

ARTICLES OF INCORPORATION

OF

VILLAGE OF OLDE MILL COMMUNITY ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 3, 1970 at 1:00 o'clock P. M. as in conformity with law and ordered recorded.

A 16636

Recorded in Liber 7800-301, folio [blank], of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Superior Court of Baltimore City

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.



STATE OF MARYLAND

is a true and complete copy of the original as kept in this office. DATED:

DEPARTMENT OF ASSESSMENTS AND TAXATION

previous certification system. Effective: 6/95

9-16-17
[Handwritten signature]

ARTICLES OF INCORPORATION

OF

VILLAGE OF OLDE MILL COMMUNITY ASSOCIATION, INC.

FIRST: WE, THE UNDERSIGNED, MILDRED HEMSTETTER, WHOSE POST OFFICE ADDRESS IS 3 ELM DRIVE, GLEN BURNIE, MARYLAND 21061; SANDRA D. MAYER, WHOSE POST OFFICE ADDRESS IS 904 HOOPER AVENUE, APARTMENT C, BALTIMORE, MARYLAND 21227; AND PATRICIA S. WEINSTEIN, WHOSE POST OFFICE ADDRESS IS 8503 GLENN MICHAEL LANE, APARTMENT 3, RANDALLSTOWN, MARYLAND 21133; EACH BEING AT LEAST TWENTY-ONE (21) YEARS OF AGE, DO HEREBY ASSOCIATE OURSELVES AS INCORPORATORS WITH THE INTENTION OF FORMING A CORPORATION UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS VILLAGE OF OLDE MILL COMMUNITY ASSOCIATION, INC.

THIRD: THE PURPOSE FOR WHICH THE CORPORATION IS FORMED IS AS FOLLOWS: THIS CORPORATION DOES NOT CONTEMPLATE PECUNIARY GAIN OR PROFIT TO THE MEMBERS THEREOF, AND THE SPECIFIC PURPOSES FOR WHICH IT IS FORMED IS TO PROVIDE FOR AND PROMOTE THE HEALTH, SAFETY AND WELFARE OF THE RESIDENTS WITHIN THAT CERTAIN SUB-DIVISION KNOWN AS "THE VILLAGE OF OLDE MILL" AND ANY ADDITIONS THERETO AS MAY HEREINAFTER BE BROUGHT WITHIN THE JURISDICTION OF THIS CORPORATION. FOR THIS PURPOSE, TO:

(A) EXERCISE ALL OF THE POWERS AND PRIVILEGES AND TO PERFORM ALL OF THE DUTIES AND OBLIGATIONS OF THE CORPORATION AS SET FORTH IN ITS BY-LAWS AS THE SAME MAY BE AMENDED FROM TIME TO TIME AS THEREIN PROVIDED;

(B) FIX, LEVY, COLLECT AND ENFORCE PAYMENT BY ANY LAWFUL MEANS OF ALL CHARGES, DUES OR ASSESSMENTS PURSUANT TO THE TERMS OF THE BY-LAWS; TO PAY ALL EXPENSES IN CONNECTION THEREWITH AND ALL OFFICE AND OTHER EXPENSES INCIDENT TO THE CONDUCT OF THE BUSINESS OF THE CORPORATION, INCLUDING ALL LICENSES, TAXES OR GOVERNMENTAL CHARGES LEVIED OR IMPOSED AGAINST THE CORPORATION.

(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 CORPORATION;

(D) BORROW MONEY AND, WITH THE ASSENT OF TWO-THIRDS (2/3) OF THE 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) PARTICIPATE IN MERGERS AND CONSOLIDATIONS WITH OTHER NON-PROFIT CORPORATIONS ORGANIZED FOR THE SAME PURPOSES OR ANNEX ADDITIONAL RESIDENTIAL PROPERTY;

(F) 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 MAY NOW OR HEREAFTER HAVE OR EXERCISE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS No. 233 EQUITABLE BUILDING, BALTIMORE, MARYLAND 21202. THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THIS STATE IS MURRAY F. HOOPER, No. 233 EQUITABLE BUILDING, BALTIMORE, MARYLAND 21202. SAID RESIDENT AGENT IS A CITIZEN OF THIS STATE AND ACTUALLY RESIDES HEREIN.

