



**DRUM POINT PROPERTY OWNERS ASSOCIATION, INC.
RESTATEMENT AND AMENDMENT TO ARTICLES OF INCORPORATION**

The Drum Point Property Owners Association, Inc. a Maryland non-stock, not-for-profit corporation and homeowners association having its principal office in Calvert County, Maryland, (hereinafter referred to as the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: WHEREAS, We, the undersigned subscribers, being the duly elected and constituted Board of Directors of the Corporation, all being of full legal age, do, under and by virtue of the Public General Laws of the State of Maryland, and authorized in accordance with Article EIGHTH of the "Drum Point Property Owners Association, Inc. Articles of Incorporation" dated 6 June 1972, duly adopted a resolution in favor of this Restatement and Amendment To Articles of Incorporation, and declare that said Restatement and Amendment was advisable and directed that it be submitted for action thereon by the members of the Corporation at a special meeting held on September 29, 2005, and,

WHEREAS, Notice setting forth the said Restatement and Amendment to the Articles of Incorporation", and stating the purpose of the meeting of the members of the Corporation (there being no stockholders) to take action thereon, was given, as required by law, to all members of the Corporation. The Restatement and Amendment of the Articles of Incorporation", as herein set forth was approved by the members of the Corporation by mail ballot and by the affirmative vote of two-thirds of all the votes entitled to be cast thereon.

NOW THEREFORE, the Restatement and Amendment to the Articles of Incorporation is as follows:

SECOND: That the name of the corporation (which is hereinafter called the Corporation) shall remain and is DRUM POINT PROPERTY OWNERS ASSOCIATION, INC.

THIRD: The purposes for which the Corporation was originally formed and the purposes for which this charter is herein restated and amended, and the business and objects to be carried on and promoted by the Corporation, and powers of the Corporation generally, are as follows:

To organize, operate and sustain a private not-for-profit, non-stock, civic and social welfare association for the purpose of developing, promoting and protecting social, economic, cultural, recreational, and environmental conditions within the subdivision known as Drum Point Beach subdivision, Calvert County, in the State of Maryland; and to maintain, use, and enjoy such association for the social, cultural, educational, moral and civil improvement and pleasure of its members, and the inhabitants and property owners of the subdivision known as Drum Point Beach; appropriate to protect and enforce the rights and privileges of its members, and the inhabitants and property owners of the subdivision known as Drum Point Beach; and to promote the health and welfare of the residents and property owners of the subdivision known as Drum Point Beach; and in connection with such general purposes and for the fulfillment thereof;

- (a) To purchase, lease, hypothecate, receive, take and hold by gift, grant, devise, or bequest, both real and personal property in trust and otherwise.
- (b) To care for, use, operate, improve, develop, sell, lease, convey, or otherwise dispose of such property.
- (c) To invest and reinvest funds available to it for investment.

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- (d) To solicit and accept contributions and aid from individuals, partnerships, organizations, corporations, municipalities, and from the State of Maryland and the United States of America; and to apply for, receive on behalf, and administer for the benefit of, the Corporation, any federal, state, or local governmental funds or other benefits, or to participate in any federal, state, or local government programs, for which the Corporation may be eligible to apply for, receive, administer and/or otherwise participate in; and to apply for, receive benefits from, and/or otherwise participate in the application for, creation of, and continued operation of, a special taxing district, pursuant to and in accordance with Sections 4-101 – 4-104 of the Public Laws of Calvert County, as may be amended from time to time.
- (e) To hold, operate and carry on such fairs, carnivals, theatrical performances, bazaars, dinners, etc., and other activities as are usually held by such organizations for the purpose of raising money.
- (f) To provide for the use, improvement, maintenance, operation, and repair of the Common Ownership Areas located within the Drum Point subdivision, including any improvements and amenities located thereon; and to establish and enforce rules and regulations for the use of such Common Ownership Areas, including but not limited to roads, rights of way, recreation areas, and any improvements or amenities located thereon.
- (g) To collect, manage, administer, invest and expend, on behalf of the Corporation, the fees, dues, assessments and other funds paid to or otherwise donated to the Corporation, including but not limited to fees required to be paid by lot owners pursuant to Covenants recorded in the Land Records for Calvert County, Maryland; and Association assessments and/or dues lawfully authorized and lawfully levied in accordance with the Corporation's By-Laws; and to distribute proportionately among the lot owners the costs of the use, improvement, maintenance and repair of the Common Ownership Areas including any improvements and amenities located thereon, so long as such distribution of costs is not in conflict with provisions of the Corporation's Covenants, Restrictions And Conditions and the Bylaws recorded in the Land Records for Calvert County, Maryland at Liber _____, Folio _____, and/or any special tax district created pursuant to Sections 4-101 - 4-104 of the Public Local Laws of Calvert County, as may be amended from time to time, or any other applicable laws.
- (h) To perform all such lawful acts which it may be empowered to perform as a homeowner's association pursuant to Maryland Code Annotated, Real Property, Title 11-B, et. seq., commonly known as "The Maryland Homeowners Association Act", as may be amended from time to time.
- (i) Notwithstanding any other provision in this certificate, the Corporation shall not conduct or carry on any activity not permitted to an organization exempt under Section 501 (c) (4) of the Internal Revenue Code, as its regulations now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code as its regulations now exist or as they may hereafter be amended.

