

CLERK'S OFFICE  
MONTG. CO., MD.

1970 OCT 28 AM 10:38

ARTICLES OF INCORPORATION  
OF  
HERITAGE WALK HOMES CORPORATION (1)

FIRST: We, the undersigned, Norman M. Glasgow, Harvey H. Holland, Jr. and Allen Jones, Jr., all of whom are residents of Montgomery County, Maryland, and all of whom are at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a non-stock, non-profit corporation.

SECOND: The name of the corporation is  
HERITAGE WALK HOMES CORPORATION.

THIRD: The purposes for which the corporation is formed are:

To promote the health, safety and welfare of the residents of Heritage Walk which is located in Montgomery County, Maryland, adjacent to, contiguous with and south of Tuckerman Lane and west of its intersection with Old Georgetown Road, and as described and defined in applicable Declaration of Covenants, Conditions and Restrictions recorded or to be recorded in the land records for Montgomery County, Maryland, and such additions thereto as may hereafter be brought within the jurisdiction of this corporation by virtue of the recording of Supplementary Declarations of Covenants, Conditions and Restrictions.

To own, acquire, build, operate and maintain parks, play areas, swimming pools and other recreational facilities, open spaces, commons and walkways, including buildings, structures and personal properties incident thereto and to provide such facilities and services in connection therewith as permitted by law and including, but not limited to, the following:

1. Exterior maintenance for properties within Heritage Walk;
2. Maintenance of unkempt lands or trees; and
3. Such other supplemental municipal services as may be deemed necessary.

To fix assessments or charges to be levied against the Private Dwelling Units located within Heritage Walk and the Owners thereof.

To enforce any and all covenants, restrictions and agreements applicable to Heritage Walk.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation or any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: This corporation is not authorized to issue capital stock.

FIFTH: Every person or entity who is a record Owner of a fee or undivided fee interest in any Private Dwelling Unit located within Heritage Walk which is subject to the applicable Declaration of Covenants, Conditions and Restrictions recorded or to be recorded in the land records for Montgomery County, Maryland shall automatically be a Member of this corporation, provided that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a Member and provided further that no voting or other privileges and no assessments or charges provided for in said Declaration of Covenants, Conditions and Restrictions shall be effective for any Private Dwelling Unit until such Unit has first been occupied; thereafter, all voting and other privileges and all assessments and charges shall be fully effective whether such Private Dwelling Unit be occupied or not.

SIXTH: The corporation shall have the following two classes of voting membership:

Class A. Class A Members shall be all those Owners as defined in paragraph FIFTH above with the exception of the Developer (Developer may, however, become a Class A Member upon termination of its Class B membership as hereinafter provided). Class A Members shall be entitled to one (1) vote for each Private Dwelling Unit in which they hold the interests required for membership under paragraph FIFTH above. When more than one person holds such

interest or interests in any Private Dwelling Unit, all such persons shall be Members, and the vote for such Private Dwelling Unit shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such Private Dwelling Unit.

Class B. The Developer shall be the sole Class B Member. The Class B Member shall be entitled to five hundred (500) votes in the Heritage Walk Homes Corporation. The Class B membership shall cease and terminate upon the expiration of one (1) year from the date of sale and settlement of the last Private Dwelling Unit to be constructed on the Existing Property within Heritage Walk. Upon such termination of the Class B membership, the Class B Member shall be deemed to be a Class A Member entitled to one (1) vote for each Private Dwelling Unit (as may be acquired by Developer and as provided for Class A Members) in which it holds the interests required for membership under paragraph FIFTH above.

SEVENTH: The post office address of the principal office of the corporation is 6128 Tuckerman Lane, Rockville, Maryland, 20852. The name of the resident agent of the corporation is Albert W. Chipman, Jr., a citizen of this State actually residing therein, and the post office address of the resident agent is 11 Old Stage Court, Rockville, Maryland, 20852.