FIFTH: THE CORPORATION IS NOT AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH: EVERY PERSON WHO IS A RESIDENT IN THE VILLAGE OF OLDE MILL OR WHO IS THE RECORD OWNER OF ANY LOT IN THE VILLAGE OF OLDE MILL SHALL BE ELIGIBLE FOR MEMBERSHIP. MEMBERSHIP SHALL BE SUBJECT TO SUCH RULES, REGULATIONS AND BY-LAWS AS SAME MAY, FROM TIME TO TIME, BE ADOPTED, MODIFIED OR AMENDED. THE FOREGOING IS NOT INTENDED TO INCLUDE PERSONS OR ENTITIES WHO HOLD AN INTEREST MERELY AS SECURITY FOR THE PERFORMANCE OF AN OBLIGATION.

SEVENTH: EACH MEMBER SHALL BE ENTITLED TO ONE (1) VOTE.

BOARD OF DIRECTORS

EIGHTH: THE AFFAIRS OF THIS CORPORATION SHALL BE MANAGED BY THE BOARD OF DIRECTORS. THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3), WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, 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: MILDRED HEMSTETTER, SANDRA D. MAYER AND PATRICIA S. WEINSTEIN. AT THE FIRST ANNUAL MEETING, THE MEMBERS SHALL ELECT ONE (1) DIRECTOR FOR A TERM OF ONE (1) YEAR, ONE (1) DIRECTOR 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 ONE (1) DIRECTOR FOR A TERM OF THREE (3) YEARS.

DISSOLUTION

NINTH: THE CORPORATION MAY BE DISSOLVED WITH THE ASSENT GIVEN IN WRITING AND SIGNED BY NOT LESS THAN TWO-THIRDS (2/3) OF THE MEMBERS. UPON DISSOLUTION OF THE CORPORATION, OTHER THAN INCIDENT TO A MERGER OR CONSOLIDATION, THE ASSETS OF THE CORPORATION SHALL BE DEDICATED TO AN APPROPRIATE PUBLIC AGENCY TO BE USED FOR PURPOSES SIMILAR TO THOSE FOR WHICH THIS CORPORATION 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.

DURATION

TENTH: THE CORPORATION SHALL EXIST PERPETUALLY.

AMENDMENTS

ELEVENTH: AMENDMENT OF THESE ARTICLES SHALL REQUIRE THE ASSENT OF SIXTY PER CENT (60%) OF THE ENTIRE MEMBERSHIP.

IN WITNESS WHEREOF, FOR THE PURPOSES OF FORMING THIS CORPORATION UNDER THE LAWS OF THE STATE OF MARYLAND, WE, THE UNDERSIGNED, CONSTITUTING THE INCORPORATORS OF THIS CORPORATION, HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 25TH DAY OF March, 1970.

WITNESS AS TO ALL:

William J. Paul

Mildred Hemstetter (SEAL)
MILDRED HEMSTETTER

Sandra D. Mayer (SEAL)
SANDRA D. MAYER

Patricia S. Weinstein (SEAL)
PATRICIA S. WEINSTEIN

CARDIN AND CARDIN
ATTORNEYS AT LAW
SUITE 233 EQUITABLE BLDG.
CALVERT AND FAYETTE STS.
BALTIMORE, MD. 21202

STATE OF MARYLAND, *COUNTY* OF BALTIMORE, TO WIT:

I HEREBY CERTIFY, THAT ON THIS 25TH DAY OF March, 1970,

BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR
THE *COUNTY* AFORESAID, PERSONALLY APPEARED MILDRED HEMSTETTER, SANDRA
D. MAYER AND PATRICIA S. WEINSTEIN, AND THEY SEVERALLY ACKNOWLEDGED THE
FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

William F. Paul

