



Date: 04/18/2017

COUNCIL BARADEL KOSMERL & NOLAN, P.A.  
4TH FLOOR  
125 WEST ST  
ANNAPOLIS MD 21401-2844

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : SYLVAN SHORES SERVICES COMPANY, INC.  
DEPARTMENT ID : D00206847  
TYPE OF REQUEST : ARTICLES OF AMENDMENT AND RESTATEMENT  
DATE FILED : 04-18-2017  
TIME FILED : 03:31 PM  
RECORDING FEE : \$100.00  
EXPEDITED FEE : \$50.00  
FILING NUMBER : 1000362010265736  
CUSTOMER ID : 0003543337  
WORK ORDER NUMBER : 0004759914

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.

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

ENTITY TYPE: ORDINARY BUSINESS - NON-STOCK  
STOCK: Y  
CLOSE: U  
EFFECTIVE DATE: 04-18-2017  
PRINCIPAL OFFICE: SUITE C  
5000 THAYER CENTER  
OAKLAND MD 21550  
RESIDENT AGENT: BILL HAVRE, OFFICER  
REGISTERED AGENTS, INC.  
SUITE C  
5000 THAYER CENTER  
OAKLAND MD 21550

**ARTICLES OF AMENDMENT AND RESTATEMENT  
OF  
SYLVAN SHORES SERVICES COMPANY, INC.**

SYLVAN SHORES SERVICES COMPANY , INC., a Maryland corporation, having its principal office at Registered Agents, Inc., 5000 Thayer Center, Suite C, Oakland, MD 21550 (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

**FIRST:** The Corporation desires to amend and restate its charter as currently in effect (the "Charter").

**SECOND:** The Charter is hereby amended by striking in their entirety Articles First through Seventh, and any amendments thereto, inclusive, and substituting in lieu thereof the following, and restated in its entirety to read as follows:

FIRST: The name of the Corporation is Sylvan Shores Services Company, Inc.

SECOND: That the purposes for which the Corporation is formed are as follows:

A. To own, manage, acquire and dispose of real property (including, without limitation, beaches, parks and parkways) and the improvements thereon, riparian rights (collectively, the "Property"), personal property relating to maintenance thereof, all with respect to the real estate development and community known as Sylvan Shores and additions thereto (collectively, "Sylvan Shores"), and to pay for the foregoing in cash or otherwise, all for the benefit of the Sylvan Shores community.

B. To administer and manage the Sylvan Shores Special Community Benefit District of Anne Arundel County.

C. To obtain credits or monies in any manner at any time and in any amounts for any of the objects of the Corporation; and to make, draw, execute and issue promissory notes and to secure the payment of any thereof and of the interest thereon by mortgage upon, or pledge, conveyance or assignment of any part or the whole of the property rights and interest of the Corporation, whether at the time owned or hereafter acquired.

D. To enter into contracts for any of the purposes for which the Corporation is formed with any municipality, state government and the federal government, or any division, bureau, branch or department thereof.

E. To maintain and improve the Property, lease dock space within the Property and to regulate the use of the Property, all in accordance with the Bylaws of the Corporation and such rules and regulations as may be established.

F. To carry on any of the activities set forth above on its own behalf, by itself or through its agents; and to carry on any other activity which the Corporation may determine to advance the purposes herein contained.

G. The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, not in limitations of the powers conferred upon the Corporation by law and is not intended, by the mention of any particular purpose, objects or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this state.

THIRD: At no time shall the Corporation have fewer than five (5) or more than fourteen (14) directors. The number of directors may be changed in such lawful manner as the Bylaws of the Corporation may from time to time provide. The manner in which Directors shall be elected or appointed shall be as provided in the Bylaws of the Corporation.

FOURTH: The Corporation shall have no authority to issue capital stock.

FIFTH: All operations of the Corporation shall be carried out on a non-profit basis. No part of the net earnings of the Corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that the Corporation may make payments of reasonable compensation for services rendered. The Corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under Section 528 of the Internal Revenue Code. The Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

SIXTH: The Corporation shall use its funds only to accomplish the purposes stated in this Charter. Upon the winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to, and by dedication thereto to any appropriate public agency to be used for purposes similar to those for which the Corporation was formed. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned, if practicable, to any nonprofit corporation, association, trust or other organization as shall at the time qualify as an organization or organizations exempt from taxation under Sections 501(c) or 528 of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law, as the Board of Directors may determine, preferably to a semi-public agency, to be used in furthering, facilitating or effectuating purposes similar to those for which the Corporation was formed.

SEVENTH: The Corporation shall be composed of members. The members of the Corporation shall be the lot owners within Sylvan Shores or such other individuals as may be provided for within the Bylaws of the Corporation, whose qualifications, voting rights and other rights and obligations shall be as set forth in the Bylaws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual or until such time as the Corporation is dissolved in accordance with law.

NINTH: The current address of the principal office of the Corporation is Registered Agents, Inc., 5000 Thayer Center, Suite C, Oakland, MD 21550.

TENTH: The name and address of the Corporation's resident agent is Bill Havre, Officer, Registered Agents, Inc., 5000 Thayer Center, Suite C, Oakland, MD 21550.

ELEVENTH: This Amendment has been approved by a majority of the Board of Directors, declared to be advisable and approved by the stockholders of the Corporation in accordance with the Corporations and Associations Article of the Annotated Code of Maryland.

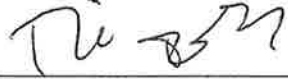
IN WITNESS WHEREOF, SYLVAN SHORES SERVICES COMPANY, INC. has caused these presents to be signed in its name and on its behalf by its President and witnessed by its Secretary on Feb. 20, 2017.

ATTEST:

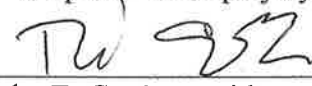
SYLVAN SHORES SERVICES COMPANY, INC.

  
Dan Long, Secretary

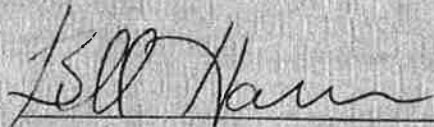
By:

  
Timothy E. Cook, President

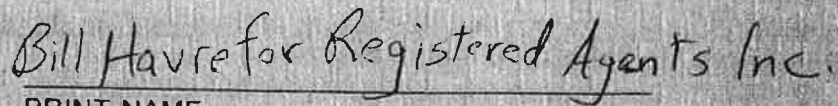
THE UNDERSIGNED, President of SYLVAN SHORES SERVICES COMPANY, INC., who executed on behalf of the Corporation the foregoing Articles of Amendment and Restatement of which this certificate is made a part, hereby acknowledges in the name and on behalf of said Corporation the foregoing Articles of Amendment and Restatement to be the corporate act of said Corporation and hereby certifies that to the best of his knowledge, information, and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

  
Timothy E. Cook, President

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



SIGNATURE



PRINT NAME