EIGHTH: The affairs of the corporation shall be managed by a Board of nine (9) Directors who need not be Members of the corporation. The initial Board of Directors shall consist of nine (9) Directors who shall hold office until the election of their successors for the terms hereinafter set forth. Beginning with the first annual meeting to be held on or before December 31, 1971, the Members, at each annual meeting, shall elect three (3) Directors each for a term of three (3) years.

The names and addresses of those persons who are to act as Directors until the election of their successors and their terms of office are:

To serve until the first annual meeting to be held on or before December 31, 1971:

| <u>Name</u>          | <u>Address</u>                                     |
|----------------------|--|
| William F. Wilkinson | #4 Hitching Post Place, Rockville, Maryland, 20852 |
| David B. Wolfe       | 4400 East-West Highway, Bethesda, Maryland, 20014  |
| Richard P. Ertzinger | 3520 Anderson Road, Kensington, Maryland, 20795    |

To serve until the next succeeding annual meeting:

| <u>Name</u>           | <u>Address</u>                                   |
|-----------------------|--|
| B. Francis Saul II    | 9810 Carter Road, Bethesda, Maryland, 20034      |
| Charles R. Wolfe, Jr. | 9 Cold Spring Court, Potomac, Maryland, 20854    |
| Francis E. Dimond     | 10413 Hebard Street, Kensington, Maryland, 20795 |

To serve until the next succeeding annual meeting:

| <u>Name</u>            | <u>Address</u>                                      |
|------------------------|---|
| Allen Jones, Jr.       | 7014 Old Cabin Lane, Rockville, Maryland, 20852     |
| Robert E. Brennan      | 2429 Eastgate Drive, Silver Spring, Maryland, 20906 |
| Albert W. Chipman, Jr. | 11 Old Stage Court, Rockville, Maryland, 20852.     |

NINTH: The corporation may be dissolved only upon the assent of two-thirds ( $\frac{2}{3}$ ) of the total votes of all classes of Members of those voting upon written ballot which shall be sent to all Members at least thirty (30) days in advance of the canvass thereof and which notice shall set forth the reasons for such dissolution and the disposition to be made of the assets (which shall be consonant with paragraph TENTH hereof).

TENTH: Upon dissolution of the corporation, the assets of the corporation, both real and personal, shall be dedicated, granted or otherwise fully conveyed to the Montgomery County Government or such public agency or authority as the said Montgomery County Government may deem appropriate, to be devoted to purposes as nearly the same as practicable as those to which they were required to be devoted by the corporation. In the event that such dedication, grant or conveyance is refused acceptance, then said assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the corporation.

ELEVENTH: These Articles may be amended only upon the assent of two-thirds ( $\frac{2}{3}$ ) of the total votes of all classes of Members of those voting upon written ballot which shall be sent to all Members at least thirty (30) days in advance of the canvass thereof and which notice shall set forth the proposed amendment to these Articles, provided that no amendment shall be effective to impair or dilute any rights of Members that are covered by the recorded covenants, conditions and restrictions applicable to the properties located within Heritage Walk (as, for example, membership and voting rights) which are part of the property rights and interests created thereby.

TWELFTH: The quorum required for any action authorized by Articles NINTH and ELEVENTH hereof shall be as follows: A return at the first canvass of ballots representing sixty (60) percent of the total votes of all classes of membership shall constitute a quorum. If the required quorum is not forthcoming at the first canvass, another canvass may be taken, subject to the notice requirements set forth in said Articles NINTH and ELEVENTH, and the required quorum at any such subsequent canvass shall be one-half ( $\frac{1}{2}$ ) of the required quorum at the preceding canvass, provided that no such subsequent canvass shall be taken more than sixty (60) days following the preceding canvass.

THIRTEENTH: The duration of the corporation shall be perpetual.

LIBER 173 PAGE 662

IN WITNESS WHEREOF, we have signed these Articles of Incorporation  
on this 31st day of July, 1970.

Norman M. Glasgow

Norman M. Glasgow  
6937 Race Horse Lane  
Rockville, Maryland

Harvey H. Holland, Jr.

Harvey H. Holland, Jr.  
7012 Tilden Lane  
Rockville, Maryland

Allen Jones, Jr.

