

*Articles of Incorporation*

*Of*

*Inverness North Homeowners association, Inc.*

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## ARTICLES OF INCORPORATION

OF

INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC.

To: State Department of Assessments  
and Taxation  
Annapolis, Maryland

I, the undersigned, John C. Walker, III, whose post office address is 4801 Montgomery Lane, Bethesda, Maryland 20014, being at least twenty one years of age, in compliance with Article 23 of the Code of Public Laws of the State of Maryland and for the purpose of forming a corporation not for profit under the general laws of the State of Maryland, do hereby adopt the following Articles of Incorporation and do certify:

## ARTICLE I

The name of the corporation is INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

## ARTICLE II

The post office address of the principal office of the Association is 4801 Montgomery Avenue, Bethesda, Maryland 20014.

## ARTICLE III

Leonard J. Williams, whose address is 8030 Woodmont Avenue, Bethesda, Maryland is hereby appointed the initial registered agent of this Association. Said registered agent is a citizen of this State and actually resides herein.

## ARTICE IV

## PURPOSE AND POWERS OF THE ASSOCIATION

This association is not authorized to issue capital stock and does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described in Schedule A attached hereto and incorporated by reference herein, 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 for this purpose to:

## 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 by 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 shall 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 with the exception of the Declarant and shall be entitled to one vote for each Lot owned. When more than one 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 vote be cast with respect to any lot.

Class B. The Class B member(s) shall be the Declarant (as defined in The Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership  
or
- (b) on January 1, 1980.

## ARTICLE VII

## BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not more than nine (9) Directors, who need not be members of the Association, or such other number, not less than five (5), as shall be prescribed in the By-Laws. The names and address of the persons who are to act in the capacity of directors until the first annual meeting or until their successors are duly chosen and qualify are:

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NAME	ADDRESS
John C. Walker III	4801 Montgomery Lane, Bethesda, Md.
Mary C. Chaconas	4801 Montgomery Lane, Bethesda, Md.
Louise L. Walker	4801 Montgomery Lane, Bethesda, Md.
Leonard J. Williams	8030 Woodmont Avenue, Bethesda, Md.
Martin R. West III	5530 Wisconsin Ave., Chevy Chase, Md.
Arthur M. Christie	5530 Wisconsin Ave., Chevy Chase, Md.

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years, unless otherwise provided for in the By-Laws.

#### 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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE IX

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE X

##### AMENDMENTS

The amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

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#### ARTICLE XI

Written approval of the Maryland National Capital Park and Planning Commission shall be required in the event of any of the following:

- (a) Any annexation or addition, pursuant to Article II of the Declaration;
- (b) Abandonment, participation, dedication, subdivision, encumbrances, sale

or transfer of the common areas or community facilities. However, it is understood that the granting of right-of-ways, easements and the like for public utilities, or for other purposes consistent with the use of the common areas and community facilities by members of the Association shall not be considered a transfer within the meaning of this provision;

- (c) Abandonment or termination of the Declaration;
- (d) Modification or amendment of any material or substantive provision of the Declaration, Articles of Incorporation or the Association, or By-Laws;
- (e) Merger or consolidation of the Association with any other entity or sale, lease, exchange, or transfer of all or substantially all of the assets of the Association to any other entity.

The Maryland National Capital Park and Planning Commission shall have the right to bring action either at law or in equity to enforce the rights and powers herein granted to it.

IN WITNESS WHEREOF, for the purpose of forming this corporation under The laws of the State of Maryland, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 10<sup>th</sup> day of May , 1976.

\_\_\_\_\_  
John C. Walker\*

STATE OF MARYLAND

COUNTY OF MONTGOMERY

I hereby certify that on this 10<sup>th</sup> day of May , in the year of 1976 before me the subscriber, Mary C. Chaconas\* , personally appeared, John C. Walker III\* , and acknowledged the foregoing Articles of Incorporation to be his act.

\_\_\_\_\_  
Notary Public Mary C. Chaconas\*  
My Commission Expires: 7/1/78\*

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ARTICLES OF REVIVAL  
FOR  
INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC.

The INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC., a Maryland corporation having its principal office in Montgomery County, Maryland (hereinafter called the "Corporation"), hereby

certifies to the State Department of Assessments and Taxation Of Maryland that:

First: The Charter of the Corporation was heretofore forfeited or annulled, on or about February 8, 1980, for the nonpayment of taxes or the failure to file an annual report with the State Department of Assessments and Taxation of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the Charter of the Corporation.

Second: The name of the Corporation at the time of the forfeiture or annulment of its Charter was INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC.

Third: The name by which the Corporation will hereafter be known is INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC.

Fourth: (a) The post office address of the principal office of the Corporation in the State of Maryland is INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC., c/o John C. Walker Companies, 8555 Connecticut Avenue, Chevy Chase, Maryland 20815.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland is John C. Walker, III, 8555 Connecticut Avenue, Chevy Chase, Maryland 20815. Said resident agent is a citizen actually residing in this state.

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Fifth: At or prior to the filing of these Articles of Revival, the Corporation, to the best of its knowledge, has:

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the Corporation if its Charter had not been forfeited; and
- (c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and
- (d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation other-

wise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its Charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC., have signed these Articles of Revival this 22<sup>nd</sup>\* day of February\*, 1982.

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John C. Walker, III\*  
Last Acting President

[SEAL]\*

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Edythe Anderson\*  
Last Acting Secretary

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STATE OF MARYLAND

COUNTY OF MONTGOMERY

I HEREBY CERTIFY that on Feb 22\* , 1982, before me, the subscriber, a notary public of the State and County aforesaid, personally appeared John C. Walker, III, the last acting President and Edythe Anderson, the last acting Secretary of INVERNESS NORTH HOMEOWNERS ASSOCIATION, INC., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

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Patricia P. Mandrich\*  
Notary Public

My commission Expires:

7-1-82\*

[SEAL]\*

