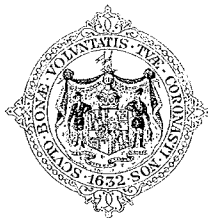


State of Maryland
**Department of
Assessments and Taxation**

Charter Division



Robert L. Ehrlich, Jr.
Governor

C. John Sullivan, Jr.
Director

Paul B. Anderson
Administrator

Date: 08/16/2006

SAMEK MCMILLAN & METRO
STE 500
1901 RESEARCH BLVD
ROCKVILLE MD 20850-3168

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : CRESCENT AT CHERRY LANE HOMEOWNERS ASSOCIATION, INC.
DEPARTMENT ID : D11454915
TYPE OF REQUEST : ARTICLES OF INCORPORATION
DATE FILED : 08-11-2006
TIME FILED : 04:27 PM
RECORDING FEE : \$100.00
ORG. & CAP FEE : \$20.00
EXPEDITED FEE : \$50.00
FILING NUMBER : 1000361993536279
CUSTOMER ID : 0001833687
WORK ORDER NUMBER : 0001276725

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK ORDER NUMBER ON ANY INQUIRIES. EVERY YEAR THIS ENTITY MUST FILE A PERSONAL PROPERTY RETURN IN ORDER TO MAINTAIN ITS EXISTENCE EVEN IF IT DOES NOT OWN PERSONAL PROPERTY. A BLANK RETURN WILL BE MAILED BY FEBRUARY OF THE YEAR FOR WHICH THE RETURN IS DUE.

Charter Division
Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TT/Voice- Fax (410)333-7097
Website: www.dat.state.md.us

0004120142

CACCPY

ARTICLES OF INCORPORATION
OF
CRESCENT AT CHERRY LANE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the Corporations and Associations Article, Title 2, Annotated Code of Maryland (1999 Replacement Volume, as amended), the undersigned, Helen M. Whelan, whose post office address is 1901 Research Boulevard, Suite 500, Rockville, Maryland 20850, being at least eighteen (18) years of age, has this day, by execution of these Articles, voluntarily declared herself to be an incorporator for the purpose of forming a non-stock, non-profit corporation pursuant to the general laws of Maryland, and does hereby certify:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation is CRESCENT AT CHERRY LANE HOMEOWNERS ASSOCIATION, INC., hereinafter called the "Association."

ARTICLE II
PRINCIPAL OFFICE

The post office address of the principal office of the Association is 1901 Research Boulevard, Suite 500, Rockville, Maryland 20850.

ARTICLE III
RESIDENT AGENT

The name of its resident agent is Helen M. Whelan, whose post office address is c/o Samek, McMillan & Metro, P.C., 1901 Research Boulevard, Suite 500, Rockville, Maryland 20850. Said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV
POWERS AND PURPOSES

This Association does not contemplate pecuniary gain or profit, direct or indirect to the Members thereof, and the specific purposes for which it is formed are to provide for or assure the maintenance, preservation and architectural control of the property (the "Property") subject to the Declaration of Covenants, Conditions and Restrictions of Crescent at Cherry Lane Homeowners Association (the "Declaration"), which has been, or will be recorded, among the Land Records of Prince George's County, Maryland, as amended from time to time, and including such additions thereto as may be hereafter

brought within the jurisdiction of the Association, and to promote the health, safety and welfare of the Owners of the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association. Capitalized terms not defined herein shall have the meaning assigned to them in the Declaration. For this purpose, the Association shall have the power and authority to:

A. Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration applicable to the Property and recorded, or to be recorded, among the Land Records of Prince George's County, Maryland, as the same may be amended from time to time, as therein provided, said Declaration being incorporated herein as if set forth in full and made a part hereof;

B. Fix, levy, collect and enforce payment, by any lawful means, of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith, including all office expenses, licenses, taxes or governmental charges levied or imposed against the property of the Association and all other expenses incident to the conduct of the business 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 a majority of the Members entitle to vote, mortgage, pledge, deed in trust, or hypothecate any or all of the real or personal property owned by the Association as security for money borrowed or debts incurred;

E. Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes, and subject to such conditions, as may be agreed to by the Members. No such dedication or transfer shall be effective unless a majority of the Members entitled to vote have consented to such dedication, sale or transfer;

F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of a majority of the Members entitled to vote, unless the Declaration or By-Laws provides otherwise;

G. Have and exercise any and all powers, rights and privileges that non-stock, non-profit corporation organized under the laws of the State of Maryland by law may now or hereafter have or exercise.