Allen Jones, Jr.  
7014 Old Cabin Lane  
Rockville, Maryland

WITNESS AS TO ALL:

George H. Clark

DISTRICT OF COLUMBIA, ss:

I hereby certify that on July 31, 1970,  
before me the subscriber, a notary public in and for the District of Columbia,  
personally appeared Norman M. Glasgow, Harvey H. Holland, Jr. and Allen Jones,  
Jr., and severally acknowledged the foregoing Articles of Incorporation to be  
their act as the incorporators named therein.

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

Alma B. Newell

Notary Public

My commission expires April 14, 1975.



OF  
HERITAGE WALK HOMES CORPORATION

- approved and received for record by the State Department of Assessments and Taxation  
of Maryland August 3, 1970 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 19212

Recorded in Liber <sup>6</sup> ~~7825-373~~ folio <sup>6</sup> ~~373~~, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

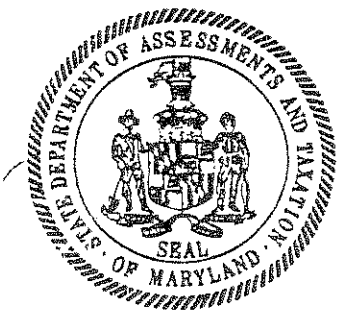
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Montgomery County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,  
has been received, approved and recorded by the State Department of Assessments and Taxation  
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

*Richard Keller*

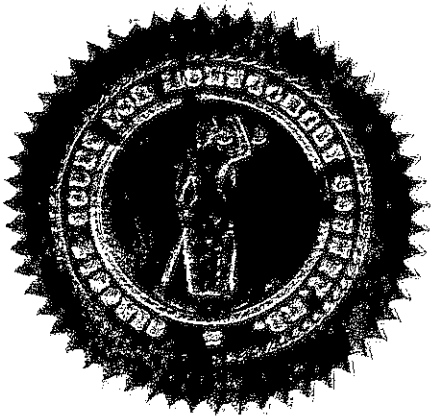


RECEIVED THIS 28<sup>th</sup> DAY OF *Dec*  
19 *70* to be recorded, and same day  
was registered in Liber *658*  
No. *173* folio *658* one of the  
Records  
of Montgomery Co., Md. and  
Examined per  
*Richard M. Smith*  
Clerk

STATE OF MARYLAND, MONTGOMERY COUNTY, to wit:

I HEREBY CERTIFY that the foregoing is a full, true and correct copy  
of Articles of Incorporation of Heritage Walk Homes  
Corporation recorded Oct 28, 1970 at 10:38 A.M.  
in Liber H.M.S. No. 173 at folio 658, one of the Corporation  
Records of Montgomery County, Maryland.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the Seal  
of the Circuit Court for Montgomery County,  
Maryland this 20th day of December  
A.D., 19 89.



Bettie A. Skeblon

Clerk of the Circuit Court for  
Montgomery County, Maryland.

HOMEOWNERS ASSOCIATION DEPOSITORY  
APPLICATION FOR DEPOSIT

(must be typed or printed neatly)

1. Name of Association. (If incorporated, please provide name of association as it appears on the Articles of Incorporation or Charter of the Corporation as filed among the records of the Maryland State Department of Assessments and Taxation) Heritage Walk Homes Corporation  
(hereinafter referred to as the "Association").
  
2. Address of Association: (Current principal address of the Association)  
c/o Mr. Samuel H. Suls, President  
6413 Windermere Circle  
Rockville, MD 20850
  
3. Name and Address of Person completing this Application for Deposit and their relationship (i.e. Director, Officer, Management Agent, etc.) to the Association.  
Name: Allen Jones, Jr.  
Address: Wilkes, Artis, Hedrick & Lane, Chartered  
1666 K St., N.W., Suite 1100  
Washington, D.C. 20006  
Relationship to Association Attorney
  
4. Please check either (a) or (b) below:  
 (a) This Certificate of Deposit is the initial filing with the Land Records of Montgomery County, Maryland, for the Association with respect to the depository requirements under the Maryland Homeowners Association Act, Title 11B, Real Property Article, Annotated Code of Maryland (1988 Cumulative Supplement, as amended) (the "Act").  
 (b) This Certificate of Deposit is an amendment to a previous filing for the Association made with the Land Records with respect to the depository requirements under the Act.

