

SECTION II

ARTICLES OF INCORPORATION

OF

FARMBROOK HOMEOWNERS ASSOCIATION, INC.

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**ARTICLES OF INCORPORATION
OF
FARBROOK HOMEOWNERS ASSOCIATION, INC**

In compliance with the requirements of the general laws of the State of Maryland, the undersigned, who is a resident of the State of Maryland and whose post office address is 3450 Fort Meade Road, Laurel, Maryland 20310, being at least twenty-one (21) years of age, has this day voluntarily executed and delivered these Articles for the purpose of forming a non-stock corporation not for profit and does hereby certify:

ARTICLE I

The Name of the corporation is Farmbrook Homeowners Association, Inc., hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at 3450 Fort Meade Road, Suite 205, Laurel, Maryland 20810.

ARTICLE III

Kenneth H. Roberts, whose address is 3450 Ron Head. Road • Suite 205, Laurel, Maryland 20810, is hereby appointed the initial registered agent for this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association 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 within that certain tract of property known as the Farmbrook Subdivision, which is further described as follows:

All that land or parcel of ground situate, lying and being in the Frederick Election District, Frederick County, State of Maryland, and being more particularly described as follows:

Beginning at a point in the center of the Ballenger Creek Pike North 39° 36' 42" East 165.08 feet from the southwest corner of the property and running with the fourth (4th) or south 38-3/4° West 19 perch line of the whole tract reversed

- 1) North 39° 36' 42" East 132.57 feet, thence with a portion of the third (3rd) or South 24-1/2 West 113-7/10 perch line of the whole reversed
- 2) North 23° 14' 32" East 431.73 feet, thence by lines of division now made
- 3) South 66° 40' 37" East 41.33 feet to a point on the east side of the Right-of-Way for Ballenger Creek Pike, thence

- 4) South 21° 47' 02" East 56.54 feet to a point on the north side of the Right-of-Way for Fellingwood Drive, thence continuing therewith
- 5) South 66° 45' 28" East 18.67 feet to the beginning curve to the right having a radius of 680.00 feet and running therewith
- 6) An arc distance of 474.73 feet thru a central angle of 40° 00' 00" by a chord bearing South 46° 45' 28" East 465.15 feet to a point of compound curve and running with a curve to the left having a radius of 520.00 feet
- 7) An arc distance of 256.39 feet thru a central angle of 28° 15' 01" by a chord bearing South 40° 52' 58" East 253.80 feet, thence
- 8) South 55° 00' 29" East 305.00 feet to the beginning of a curve to the left having a radius of 520.00 feet and running therewith
- 9) An arc distance of 453.04 feet thru a central angle of 49° 55' 03" by a chord bearing South 79° 58' 00" East 438.84 feet, thence crossing Fellingwood Drive
- 10) South 14 ° 55' 32" East 110.00, and running thence
- 11) South 20° 40' 49" West 92.95 feet, thence
- 12) South 34° 59' 31" West 71.00 feet, thence
- 13) North 55° 00' 29" West 95.00 feet, thence
- 14) North 82° 28' 56" West 56.36 feet, thence
- 15) North 55° 00' 29" West 100.00 feet, thence
- 16) South 34° 59' 31" West 195.00 feet, thence
- 17) South 55° 00' 29" East 20.00 feet, thence
- 18) South 34° 59' 31" West 140.00 feet, thence running parallel to and thirty (30.00) feet off of the centerline of that 100.00 foot Right-of-Way granted unto Potomac Edison Company by Charles I. And Alice H. Staley, March 11, 1977, and recorded in Liber 1012 at Folio 1069
- 19) North 55° 00' 29" West 600.48 feet to a point on the cul-de-sac for Sandbar Circle and running with the Right-of-Way therefore by a curve to the right having a radius of 50.00 feet
- 20) An arc distance of 68.95 feet thru a central angle of 79° 00' 47" by a chord bearing north 55° 00' 29" West 63.62 feet, thence continuing thirty (30.00) feet off of the centerline of the Potomac Edison Right-of-Way
- 21) North 55° 00' 29" West 656.18 feet to the point of beginning.

Containing 15.23 acres of land, more or less, the above described property will be subdivided into Lots 1 thru 19; Lots 101 thru 102; Lots 201 thru 216; Lots 301 thru 304; add, Lots 401 and 402 as shown on flats of Subdivision intended to be recorded subsequent hereto entitled Farmbrook Section One.

