

ARTICLES OF INCORPORATION  
OF  
REVELL DOWNS ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland July 6, 1981 at 3:00 o'clock p M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2512 82401, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 22.00 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 113620

ARTICLES OF INCORPORATION  
OF  
REVELL DOWNS ASSOCIATION, INC.

In compliance with the requirements of the Laws of the State of Maryland, Corporations and Associations Article, Section 5-201 et seq., the undersigned, all of whom are residents of the State of Maryland and all of whom are of full legal age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Revell Downs Association, Inc. hereafter called the "Association."

ARTICLE II

The principal office of the Association is located at P.O. Box 324, Annapolis, Maryland 21404.

ARTICLE III

David A. Simison, whose address is 650 Ritchie Highway, Severna Park, Maryland 21146, is hereby appointed the initial resident agent of this Association; said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide for maintenance, preservation and architectural control of the residential lots and common area within that certain tract of property described in "Exhibit A" attached hereto and made a part hereof, 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 among the Land Records of Anne Arundel County, Maryland in Liber 3040, folio 845 and as the same may be amended from time to time as therein provided, said Declaration 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 or personal 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 purposes 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;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Stock Corporation Law of the State of Maryland by law now has or may hereafter exercise.

ARTICLE V

Membership

Every person or entity who is a record owner of a fee or undivided fee interest in 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 the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. The Corporation shall not be authorized to issue stock to any member or entity.

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 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 the Class A Membership equal to the total votes outstanding in the Class B Membership; or
- (b) on January 1, 1982.

ARTICLE VII

Board of Directors

The affairs of this Association shall be managed by a Board of Directors consisting of no less than three (3) and no more than seven (7) directors,

who must be members of the Association. The number of directors may be changed by amendment of the By Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAMES</u>	<u>ADDRESSES</u>
Paul Battaglini	1650 Secretariat Drive Annapolis, MD 21401
Robert Young	1645 Secretariat Drive Annapolis, MD 21401
Blaise DeFidele	1651 Secretariat Drive Annapolis, MD 21401

#### 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. 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

The corporation shall exist perpetually.

#### ARTICLE X

##### Amendments

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

#### ARTICLE XI

##### FHA/VA Approval

As long as there is a Class B Membership, the following actions will require the prior approval of the Federal Housing Administration or the

Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of common area, dedication of common area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Maryland, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 15th day of JUNE, 1981.

Joseph L. Lazzari  
JOSEPH L. LAZZARI  
466 Ruffian Ct., Annapolis, MD

Jeffrey Steven Layne  
JEFFREY STEVEN LAYNE  
1630 Polish Pleasure Ct.  
Annapolis, MD

Robert A. Young  
ROBERT A. YOUNG  
1645 Secretariat Dr.  
Annapolis, MD

Edwin L. Butler  
EDWIN L. BUTLER  
1627 Canoehead Ct.  
Annapolis, MD

Peggy L. Murchake  
PEGGY L. MURCHAKE  
1630 Secretariat Dr.  
Annapolis, MD

Paul E. Battaglini  
PAUL E. BATTAGLINI  
1650 Secretariat Dr.  
Annapolis, MD

Gratton H. Ray III  
GRATTON H. RAY III  
470 Ruffian Ct., Annapolis, MD

Blaise E. DiFe dele  
BLAISE E. DIFEDELE  
1651 Secretariat Dr.  
Annapolis, MD

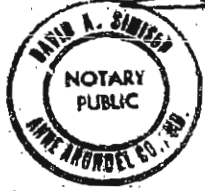
STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 15th day of JUNE, 1981, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Joseph L. Lazzari, Gratton H. Ray III, Paul E. Battaglini, Robert A. Young, Blaise E. DiFe dele, Peggy L. Murchake, Jeffrey Steven Layne, Edwin L. Butler, who acknowledged themselves to be the incorporators of Revell Downs Association, Inc., and executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and Notarial Seal.

My commission expires:

7/1/82



[Signature]  
Notary Public

EXHIBIT A

BEING all those lots of ground, situate and lying in Anne Arundel County, State of Maryland and shown on the Plats entitled "Revell Downs, Section One - Plat One", "Revell Downs Section One - Plat Two", and "Revell Downs, Section One - Plat Three", which plats are recorded among the Land Records of Anne Arundel County in Plat Book 63, pages 39,40 and 41, respectively.