

ARTICLES OF INCORPORATION

OF

OAK CREEK HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

INCORPORATOR: The undersigned, Robert C. Ward, whose post office address is 2700 Philadelphia Road, Edgewood, Harford County, Maryland 21040, being of full legal age, does, under and by the virtue of the General Laws of the State of Maryland authorizing the formation of corporations, hereby execute this document for the purpose of forming a not-for-profit corporation.

ARTICLE II

NAME: The name of the corporation is **OAK CREEK HOMEOWNERS ASSOCIATION, INC.** (hereinafter referred to as the "Association").

ARTICLE III

PURPOSE AND POWERS: This Association shall not operate for pecuniary gain or profit, and no part of the net earnings of the Association shall inure to the benefit of any Member or private individual (except that reasonable compensation may be paid for services rendered). It is the intention hereof that the Corporation shall qualify for tax-exempt status under the Internal Revenue Code pursuant to I.R.C. §528 or such other code sections, regulations or rulings as the Association may deem appropriate; and the powers contained herein shall be construed and limited to preserve tax-exempt status, notwithstanding any provision hereof which might be construed to cause a disqualification thereof. The general purposes for which it is formed are to:

(a) provide for maintenance and preservation of the Association Common Areas (as such terms are defined in any declaration of restrictive covenants or other similar restrictive documents (hereinafter referred to as the "Declaration")) for the Oak Creek subdivision in Carroll County, Maryland, an approved residential subdivision consisting of those parcels and residential lots (hereinafter referred to as the "Lots") of ground more particularly shown on the plats recorded, or to be recorded, in Carroll County and identified as "Oak Creek" (hereinafter referred to as "Oak Creek");

(b) provide for architectural review as provided for in the Declaration, and such other projects as may be necessary and/or appropriate to benefit and maintain the value of the Lots and houses within Oak Creek and the integrity of the subdivision; and

(c) promote the health, safety and welfare of the residents of Oak Creek, and the well being of the Association and Oak Creek and any other matters which may hereafter be brought within the jurisdiction of this Association.

(d) relating to and not in limitation of these general purposes, the Association shall have the following specific purposes and powers:

(1) fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of the Declaration or the By-Laws of the Association; enforce any and all covenants, conditions, easements, restrictions, charges, liens, and agreements set forth in the Declaration, pay all expenses in connection therewith and any 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 any property of the Association; and

(2) make contracts and incur liabilities with regard to matters relating to easements and improvements owned by the Association or otherwise affecting the Association Common Areas; and to convey and/or exchange lands, easements or other rights which may be necessary and appropriate to address problems and issues as they may arise from time to time; and

(3) adopt and amend rules and regulations governing the use of the Association Common Areas and Lots by Members and their guests, and to establish penalties for the violation thereof; and

(4) have and exercise to the extent necessary or desirable for the accomplishment of the purpose of the Association any and all powers, rights and privileges which corporations of similar character may now or hereafter have or exercise under the laws of the State of Maryland.

ARTICLE IV

RESIDENT AGENT AND ADDRESS: The post office address of the Association is 2700 Philadelphia Road, Edgewood, Harford County, Maryland 21040. The resident agent of the Association is Linda Veach, 2700 Philadelphia Road, Edgewood, Harford County, Maryland 21040.

The resident agent is a citizen and resident of the State of Maryland.

ARTICLE V

NO CAPITAL STOCK: The Association is not authorized to issue capital stock.

ARTICLE VI

MEMBERSHIP: Every individual or entity who is an Owner or who holds an undivided, common or joint interest in any Lot, 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 the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot.

ARTICLE VII

VOTING RIGHTS: Each Member shall be entitled to one (1) vote for each Lot owned by the Member, except that where more than one (1) person holds an interest in any Lot, all such persons shall be Members but 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.

ARTICLE VIII

BOARD OF DIRECTORS: The affairs of this Association shall be managed by one (1) Director, subject to an increase in the number of directors pursuant to the Bylaws. Directors shall be Members of the Association or officers, employees or agents of any entity that is a Member. The composition of the Board of Directors and the term of the Directors shall be governed by the following additional conditions:

(1) The name of the person who is to serve as the initial Director until the election and qualification of a successor is Robert C. Ward.

(2) The Members shall elect Directors each for a term of up to three (3) years as set forth in the By-Laws. Any vacancy occurring in the Board of Directors before the expiration of the three (3) year term may be filled at any meeting of the Board of Directors or by a sole remaining Director, and if not previously so filled, shall be filled at the next meeting of the Members.

ARTICLE IX

DISSOLUTION: The Association may only be dissolved: (a) at the end of twenty (20) years from the date the Declaration is recorded or at the end of each successive ten (10) year period thereafter, (b) together with the expiration of the Declaration, and (c) with the assent given in writing and signing by Members entitled to cast two-thirds (2/3) of the votes held by Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to and vest in an appropriate civic organization to be used for purposes as nearly as practicable similar to those set forth herein for the Association. In the event that such a dedication is refused, the assets shall be conveyed and assigned to any non profit corporation, association or organization devoted to similar purposes.

ARTICLE X

DURATION: Subject to the provisions of Article IX, the Association shall exist perpetually.

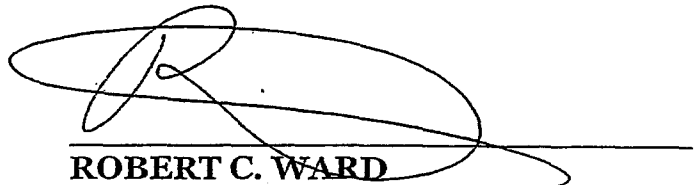
ARTICLE XI

LIMITATION OF LIABILITY: Liability of Directors, Officers, or Members of the Corporation for money damages shall be limited to the full extent permissible by MD. CODE ANN., Courts and Judicial Proceedings Article, Section 5-349 and Corporations and Associations Article, Section 2-405.2, as same may be amended or recodified from time to time. The Association shall indemnify its Directors and Officers to the full extent permitted by MD. CODE ANN., Corporations and Associations Article, Section 2-418, except if and as otherwise provided in the Bylaws.

ARTICLE XII

GENERAL: These Articles may be amended in accordance with the laws of the State of Maryland, provided that no amendment shall be made without the written assent of Members entitled to cast two-third (2/3) of the votes held by Members.


IN WITNESS WHEREOF, the above-named Incorporator has signed these Articles of Incorporation this 3rd day of February, 2004, and acknowledges the same to be his act and deed.


ROBERT C. WARD

RETURN TO:

John T. Maguire, Esquire
Hollman, Hughes, Maguire,
Timchula & Titus, Chartered
189 East Main Street
Westminster, Maryland 21157
410-876-3183

THE UNDERSIGNED HEREBY CONSENTS TO APPOINTMENT AS RESIDENT
AGENT OF THE ABOVE-REFERENCED CORPORATION.


LINDA VEACH