

**COMPILATION OF
ARTICLES OF INCORPORATION
OF
COOKE’S HOPE HOMEOWNERS ASSOCIATION, INC.
AS
ORIGINALLY INCORPORATED AND AS AMENDED**

FIRST: I, the undersigned, Richard K. White, Jr., whose post office address is 101 Bay Street, Easton, Maryland, being at least twenty-one (21) years of age, do hereby form 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 “Association”) is:

COOKE’S HOPE HOMEOWNERS ASSOCIATION, INC.

THIRD: 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 the maintenance, preservation and architectural control of the residence lots and the Association’s property which is attached hereto as Exhibit “A” and made a part hereof, and such additional property described in Exhibit “B” attached hereto and made a part hereof (the property described on Exhibit “A” being a part of the property described on Exhibit “B”) as may be subjected to the Declaration of Covenants, Conditions and Restrictions made by CHESTON LIMITED PARTNERSHIP, a Maryland Limited Partnership; WILLIAM T. HUNTER, JR.; CHRISTINE F. HUNTER, wife of William T. Hunter, Jr.; RUSSELL W. FISHER (also referred to as “R.W. Fisher”), by William T. Hunter, Jr., as Attorney-in-Fact under a Power of Attorney, dated June 1, 1988 and recorded among the Land Records of Talbot County, Maryland immediately prior hereto; CHRISTINA S. FISHER, wife of Russell W. Fisher, by William T. Hunter, Jr., as Attorney-in-Fact under a Power of Attorney, dated June 1, 1988 and recorded among the Land Records of Talbot County, Maryland immediately prior hereto; WILLIAM T. HUNTER, JR., as Custodian for Howard William Hunter under the Maryland Uniform Gifts to Minors Act until said minor attains the age of twenty-one; WILLIAM T. HUNTER, JR., as Custodian for David Christian Hunter under the Maryland Uniform Gifts to Minors Act until said minor attains the age of twenty-one; WILLIAM T. HUNTER, JR., as Custodian for Peter Jasper Hunter under the Maryland Uniform Gifts to Minors Act until said minor attains the age of twenty-one; WILLIAM T. HUNTER, JR., as Custodian for Matthew Allen Fisher under the Maryland Uniform Gifts to Minors Act until said minor attains the age of

twenty-one; and WILLIAM T. HUNTER, JR., as Custodian for Kate Elizabeth Fisher under the Maryland Uniform Gifts to Minors Act until said minor attains the age of twenty-one (collectively “Declarant”, dated June 1, 1988, and recorded or intended to be recorded among the Land Records for Talbot County, State of Maryland (hereinafter called the “Declaration”), 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, and for these purposes to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligation of the Association as set forth in the Declaration 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 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 the members in good standing entitled to cast at least sixty percent (60%) of the total votes of the membership, 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 Association’s property to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common property, provided that any such merger, consolidation or annexation shall have the assent of the members in good standing entitled to cast at least sixty percent (60%) of the total votes of the membership;

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit 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 Association in this State is The Bullitt House, Harrison and Dover Streets, Easton, Maryland 21601. The name and post office address of the Resident Agent of the Association in this State is Richard K. White, Jr., 101 Bay Street, Easton, Maryland 21601. Said Resident Agent is an individual actually residing in the State of Maryland.

FIFTH: The Association shall not be authorized to issue any capital stock. Every person or entity who is a record owner ("Owner") of the fee simple title in any lot which is subject to the Declaration and to assessments by the Association, including the Declarant and contract sellers, but excluding those having such interest merely as security for the performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any such lot.

SIXTH: The Association shall have one (1) class of voting membership which shall consist of all of the Owners of the subdivided and recorded lots. When more than one person holds an interest in any lot, all of such persons shall be members; however, the vote for such lot shall be exercised as they among themselves determine and in no event, shall more than one (1) vote be cast with respect to any lot. The Declarant shall be entitled to one (1) vote for each subdivided and recorded lot that it owns.

SEVENTH: The affairs of the Association shall be managed by a Board of seven (7) directors. The number of directors may be increased or decreased as provided in the By-Laws, but may not be increased to more than eleven (11) nor decreased to less than three (3).

EIGHTH: The Association may be dissolved with the assent given in writing and signed by the members entitled to cast two-thirds (2/3rds) of the total votes of the membership. 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.

NINTH: The Association shall exist perpetually.

[This compilation includes text of original Articles of Incorporation dated June 1, 1988; as amended by Articles of Amendment dated May 13, 2013; and as further amended by Second Articles of Amendment dated June 11, 2019.]