Being a part of that tract or parcel of land conveyed unto Charles Irving Staley and Alice H. Staley, his wife, by Frederick S. Cross, unmarried, and by deed dated October 18, 1966, and recorded in Liber 756 at Folio 387.

AND

All that tract, part of tract or parcel of land situate, lying and being off Ballenger Creek Road in Frederick District, Frederick County, Maryland, and more particularly described as follows:

Beginning at a point on the North side of the Right-of-Way for Farmbrook Drive (formerly called Fellingwood Drive) at the end of the ninth (9th) line, an arc of a curve of 433.04 feet having a radius of 520.00 feet and a chord bearing South 79° 53' 00" East 438.84 feet in a deed unto Land Development Associates from Charles Irving Staley et al., dated November 9, 1979, and recorded in Liber 1100 at Folio 411 and continuing with said curve thin a central angle of 7° 34' 57"

- 1) An arc distance of 68.81 feet by chord bearing North 70° 17' 00" East 68.77 feet to the end of said curve, thence
- 2) North 67° 29' 31" East 275.00 feet to a point, thence
- 3) North 22° 30' 29" West 586.00 feet to a point, thence
- 4) South 67° 29' 31" West 507.00 feet to a point, thence
- 5) South 22° 30' 29" East 287.00 feet to a point, thence
- 6) South 58° 05' 07" East 168.44 feet to a point, thence
- 7) South 22° 30' 29" East 144.44 feet to a point at the end of 326.32 feet on the aforementioned ninth (9th) line in Liber 1100 Folio 411 and continuing with said line, a curve having a radius of 520.00 feet thru a central angle of 7° 21' 02",
- 8) An arc distance of 66.71 feet by a chord bearing North 78° 44' 59" East 66.66 feet to the point of beginning; containing 6.28 acres of land, more or less.

The above-described property will be subdivided into 53 lots consisting of blocks 4 thru 11 as shown on Flats of Subdivision intended to be recorded subsequent hereto entitled Farmbrook Section Three.

Being a part of the real estate conveyed unto Charles and Alice H. Staley, his wife, by deed from Frederick S. Cross, dated October 18, 1966, and recorded in Liber 756 at Folio 327, Land Records of Frederick County, Maryland.

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, Frederick County, Maryland, and as the same may be amended from time to time 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;

1) 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 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 without the assent of two-thirds (2/3) of each class of members;

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

g) have end to exercise any and all powers, rights and privileges which a corporation organize under the Non-Stock Corporation Law of the State of Maryland by law may 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 which is subject to 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.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A- Class A members shall be all Owners, except Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) 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 (1) vote be cast with respect to any Lot.

Class B. The Class B member shall be the Declarant and shall entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership upon the happening of the following events, whichever occurs earlier:

(a) If the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; except where the provisions of Article IX of, the "Declaration of Covenants, Conditions and Restrictions" permit additional land to be annexed, the Class B membership shall not be terminated under this paragraph.

(b) On June 1,1988.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be Managed by a Board of five (5) Directors, which number may be increased or decreased pursuant to the By-Laws of the Association, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
J. Winston Read	198 Thomas Johnson Drive, Suite 15, Frederick • Maryland 21701
Terry Putman	198 Thomas Johnson Drive, Suite 15, Frederick, Maryland 21701
William Hammersley	198 Thomas Johnson Drive, Suite 15, Frederick, Maryland 21701
Kenneth B. Roberts	3450 Fort Meade Road, Suite 206, Laurel • Maryland 20810
Thomas C. Munz	3450 Fort Meade Road, Suite 206, Laurel, Maryland 20210

At the first annual setting at which five (5) directors are to be chosen, the members shall elect two (2) directors for a term of one (1) year, (2) directors for a term of two (2) years and one (1) director for a term of three (3) years; and at each annual meeting thereafter the members shall elect the number of directors whose terms are then expiring for a term equal to the term of the directors whose terms are then expiring.

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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

This corporation shall exist perpetually.

ARTICLE X

AMMENDMENTS

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

ARTICLE XI

This Association is not authorized to issue any capital stock and shall not be operated for profit. The Association does not anticipate distributing dividends, gains or profits to its members.

ARTICLE XII

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 purposes of forming this Association under the laws in the Sate of Maryland, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 4th day of October, 1980.

(signed)

Thomas C. Munz

STATE OF MARYLAND)
COUNTY OF PRINCE GEORGE'S)

(notarized 9 October 1980)