CUST ID: 0001790379
WORK ORDER: 0001233417
DATE: 05-25-2006 01:30 PM
AMT. PAID: \$100.00

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- (j) To do all and everything necessary, suitable and proper for the accomplishment of the foregoing objects and purposes, either alone or in association with other corporations, firms, or individuals; to do all other acts or things incidental or appurtenant to the object aforesaid, and to perform all other acts and to exercise all powers permitted by law.
- (k) No part of the net earnings of the Corporation shall inure to the benefit of any member, officer, or director of the Corporation, or any private individual (except reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, officer, or director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets or dissolution of the Corporation.
- (l) Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations as shall at the time qualify as exempt organizations under Section 501(c)(4) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law, as the Board of Directors shall determine.

FOURTH: That the post office address and principal address of the Corporation shall be 401 Lake Drive, Lusby, Maryland 20657. The resident agent of the Corporation shall be Thomas M. Pelagatti, Esq., 306 Merrimac Court, Prince Frederick, Maryland 20678, and said resident agent is an adult citizen of this State and actually resides herein. ✓

FIFTH: The Corporation shall have no capital stock and pay no dividends or salaries to its officers and/or to members of the Board of Directors.

SIXTH: The Corporation shall be governed by a Board of Directors of not less than three (3) directors. The names of the Directors currently serving as of the date of this Amendment are the subscribers herein and who shall act until their successors are duly chosen and qualified in accordance with the Corporation's Bylaws.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Board of Directors of the Corporation:

- (a) The Board of Directors shall adopt the Bylaws of the Corporation. Amendments to the Bylaws of the Corporation shall be made in accordance with the provisions pertaining thereto contained in the Corporation's Bylaws.
- (b) All books and records kept by and on behalf of the Corporation, except such books and records which may be exempted from examination and copying pursuant to Maryland Code, Real Property, Title 11B (commonly known as "The Maryland Homeowners Association Act") shall be made available for examination and copying by lot owner(s) of a lot(s) located within the Drum Point subdivision, the lot owner(s) mortgagees, and the lot owner(s) respective duly authorized agents and attorneys, during normal business hours and after reasonable notice. The Corporation may charge reasonable charges for copies of such books and records.

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the page document on file in this office. DATED: 7-31-06

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BY: [Signature], Custodian

This stamp replaces our previous certification system. Effective: 6/95

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(c) The Corporation reserves the right from time to time to make any amendment to its charter (Articles of Incorporation), which may now or hereafter be authorized by law, including any amendments; but no such amendment shall be valid unless it shall have been authorized by a majority of the Board of Directors of the Corporation by a vote at a meeting of the Board of Directors called in accordance with the By-Laws of the Corporation.

IN WITNESS WHEREOF, we, the undersigned subscribers and members of the Corporation's Board of Directors, being duly authorized by the Corporation, have executed and subscribed this Restatement and Amendment to Articles of Incorporation on this 2 day of May, 2006

OFFICERS:

President, John Gray

John Gray

Vice President, Carol Weinberg

Carol Weinberg

Secretary, Rich Haag

Rich Haag

Treasurer, Max Munger

Max Munger

Director, John McCall

John McCall

Director, Craig Sellers

Craig Sellers

Director, Dawn Jaeger

Dawn Jaeger

Director, Dan Stallings

Dan Stallings

Director, Dennis Baker

Dennis Baker

STATE OF MARYLAND, COUNTY OF CALVERT, to wit:

I HEREBY CERTIFY that on this 2 day of May, 2006, before me, a Notary Public in and for the State of Maryland, County of Calvert, the above signed personally appeared and made oath in due form that the matters and facts contained herein are true to the best of their knowledge, information, and belief and is their true act.

WITNESS MY HAND AND NOTARIAL SEAL.


[Signature]
Notary Public

My commission expires: 10/28/09

CORPORATE CHARTER APPROVAL SHEET

** KEEP WITH DOCUMENT **

DOCUMENT CODE 13 BUSINESS CODE 04
D00399592



1000361993280928

ID # D00399592 ACK # 1000361993280928
LIBER: B00978 FOLIO: 0135 PAGES: 0005
DRUM POINT PROPERTY OWNERS' ASSOCIATION
INC.

05/25/2006 AT 01:30 P WO # 0001233417

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____

New Name _____

FEES REMITTED

Base Fee: 100

Org. & Cap. Fee: _____

Expedite Fee: _____

Penalty: _____

State Recordation Tax: _____

State Transfer Tax: _____

_____ Certified Copies

_____ Copy Fee: _____

_____ Certificates

_____ Certificate of Status Fee: _____

_____ Personal Property Filings: _____

_____ Other: _____

TOTAL FEES: 100

Change of Name _____

Change of Principal Office _____

Change of Resident Agent _____

Change of Resident Agent Address _____

Resignation of Resident Agent _____

Designation of Resident Agent _____

and Resident Agent's Address _____

Change of Business Code _____

Adoption of Assumed Name _____

Other Change(s) _____

Credit Card _____ Check Cash _____

_____ Documents on _____ Checks

Approved By: 02

Keyed By: _____

Code _____

Attention: _____

Mail to Address: _____

COMMENT(S):

LAW OFFICES CORINNE G ROSEN, ESQ.
PO BOX 493
ROCKVILLE MD 20848-0493

CUST ID: 0001790379
WORK ORDER: 0001233417
DATE: 05-25-2006 01:30 PM
AMT. PAID: \$100.00