FILED  
DEC 1988



5. If (b) was checked in item No. 4 above, please briefly describe the amendment(s) being filed, particularly with respect to the specific document and information therein which was amended or modified. If (a) was checked in No. 4 above, please write "Not Applicable" in the space below.

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CERTIFICATION

I HEREBY certify that I am duly authorized by the Board of Directors of the Heritage Walk Homes Corporation ~~Association, Inc.~~ to deposit material on behalf of such Association with the Land Records of Montgomery County, Maryland, in accordance with the requirements of Title 11B, Real Property Article, Annotated Code of Maryland (1988 Cumulative Supplement, as amended).

Date: December 29, 1989

By:

  
Allen Jones, Jr.

WHEREFORE, Shelton Homes, Inc., has caused these presents to be signed by Shelton Zuckerman, its President, attested by Evelyn Pascal Zuckerman, its secretary, and its corporate seal to be hereunto affixed pursuant to its bylaws and a resolution adopted for these purposes by its board of directors.



HERITAGE WALK HOMES CORPORATION

Attest: Richard P. Ertzinger  
Richard P. Ertzinger  
Secretary

By: Albert W. Chipman, Jr. [SEAL]  
Albert W. Chipman, Jr.  
President

SHELTON HOMES, INC.



Attest: Evelyn Pascal Zuckerman  
Evelyn Pascal Zuckerman  
Secretary

By: Shelton Zuckerman [SEAL]  
Shelton Zuckerman  
President

STATE OF MARYLAND )  
COUNTY OF MONTGOMERY) to wit:

On this 30th day of November, 1971, before the undersigned officer, personally appeared Albert W. Chipman/who acknowledged himself to be the President of Heritage Walk Homes Corporation, a corporation, and that he, as such officer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation by himself as such officer.

WITNESS my hand and official seal.

Eileen G. Howard  
Notary Public

STATE OF MARYLAND )  
COUNTY OF MONTGOMERY) to wit:

On this 30th day of November, 1971, before the undersigned officer, personally appeared Shelton Zuckerman who acknowledged himself to be the President of Shelton Homes, Inc., a corporation, and that he, as such officer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation by himself as such officer.

WITNESS my hand and official seal.

Eileen G. Howard  
Notary Public

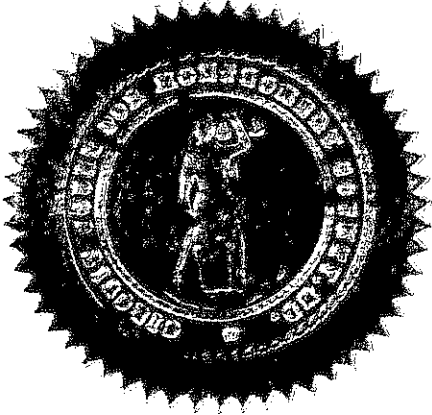
LIBER 4 | 55 FOLIO 739

RECEIVED THIS 2nd DAY OF Dec.  
1971 AT 1:33 O'CLOCK PM TO BE  
RECORDED, AND SAME DAY WAS RECORDED  
IN LIBER H.M.S. No. 2635 FOLIO 216  
ONE OF THE LAND RECORDS OF MONTGOMERY  
COUNTY, MD., AND EXAMINED PER  
Richard H. Smith  
Clerk

SHELTON HOMISS, Inc.  
8120 PENTON STREET  
SILVER SPRING, MD. 20910

STATE OF MARYLAND  
COUNTY OF MONTGOMERY, to wit:

I HEREBY CERTIFY that the foregoing is a full,  
true and correct copy of a                      Declaration                      recorded Dec 2, 1971  
at 1:33 P.M.  
in Liber H.M.S., No. 4155 at Folio 736, one of the Land  
Records of Montgomery County, Maryland.



