

Articles of Incorporation
Foster Branch Homeowners Association No. 1, Inc.

Order: NRYQ4QGSB
Address: 404 Tanglewood Ct
Order Date: 07-25-2023
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approved and received for record by the State Department of Assessments and Taxation of Maryland on November 11, 1964 at 10:00 o'clock A.M. as in conformity with law and ordered recorded.

A 9286

Recorded in Liber 56 folio 5 one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 24.00 Recording fee paid \$

To the clerk of the Circuit Court of Harford County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements 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.

FOSTER BRANCH HOME OWNERS ASSOCIATION NO. 1, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mildred Barnes, Ronald P. Fish and John A. O'Connor, Jr., the post office address of each of whom is 1508 First National Bank Building, Baltimore, Maryland 21202, each being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, hereby associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called "the corporation") is:

FOSTER BRANCH HOME OWNERS ASSOCIATION NO. 1, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To provide for the ownership in and maintenance of open spaces and common areas and to preserve the values and amenities within the residential area known as "Foster Branch" located in Joppatowne, Harford County, Maryland, and as more particularly described in The Declaration of Restrictions and Covenants intended to be filed among the Land Records of Harford County, Maryland (herein referred to as the Recorded Covenants) and such additions thereto as may hereafter be brought within the jurisdiction of this corporation, by annexation, as provided in Article Eighth herein, hereinafter referred to as "The Properties".

In furtherance of the above purposes, the corporation shall be empowered:

1.

(a) to own, acquire, build, operate, and maintain recreation parks, playgrounds, swimming pools, golf courses, commons, streets, footways, including trees, and including buildings, structures, personal properties incident thereto, hereinafter referred to as "the common properties and facilities";

(b) to fix assessments (or charges) to be levied against The Properties;

(c) to enforce any and all covenants, restrictions and agreements applicable to The Properties;

(d) to pay taxes, if any, on the common properties and facilities; and

(e) insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, is reasonably requisite to the fulfillment of any of the foregoing and to promote the common benefit and enjoyment of the residents of The Properties.

FOURTH: The post office address of the place at which the principal office of the corporation in this state will be located is P.O. Box 38, Joppatowne, Joppa, Maryland 21085. The Resident Agent of the Corporation is Seymour Raphael whose post office address is P.O. Box 38, Joppatowne, Joppa, Maryland 21085. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: Every person or entity who is a record owner of a fee or undivided fee interest in any Lot [or Living Unit] which is subject by covenants of record to assessment by the Corporation shall be a member of the Corporation provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member. For the

purposes of these Articles, the following words shall have the following meanings:

Owner - "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple [or leasehold title when said property is subject to a ground rent] title to any Lot or Living Unit situated upon The Properties but, notwithstanding any applicable theory of the mortgage, shall not mean or refer to the mortgagee unless and until such mortgagee has acquired title pursuant to foreclosure or any proceeding in lieu of foreclosure.

Multifamily Structure - "Multifamily Structure" shall mean any building containing two or more Living Units under one roof except when each such living unit is situated upon its own individual lot.

Lot - "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of The Properties with the exception of Common Properties as heretofore defined.

Living Unit - "Living Unit" shall mean and refer to any portion of a building situated upon The Properties designated and intended for use and occupancy as a residence by a single family.

SIXTH: The Corporation shall have no capital stock.

Every person or entity who is a record owner of a fee or undivided fee or leasehold interest as previously defined in any lot which is subject by the covenants of record to assessment by the Association shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member. The number of votes each member may cast on any matter submitted for membership vote shall be as follows: (i) each

member who is a sole owner shall be entitled to one vote for each lot so owned; (ii) where two or more members are the owners of an interest, said members acting together shall have one vote for each lot so owned, and a vote may be cast only by unanimous agreement between or among them; and (iii) so long as the Developer shall be a member, said company shall have 122 votes in addition to those authorized by the preceding clauses (i) and (ii).

SEVENTH: The affairs of the corporation shall be managed by a board of directors who need not be members of the corporation. The number of directors of the corporation shall be three (3), which number may be increased by amendment in multiples of three (3) provided that the total number of directors shall always consist of an odd number of directors.

EIGHTH: Additions to the properties described in Article Third may be made in accordance with the provisions of the recorded covenants applicable to said properties. Such additions, when properly made under the applicable Recorded Covenants, shall extend the jurisdiction, functions, duties, and membership of this corporation to such properties. Where the applicable Recorded Covenants require that certain additions be approved by this corporation, such approval must have the assent of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

NINTH: Subject to the provisions of the Recorded Covenants applicable to the properties described in Article Third, and to the extent permitted by law, the corporation may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance setting forth the purpose of the meeting.

TENTH: The corporation shall have power to mortgage its properties only to the extent authorized under the recorded covenants applicable to said properties.

The total debts of the corporation including the principal amount of such mortgages, outstanding at any time, shall not exceed the total of two (2) years' assessments current at that time, provided that authority to exceed said maximum in any particular case may be given by an affirmative vote of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ELEVENTH: The quorum required for any action governed by Articles Eighth, Ninth and Tenth of these Articles shall be as follows:

At the first meeting duly called as provided therein, the presence of members or of proxies, entitled to

cast sixty (60) per cent of all of the votes shall constitute a quorum. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirements set forth in said Articles, and the required quorum at any subsequent meeting shall be one-half of the required quorum at the preceding meeting, provided that no such subsequent meeting shall be held more than sixty (60) days following such preceding meeting.

TWELFTH: The corporation shall have power to dispose of its real properties only as authorized under the recorded covenants applicable to said properties.

THIRTEENTH: The corporation may be dissolved only with the assent given in writing and signed by the members entitled to cast two-thirds of the votes of the membership. Written notice of a proposal to dissolve, setting forth the reasons therefor and the disposition to be made of the assets (which shall be consonant with Article Fourteenth hereof) shall be mailed to every member at least ninety (90) days in advance of any action taken.

FOURTEENTH: Upon dissolution of the corporation, the assets, both real and personal of the corporation, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. 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 purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation.

No such disposition of Association properties shall be effective to divest or diminish any right or title of any member vested in him under the recorded covenants and deeds applicable to The Properties unless made in accordance with the provisions of such covenants and deeds.

FIFTEENTH: These Articles may be amended in accordance with the law, provided that the voting and quorum requirements specified for any action under any provision of these Articles shall apply also to any amendment of such provision, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded covenants applicable to The Properties (as, for example, membership and voting rights) which are part of the property interests created thereby.

SIXTEENTH: The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members.

SEVENTEENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of Incorporation this 11th day of November, 1966.

WITNESS:

Dotti Claire Liberles
Dotti Claire Liberles

Mildred Barnes (SEAL)
Mildred Barnes

Ronald P. Fish (SEAL)
Ronald P. Fish

John A. O'Connor, Jr. (SEAL)
John A. O'Connor, Jr.

STATE OF MARYLAND, CITY OF BALTIMORE: TO WIT:

I HEREBY CERTIFY that on this 11th day of November 1966, before me, the subscriber, a Notary Public of the State and City aforesaid, personally appeared Mildred Barnes, Ronald P. Fish and John A. O'Connor, Jr. and they severally acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Doth Claire Liberles

Notary Public

CLAIRE LIBERLES,
Notary Public, Baltimore City, Md.
Commission Expires 7-1-67