ARTICLE V
NO CAPITAL STOCK

This Association is not authorized to issue any capital stock, and shall not be operated for profit. The Association does not anticipate distributing dividends, gains or profits to its Members. No Member shall have any personal liability for the debts or obligations of the Association.

ARTICLE VI
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot, including contract sellers, shall be a Member of the Association; provided that any such person or entity who or which holds such interest merely as security for the performance of an obligation shall not be a Member. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot that is subject to assessment by the Association.

ARTICLE VII
VOTING RIGHTS

Every Owner shall be a Member of the Association and shall hold one (1) membership interest for each Lot owned. When more than one (1) 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 (1) vote be cast by a Member with respect to any one (1) Lot. During the Declarant Control Period, all of the voting rights of the Owners at any meeting of the Members of the Association or otherwise shall be vested exclusively in the Declarant, and Owners other than the Declarant shall have no voting rights. After the end of the Declarant Control Period, all of the voting rights at any meeting of the Members of the Association or otherwise, shall be vested in the Members.

The Members of the Association shall have no preemptive rights, as such Members, to acquire any memberships of this Association that may, at any time, be issued by the Association, except as may be specifically provided in this Article.

ARTICLE VIII
RIGHT OF ENJOYMENT

Every Owner shall have a right and easement of enjoyment in and to the Common Area, which shall be appurtenant to, and shall pass with, title to every Lot, for the purposes of ingress to, and egress from, such Owner's Lot.

ARTICLE IX

BOARD OF DIRECTORS

The affairs of this Association shall initially be managed by a Board of Directors consisting of three (3) Directors whose names and addresses are hereinafter listed. Until the lapse of the Declarant Control Period, all three (3) Directors shall be appointed by the Declarant. Commencing with the first annual meeting of the Association following the lapse of the Declarant Control Period, the Board shall consist of an uneven number of not fewer than three (3) nor more than seven (7) Directors elected by the Members. The Directors need not be Members of the Association. The names and addresses of the persons who are to initially act in the capacity of Directors until the appointment or selection of their successors are:

John M. Clarke
6820 Elm Street, Suite 200
McLean, Virginia 22101

Jude Burke
6820 Elm Street, Suite 200
McLean, Virginia 22101

Tamara Mosley
6820 Elm Street, Suite 200
McLean, Virginia 22101

At the first annual meeting following the lapse of the Declarant Control Period, the Members shall determine the number of Directors and shall elect such Directors pursuant to the procedures and for the terms set forth in the By-Laws.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent, given in writing and signed by not less than two-thirds (2/3) of the Members entitled to vote. Written notice of a proposal to dissolve, setting forth the reasons therefore and the disposition to be made of the assets (which shall be consonant with this Article X, shall be mailed to every Member not less than ten (10) days nor more than fifty (50) days in advance of any action to be taken. Upon dissolution of the Association, other than that 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 the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI
DURATION

This Association shall exist perpetually.


ARTICLE XII
AMENDMENT

Amendment of these Articles shall require the assent of a majority of the entire membership. Notwithstanding the foregoing, these Articles may be amended by the Declarant without the vote of the Members at any time prior to the lapse of the Declarant Control Period.

ARTICLE XIII
DIRECTOR AND OFFICER LIABILITY


No Director or officer of the Association shall be liable to the Association or to its Members for money damages except (1) to the extent that it is proved that such Director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such Director or officer is entered in a proceeding based on a finding in the proceeding that such Director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11th day of August, 2006, and I acknowledge the same to be my act,



Helen M. Whelan

I HEREBY CONSENT TO ACT AS RESIDENT AGENT IN MARYLAND FOR THE ENTITY NAMED IN THE ATTACHED INSTRUMENT..



Helen M. Whelan

After Recording Return To:
Helen M. Whelan, Esquire
Samek, McMillan & Metro, P.C.
1901 Research Boulevard, Suite 500
Rockville, Maryland 20850
(301) 251-1180