IN TESTIMONY WHEREOF, I hereunto subscribe my  
name and affix the Seal of the Circuit Court  
for Montgomery County, Maryland, this 20th  
day of December, A.D., 19 89.

Bettie A. Skelton  
Clerk of the Circuit Court for Montgomery  
County, Maryland.

LIBER 0 2 2 4 FOLIO 1 5 6  
**HERITAGE WALK**

HOMES CORPORATION  
8401 CONNECTICUT AVENUE, SUITE 311  
CHEVY CHASE, MARYLAND 20015  
656-9650

October 19, 1973

1974 MAR - 1 AM 9:23

Maryland State Department of  
Assessments and Taxation  
301 W. Preston Street  
Baltimore, Maryland

RE: Change of Principal Office  
Heritage Walk Homes Corporation

Gentlemen:

This is to inform you that the Heritage Walk Homes Corporation has changed its principal office address from 6128 Tuckerman Lane, Rockville, Maryland, 20852 to Suite 311, 8401 Connecticut Avenue, Chevy Chase, Maryland 20015, pursuant to the following resolution unanimously adopted by the Board of Directors of the corporation at its meeting of May 23, 1973:

"Following discussion it was determined to change the principal office of the corporation from 6128 Tuckerman Lane, Rockville, Maryland 20852 to Suite 311, 8401 Connecticut Avenue, Chevy Chase, Maryland 20015.

Upon motion duly made and seconded, it was unanimously

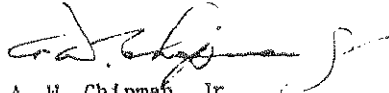
RESOLVED: That the President make such arrangements as may be necessary to officially change the principal office of the corporation as indicated above."

We would appreciate your noting the aforementioned change of our principal office among your records and notifying us that this has been accomplished.

Thank you for your courtesy and cooperation in this matter.

Very truly yours,

HERITAGE WALK HOMES CORP.

  
A. W. Chipman, Jr.  
President

AWC:lp

LIBER 0224 FOLD 157

NOTICE OF CHANGE OF PRINCIPAL OFFICE  
OF  
HERITAGE WALK HOMES CORPORATION

received for record October 23, 1973, at 9:20 A.M.  
and recorded on Film No. Frame No. one of  
the charter records of the State Department of Assessments and Taxation of Maryland.  
To the clerk of the Circuit court of Montgomery County

AA N<sup>o</sup> 10202

|                    |             |
|--------------------|-------------|
| Special Fee Paid   | \$3.00      |
| Recording Fee Paid | <u>2.00</u> |
| Total              | \$5.00      |

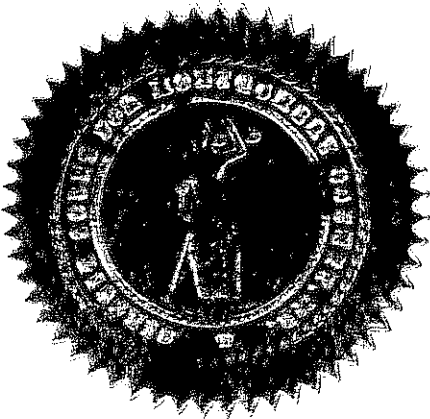
Mr. Clerk - Mail to: Heritage Walk Homes Corporation  
ATT: A. W. Chipman, Jr.  
8401 Connecticut Ave., Suite 311  
Chevy Chase, Md. 20015

des

STATE OF MARYLAND, MONTGOMERY COUNTY, to wit:

I HEREBY CERTIFY that the foregoing is a full, true and correct copy  
of Change of Principal Office of Heritage Walk Homes  
Corporation recorded Mar 1, 1974 at 9:23 A.M.  
in Liber H.M.S. No. 0224 at folio 156, one of the Corporation  
Records of Montgomery County, Maryland.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the Seal  
of the Circuit Court for Montgomery County,  
Maryland this 20th day of December  
A.D., 1989.



Beth A. Skelton

Clerk of the Circuit Court for  
Montgomery County, Maryland.

