

**ARTICLES OF INCORPORATION**  
**OF**  
**ROSE HILL FALLS COMMUNITY ASSOCIATION**

In compliance with the requirements of general laws of the State of Maryland, the undersigned, Bill Alterman, Jason Mitchell, Patrick Faricy, Sam Elowitch and Anthony Ayoung, all of whom are residents of the State of Maryland and all of whom are over 18 years of age, have this day voluntarily associated themselves together for the purpose of forming a non-stock corporation not for profit and the corporation shall not be authorized to issue capital stock and we do hereby certify:

**ARTICLE I**

The name of the Corporation is Rose Hill Falls Community Association., hereafter called the "Association".

**ARTICLE II**

The principal office of the Association is located at Abaris Realty, Inc., 12009 Nebel Street, Rockville, MD 20852.

**ARTICLE III**

The name and address of the resident agent of the Association, who is an individual who resides in the State of Maryland, is Peter S. Philbin, Rees Broome, PC, 4800 Hampden Lane, Suite 200, Bethesda, MD 20814.

**ARTICLE IV**

**PURPOSE AND POWERS OF THE ASSOCIATION**

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 maintenance and administration of the common areas and community facilities, administering and enforcing the covenants and restrictions and disbursing the charges and assessments collected by the Association and shall:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth on that certain Declaration of Covenants, Conditions and Restrictions of the Rose Hill Falls Community Association recorded among the Land Records of Montgomery County, Maryland at Liber 9947, Folio 503, et. seq., and as the same may be amended from time to time (“Declaration”), said Declaration being incorporated herein as if set forth at length;

(b) the right of the Association, in accordance with its By-Laws, and with the consent of two-thirds (2/3) of each class of the then members of the Association, voting separately, to borrow money for the purpose of improving Common Areas and Community Facilities in a manner designed to promote the enjoyment and welfare of the members and for this purpose to mortgage any of the Common Areas and Community Facilities;

(c) the right to take steps as are in conformity with the provisions of this Declaration and are reasonably necessary to protect the property of the Association against mortgage default and foreclosure;

(d) the right to adopt reasonable rules for use of the Common Areas and Community Facilities and to reasonably limit the number of guests of members to the use of any facilities on the Property;

(e) the right to suspend the rights to vote and use the Common Areas and Community Facilities for any period during which any assessment remains unpaid for any period not to exceed thirty (30) days for any infraction of any of the published rules and regulations of the Association;

(f) the right to dedicate or transfer all or any part of the Common Areas or Community Facilities to any public or municipal agency, authority or utility for purposes consistent with those of this Declaration and others as may be agreed by the members; provided, however, that no dedication or transfer or agreement as to the purposes or conditions thereof, shall be effective unless two-thirds (2/3) of the then members of the Association consent to it at any special meeting of the members duly called for such purposes; and, provided further, that any such dedication or transfer shall also be subject to the limitation stated in Article XI of this Declaration;

(g) the right to grant licenses, rights-of-way and easements for access or for the construction, reconstruction, maintenance and repair of any utility lines or appurtenances, whether public or private, the installation of cable television lines, and to any municipal agency, public utility, the Declarant or any other person; provided, however, that no such licenses, rights-of-way or easements shall be unreasonably and permanently inconsistent with the rights of the members to the use and enjoyment of the Common Areas and Community Facilities;

(h) the right to fix, levy, collect and enforce payment by any lawful means all charges or assessments pursuant to the terms of the Declaration 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; and

(i) to have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Stock Corporation Act of the State of Maryland, by law may now or hereafter have or exercise.

## **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 may 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 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 terminated cease when all of the lots were sold for purposes of constructing a residence and no Class B members remain.

**ARTICLE VII**

**BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of an odd number, not less than five (5) nor more than seven (7) directors, a majority of whom shall be members of the Association. A majority of a quorum of members present at any annual or special meeting of the members shall be required to approve an increase or decrease in the number of directors within this range.

The terms of the directors are staggered two-year terms pursuant to Section 10B-17(g) of the Montgomery County Code. The names and addresses of the current directors and their terms, who shall serve as directors until their successors are elected and qualify:

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM</u>
Bill Alterman	9 Climbing Rose Court Rockville, MD 20850	2013-2015
Jason Mitchell	3 Climbing Rose Court Rockville, MD 20850	2013-2015
Patrick Faricy	245 Blaze Climber Way Rockville, MD 20850	2013-2015
Sam Elowitch	27 Winding Rose Drive Rockville, MD 20850	2014-2016
Anthony Ayoung	203 Blaze Climber Way Rockville, MD 20850	2014-2016

**ARTICLE VIII**

**DURATION**

The corporation shall exist perpetually.

**ARTICLE X**  
**AMENDMENTS**

Amendment of these Articles shall require the assent of Seventy-five (75%) percent of the entire membership.

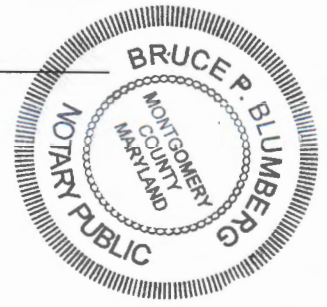
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Maryland, we, the undersigned, constituting the incorporation of this Association, have executed these Articles of Incorporation this \_\_\_ day of \_\_\_\_, 2015.

William detmon  
Jesse Probst  
[Signature]  
[Signature]  
[Signature]

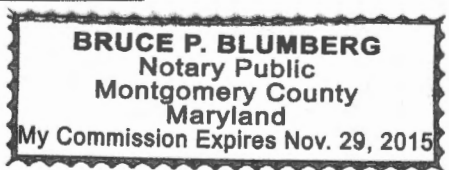
STATE OF MARYLAND :  
COUNTY OF Montgomery :

I HEREBY CERTIFY that on this. 10 day of MARCH, 2015, before me, the subscriber, a Notary Public in and for the-State and County aforesaid, personally appeared five individuals noted on page 5, and made oath that the foregoing of Incorporation are true and correct.

[Signature]  
Notary Public



My Commission Expires: \_\_\_\_\_



SCHEDULE A