

ARTICLES OF INCORPORATION  
OF  
TIMBERWOOD ON THE PARK, INC.

To: State Department of Assessments and Taxation  
Baltimore, Maryland

I, the undersigned, James I. Schwartz, whose post office address is 7313 MacArthur Blvd., Bethesda, Maryland, 20016, who am at least twenty-one years of age, in compliance with Article 23 of the Code of Public Laws of the State of Maryland and for the purpose of forming a corporation not for profit under the general laws of the State of Maryland, do hereby adopt the following Articles of Incorporation and do certify:

ARTICLE I

The name of the Corporation is TIMBERWOOD ON THE PARK, INC. hereinafter called "The Association".

ARTICLE II

The post office of the principal office of the Association is 7313 MacArthur Blvd., Bethesda, Maryland, 20016.

ARTICLE III

James I. Schwartz, whose post office is 7313 MacArthur Blvd., Bethesda, Maryland, 20016, is hereby appointed the registered agent of this Association. Said resident agent is a citizen of the State and actually resides therein.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association is not authorized to issue capital stock and does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and Common Area and any certain tract of property described in Schedule A and Schedule B attached hereto and made a part hereof by reference, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose 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 that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the office of the Clerk of the Circuit Court for Montgomery County and as the same may be amended from time to time as therein provided, said Declarant 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; 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 charges levied or imposed against the property of the Association;

(c) 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;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the common area to any public agency, authority or utility for such purpose and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer, and until such transfer or dedication has been approved in writing by the Maryland National Capital Park and Planning Commission. The request for dedication or transfer shall be submitted in writing to the said Maryland National Capital Park and Planning Commission and the said Commission shall render in writing its approval or disapproval within ninety (90) days after the submission of such request to the said Commission. Failure on the part of the Commission to reply within the said ninety (90) day period shall be deemed to be approval by said Commission;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to exercise any and all powers, rights and privileges which a non-profit corporation organized under Article 23 of the Laws of the State of Maryland by law now or hereafter have or exercise.

## ARTICLE V

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot, or portion of any Lot, which is subject by covenants of record to assessment by

the Association including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for performance of an obligation. Membership shall be appurtenant to and shall not be separated from ownership of any Lot which is subject to assessment by the Association.

## ARTICLE VI

### VOTING RIGHTS

The Association shall have two classes of voting membership.

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one 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 vote be cast with respect to any Lot.

Class B. The Class B member(s) 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 and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier;

- (a) when the total votes outstanding in Class A membership equal the total votes outstanding in the Class B membership; or
- (b) December 31, 1983.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of not more than five (5) Directors, of whom two (2) need not be members of the Association. The names and address of the persons who are to act in the capacity of directors until the first annual meeting or until their successors are duly chosen and qualify are:

NAME	ADDRESS
James I. Schwartz	5513 Mohican Road, Bethesda, MD. 20016
Thomas J. Tracy	3423 Beauford Circle, Annandale, VA. 22003
Helen M. Schwartz	5513 Mohican Road, Bethesda, MD. 20016

At the first annual meeting the members shall elect one Director for a term of one year, two directors for a term of two years and two directors for a term of three years; and

at each annual meeting thereafter the members shall elect directors for the vacancies to be filled, unless otherwise provided for in the By-Laws.

## ARTICLE VIII

### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members, and after obtaining consent in writing of at least seventy-five (75%) percent of the first mortgagees, and with the written approval of the Maryland National Capital Park and Planning Commission, or its successor, which approval shall not be unreasonably held. Upon 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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

## ARTICLE IX

### DURATION

This Corporation shall exist perpetually.

## ARTICLE X

### AMENDMENTS

Amendments of these Articles shall require the assent of seventy-five (75%) percent of the entire membership, and seventy-five (75%) percent of the first mortgagees, and the consent in writing of the Maryland National Capital Park and Planning Commission, or its successor.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Maryland, I, the undersigned, constituting the incorporator of the Association, have executed these Articles of Incorporation this 16th day of July 1980.

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James I. Schwartz

STATE OF MARYLAND, COUNTY OF MONTGOMERY, to wit:

I HEREBY CERTIFY that on this 16<sup>th</sup> day of July, 1980, before the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared, and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

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Notary Public

My Commission expires July 1, 1982.

#### SCHEDULE A

Lots numbered 10 through 33, both inclusive, in Block lettered C; in the subdivision known as CHESTNUT HILLS as per Plat thereof duly recorded among the Land Records for Montgomery County, Maryland, in Plat Book 107, at Plat 12410, and

Lots numbered 7 through 43, both inclusive, in Block lettered D; in the subdivision known as CHESTNUT HILLS as per Plat thereof duly recorded among the Land Records for Montgomery County, Maryland, in Plat Book 107, at Plat 12411.

#### SCHEDULE B

All of the undivided land in PARCEL "A", in Block C; in the subdivision known as CHESTNUT HILLS as per Plat thereof duly recorded among the Land Records for Montgomery County, Maryland, in Plat Book 107, at Plat 12410; and

All of the undivided land in PARCEL "A", in Block D; in the subdivision known as CHESTNUT HILLS as per Plat thereof duly recorded among the Land Records for Montgomery County, Maryland, in Plat Book 107, at Plat 12411.