WILKES, ARTIS, HEDRICK & LANE

CHARTERED

ATTORNEYS AT LAW

1666 K STREET, N. W.

SUITE 1100

WASHINGTON, D. C. 20006-2866

(202) 457-7800

CABLE ADDRESS: WILAN  
TELECOPIER: 202-457-7814

ALLEN JONES, JR.  
(202) 457-7839

G BETHESDA METRO CENTER  
BETHESDA, MARYLAND 20814-5329  
11320 RANDOM HILLS ROAD  
SUITE 600  
FAIRFAX, VIRGINIA 22030-6402

December 29, 1989

Bettie A. Skelton, Clerk  
Circuit Court for Montgomery County  
Terrace Level  
Montgomery County Judicial Center  
50 Courthouse Square  
Rockville, MD 20850

Dear Bettie:

Our firm is counsel for the Heritage Walk Homes Corporation. The corporation was formed in Maryland on August 3, 1970 and has operated continuously as a homeowners association within Montgomery County.

Pursuant to the Maryland Homeowners Association Depository Act of 1988, Title 11B, Real Property Article, Annotated Code of Maryland (1989 Cum. Supp., as amended), certain disclosures must be made by all homeowners associations.

Accordingly, the following documents are enclosed in order to comply with the disclosure requirements of the Act:

- . HOA Depository Application for Deposit.
- . Check for deposit fee of \$50.00 payable to the Clerk of the Circuit Court.
- . Articles of Incorporation.
- . Bylaws.
- . Change of Principal Office.
- . Declaration of Covenants, Conditions and Restrictions.
- . First Supplementary Declaration of CCR.

FILED

7 DEC 29 1989



WILKES, ARTIS, HEDRICK & LANE  
CHARTERED

Bettie A. Skelton, Clerk  
December 29, 1989  
Page 2

- . Declaration of Easement and Addendum (second) to Covenants. ✓
- . Declaration of Easement and Third Supplementary Declaration of Covenants. ✓
- . Declaration of Easement and Fourth Supplementary Declaration. ✓
- . Declaration of Easement and Fifth Supplementary Declaration. ✓
- . Declaration of Easement and Sixth Supplementary Declaration. ✓
- . Seventh Supplementary Declaration of CCR. ✓
- . Eighth Supplementary Declaration of CCR (May 19, 1972). ✓
- . Eighth Supplementary Declaration of CCR (December 2, 1974). ✓
- . Ninth Supplementary Declaration of CCR.

In further compliance with the Act, the following additional information is being supplied:

1. The name, address, and telephone number of the resident agent and agent authorized by the homeowners association to provide to members of the public, information regarding the homeowners association and the development of Heritage Walk (also known as Windermere), is:

Samuel H. Suls  
President  
Heritage Walk Homes Corporation  
6413 Windermere Circle  
Rockville, MD 20850

(301) 530-6666.

2. The location of the development is: Montgomery County, Maryland, adjacent to, contiguous with and south of Tuckerman Lane and west of its intersection with Old Georgetown

WILKES, ARTIS, HEDRICK & LANE

CHARTERED

Bettie A. Skelton, Clerk  
December 29, 1989  
Page 3

Road, and is more particularly described in metes and bounds description attached to the Declaration of Covenants, Conditions, and Restrictions as EXHIBIT A, as supplemented by additional Declarations.

3. The size of the development is approximately 130 acres.

4. The minimum number and maximum number of lots permitted within the development is 202 and 231, respectively.

5. No property is owned by the declarant or vendor which is contiguous to the development and is dedicated to public use. All property within the development is now owned by the homeowners.

6. The development is not within or part of another development.

7. There is no right to annex additional property to the development reserved in the declaration beyond that which has already been so annexed unless approved by the Heritage Walk Homes Corporation.

8. The obligations set forth in the articles of incorporation, bylaws, the declaration, all recorded covenants and restrictions, and rules of the development are enforceable against an owner and the owner's tenants.

9. There are no other bylaws or rules of any other primary development or of any other related development to which the purchaser shall become obligated on becoming an owner of the lot.

