
CONVERTED AMENDMENT WITH NAME CHANGE	3/30/1979 12:00:00 PM	F2441	2288	3
CONVERTED AMENDMENT	5/13/1959 8:30:00 AM	F-133	201	0
FORFEITED - PROCLAMATION OF GOVERNOR	10/31/1956 8:30:00 AM			0
ARTICLES OF INCORPORATION	9/30/1952 8:30:00 AM	399	54	0

Marling Farms, Inc. continued to record deeds and other documents until November 5, 1971, at which time they assigned all rights of development and enforcement of restrictions to Ewing and Foster, Inc. in the **Indenture and Assignment** document described above. It is my best guess that Marling Farms, Inc. and the MF Beach Club had probably been co-existing with significant overlap in their executive personnel. In the Filing History above, we see there was a name change in 1979. I believe this is when the Beach Club officially became the Community Association to which the recreational properties were conveyed in 1982.

1994 On the first page of another ***Indenture and Assignment*** document dated December 28, 1994 (SM 492, Pages 971 – 974), Ewing and Foster, Inc. (the Grantor) *specifically* transfers the authority to collect and manage the Community Maintenance Fund (annual dues) over to the Marling Farms Community Association (the Grantee). However, on the second page, the second to the last paragraph of that document reads,

“AND in consideration of the execution of these presents, the Grantee does hereby assume all the obligations and duties inherent or connected with the enforcement, regulation and operation of said restrictions.”

This passage affirms that all remaining authorities granted to “the Company” by the covenants of 1952 (minus Sub-division XV) now rest with the Marling Farms Community Association.

If anyone disputes the findings presented in this paper or seeks clarification in any way, please feel free to contact me:

Kevin Moore
Phone or text: 410-218-6250
Moorekevin128@gmail.com

APPENDIX A – How to Access Recorded Documents on the Web

Follow these steps to access recorded documents referenced in this paper.

Maryland Land Records

Go to <https://mdlandrec.net/main/>

Create yourself an account or log in if you already have one.

Select Queen Anne’s County from the pull down list.

Utilize the various search functions to find specific documents.

I found the following useful:

Instruments -	Locate a particular Deed, Indenture Assignment or other recorded document by Liber (book) and Folio (page).
Corp. Search -	Search the history of Marling Farms, Inc. See tax ID D00130708.
SDAT -	State Department of Assessment and Tax data for a particular street address. Often includes section/lot number designation, previous owners and deed references for previous transfers of ownership.
Plats.net -	For finding specific land plats. A search can be a bit cumbersome, but the Marling Farms plats are there.

Queen Anne’s County Property Viewer

Go to [QAC Property Viewer](#)

Zoom into the area that is Marling Farms.

Individual properties are bounded by yellow lines.

Click any property for address and current owner data.

Click on [Link to SDAT](#) to see the full SDAT data on the given property.

State Department of Assessment and Taxation

In addition to the two paths described above, data for a particular address (SDAT) can be accessed directly by going to [Department of Assessments and Taxation \(maryland.gov\)](#)

Select [Real Property](#) from the menu bar.

Enter the search criteria you wish to use. (Typically County and address.)