10. No property is currently planned to be owned, leased, or maintained by the homeowners association other than the common areas which it owns in accordance with the original development plan, as amended, for Heritage Walk (Windermere).

11. The zoning and other land use restrictions are as appear on the current zoning map of Montgomery County, Maryland, in the current Zoning Ordinance of Montgomery County, Maryland, and in the Declaration of Covenants, Conditions and Restrictions, as supplemented.

Bettie A. Skelton, Clerk  
December 29, 1989  
Page 4

12. Mandatory homeowners association fees or assessments will first be levied against owners of lots as follows: The annual assessments shall commence on the first day of the month designated by the Board of Directors of the Heritage Walk Homes Corporation to be the date of commencement.

13. The procedure for increasing or decreasing such fees or assessments is as follows: The Board of Directors of the Heritage Walk Homes Corporation may, after consideration of current maintenance costs and future needs of the Corporation, fix the actual assessments for any year at a lesser amount than permitted under the Declaration of Covenants. Provided, however, that in no event will such assessments be set at a rate lower than adequate to accomplish the purpose of the assessments as set forth in Section 2 of Article V of the Declaration of Covenants, Conditions and Restrictions.

Special assessments shall require the assent of two-thirds (2/3) of the total votes of all classes of Members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be sent to all Members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

The basis and maximum of the annual assessments may be changed by the assent of two-thirds (2/3) of the total votes of all classes of Members voting in person or by proxy at a meeting duly called for that purpose and written notice of such meeting shall be sent to all Members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

The Board of Directors of the Heritage Walk Homes Corporation shall, whenever necessary, automatically increase such maximum in an amount sufficient to maintain and operate the Community Properties at standards not less than those utilized by the Montgomery County Government with respect to similar properties owned by the County.

14. Fees or Assessments and delinquent charges will be collected in the following manner: If an assessment is not paid when due, then such assessment shall become delinquent and shall, together with such interest thereon and cost of collection thereof as hereinafter provided, thereupon become a continuing lien on the property which shall bind such property in the hands of the then Owner, his heirs, devisees, personal representatives, successors and assigns. In addition to lien rights, the personal obligation of the then Owner to pay such assessment shall remain his personal obligation and shall not

Bettie A. Skelton, Clerk  
December 29, 1989  
Page 5

pass to his successors in title unless expressly assumed by them.

If the assessment is not paid within thirty (30) days after the delinquency date, the assessment shall bear interest from the date of delinquency at a rate of six (6) percent per annum, and the Heritage Wall Homes Corporation may bring legal action against the Owner personally obligated to pay the same or to foreclose the lien against the property, and there shall be added to the amount of such assessment the cost of preparing and filing the complaint or bill in equity in such action, and in the event a judgment is obtained, such judgment shall include interest on the assessment as above provided and a reasonable attorney's fee to be fixed by the court together with the cost of the action.

15. Unpaid fees or assessments are a personal obligation of owners of lots.

16. Unpaid fees or assessments, costs of collection, and reasonable attorney's fees bear interest at the rate of 6% per annum.

17. Unpaid fees or assessments may be enforced by imposing a lien on a lot under the terms of the Maryland Contract Lien Act.

18. Lot owners will be assessed late charges and attorney's fees for collecting unpaid fees or assessments and any other consequences for the nonpayment of the fees or assessments.

19. There now remain no special rights or exemptions reserved by or for the benefit of the declarant or vendor, including the right to conduct construction activities within the development; the right to pay a reduced homeowners association fee or assessment; and exemptions from use restrictions or architectural control provisions contained in the declaration or provisions by which the declarant or the vendor intends to maintain control over the homeowners association. Neither the declarant nor vendor have any further interest whatever in the development.


WILKES, ARTIS, HEDRICK & LANE

CHARTERED

Bettie A. Skelton, Clerk  
December 29, 1989  
Page 6

Thank you for your courtesy and cooperation in handling  
this matter for the Heritage Walk Homes Corporation.

Sincerely,



Allen Jones, Jr.

cc: Samuel H. Suls, President  
Heritage Walk Homes Corporation