

SYLVAN SHORES SERVICES COMPANY, INC.

CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, C. GORDON WILSON, whose post office address is Riva Maryland; E. DONALD PRESTON, whose post office address is Cheverly, Maryland; and PERCY W. SCOTT, whose post office address is Riva, Maryland; all being of full legal age, do, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation, which is hereinafter called the corporation, is SYLVAN SHORES SERVICES COMPANY, INC.

THIRD: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To acquire by deed in fee simple from Carl W. Riddick and Flossie S. Riddick, the following properties, lying in Sylvan Shores and additions thereto as follows: beahes, all roads, parkways, ball park, refuse and garbage disposal lot, all in accordance with survey and descriptive deed to be furnished, the existing water system, including pumps, wells, mains, pipes, gates, hydrants and valves, the present sewerage system, mains and drainage systems, and sewerage treatment works, and also, in addition, personal property invested in maintenance tools and equipment, and to pay for the foregoing enumerated properties either in stock, cash or otherwise.

B. To supply the Sylvan Shores community located in Anne Arundel County and State of Maryland and the neighborhood thereof with water and to carry on the business of a waterworks company in all its branches; to sink wells and shafts; and to make, build and construct, lay down and maintain reservoirs, cisterns, culverts, filter beds main and other pipes and appliances; and to execute

and do all other works and things necessary or convenient for obtaining, storing, selling, delivering, measuring and distributing water, or other wise for the purposes of the company.

C. To provide for the design, construction, maintenance and operation of main sewerage and drainage systems and sewerage treatment works; and to provide for the collection and disposal of garbage and trash and collect fees for the performance of these services within the Sylvan Shores community and neighborhood thereof.

D. To acquire water by purchase, development or otherwise; to construct reservoirs or water towers; erect pumping machinery; lay water mains, pipes, gates, valves and hydrants; to furnish and sell water to individuals for fire protection and domestic use and collect payment or rentals for the same within the Sylvan Shores community and neighborhood thereof.

E. To purchase, lease, hire or otherwise acquire, hold or develop, improve and dispose of, and to aid and subscribe toward the acquisition development or improvement of real and personal property and rights and privileges, therein suitable or convenient for any of the business of the corporation within the Sylvan Shores community and neighborhood thereof.

F. To obtain credits or monies in any manner at any time and in any amounts for any of the objects of this 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 this corporation, whether at the time owned or hereafter acquired.

G. To issue shares of its stock of any class in the manner permitted by law to raise money for any of the purposes of the corporation or for any other lawful consideration.

H. 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.

I. To build and maintain roads, beaches, docks, slips, parks, and parkways; and to rent dock space; and to regulate the use of such roads, beaches, docks, parks and parkways within the Sylvan Shores community in accordance with the by-laws of the corporation and such rules and regulations as may be established.

J. To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct; and to hold, utilize, enjoy and in any manner dispose of the whole <sup>r</sup>of any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

~~V.E.~~ To carry on any of the businesses hereinbefore enumerated for itself or for account of others or through others for its own account; and to carry on any other which may be deemed by it to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects and businesses, or any of them, or to enhance the value of its property, business or rights.

L. 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.

FOURTH: The post office address of the place at which the principal office of the corporation in this state will be located is Sylvan Shores, Riva, Maryland. The resident agent of the corporation is PERCY W. SCOTT, whose post office address is Riva, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have fourteen directors; and C. GORDON WILSON, E. DONALD PRESTON, PERCY W. SCOTT, THOMAS WOLKING, VICTOR MEYERS, HENRY G. DAVIS, CARL W. RIDDICK, HOWARD P. LORD, HAROLD SMITH, HAROLD S. RACE, WALTER CANNAWAY, WILLIAM C. CARTER, GEORGE CLARK and FRANK MIKKELSEN shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the by-laws may from time to time provide.

SIXTH: The total amount of the authorized capital stock of the corporation is FIFTY THOUSAND DOLLARS (\$50,000.00) par value, divided into five thousand (5000.00) shares of the par value of TEN DOLLARS (\$10.00) each, being common stock.

SEVENTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

IT WITNESS WHEREOF, we have signed this certificate of incorporation on the 8th day of May, 1947.

WITNESS:

Grace R. Hartge

as to all

C. GORDON WILSON (SEAL)

E. DONALD PRESTON (SEAL)

P.W. SCOTT (SEAL)

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY, that on this \_\_\_\_ day of May, 1947, before me, the subscriber a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared C. GORDON WILSON, E. DONALD PRESTON and PERCY W. SCOTT and severally acknowledged the foregoing certificate of incorporation to be their act,

AS WITNESS my hand and Notarial Seal.

(NOTARIAL SEAL)

GRACE R. HARTGE

NOTARY PUBLIC

CERTIFICATE OF INCORPORATION

OF

SYLVAN SHORES SERVICES COMPANY, INC.

received for record May 9, 1947 at 9:00 o'clock A.M., and approved by the State Tax Commission of Maryland May 9, 1947, as in conformity with law and ordered recorded.

A 8207

Jos. H.A. Rogan

Emerson C. Harrington, Jr.

Commissioners.

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Recorded in Liber 243, folio 348, one of the Charter Records of the State Tax Commission of Maryland.

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Capital - \$50,000.00

Bonus tax paid \$20.00. Recording fee paid \$10.00

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To the Clerk of the Circuit Court for Anne Arundel County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, is a true copy, as received, approved and recorded by the State Tax Commission of Maryland.

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

(STATE TAX COMMISSION SEAL)  
Paid \$2.50.

Albert W. Ward,  
Secretary

Received for record 2 October, 1947  
at 9:00 A.M.

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, SCT;

I HEREBY CERTIFY That the foregoing Certificate of Incorporation was truly taken and copied from Liber J.H.H. No. 5 Folio 451 one of the record of corporations books for Anne Arundel County.

IN TESTIMONY WHEREOF, I hereto set my hand and affix the Seal of the Circuit Court for Anne Arundel County this 24th day of November, 1953.

*John H. Hopkins, 3rd.*  
\_\_\_\_\_  
John H. Hopkins, 3rd., Clerk



## SYLVAN SHORES SERVICES COMPANY, INC.

## ARTICLES OF AMENDMENT

SYLVAN SHORES SERVICES COMPANY, INC., a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the Corporation) hereby certifies to the State Tax Commission of Maryland, that:

**FIRST:** The charter of the Corporation is hereby amended by striking out the SIXTH ARTICLE of the certificate of incorporation and inserting in lieu thereof the following:

The total amount of the authorized capital stock of the corporation is FIFTY THOUSAND DOLLARS (\$50,000.00) par value, divided into five thousand (5,000) shares of the par value of TEN DOLLARS (\$10.00) each, being common stock. The holders of the shares of capital stock shall not be entitled to receive any dividends on their stock, and no dividends shall be paid on the stock of this corporation, nor shall any part of the net earnings of this corporation inure to the benefit of any private shareholder or individual. This provision shall be endorsed upon each certificate of stock of this corporation.

**SECOND:** The board of directors of the Corporation, at a meeting duly convened and held on April 12, 1954, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on May 10, 1954.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

FOURTH: The amendment of the charter of the Corporation as herein above set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all votes entitled to be cast thereon.

FIFTH: The amendment of the charter of the Corporation as herein above set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation.

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 its corporate seal to be hereunto affixed and attested by its Secretary, on *May 16*, 1954.

SYLVAN SHORES SERVICES COMPANY, INC.

By *Charles Rhoads* President  
Charles Rhoads

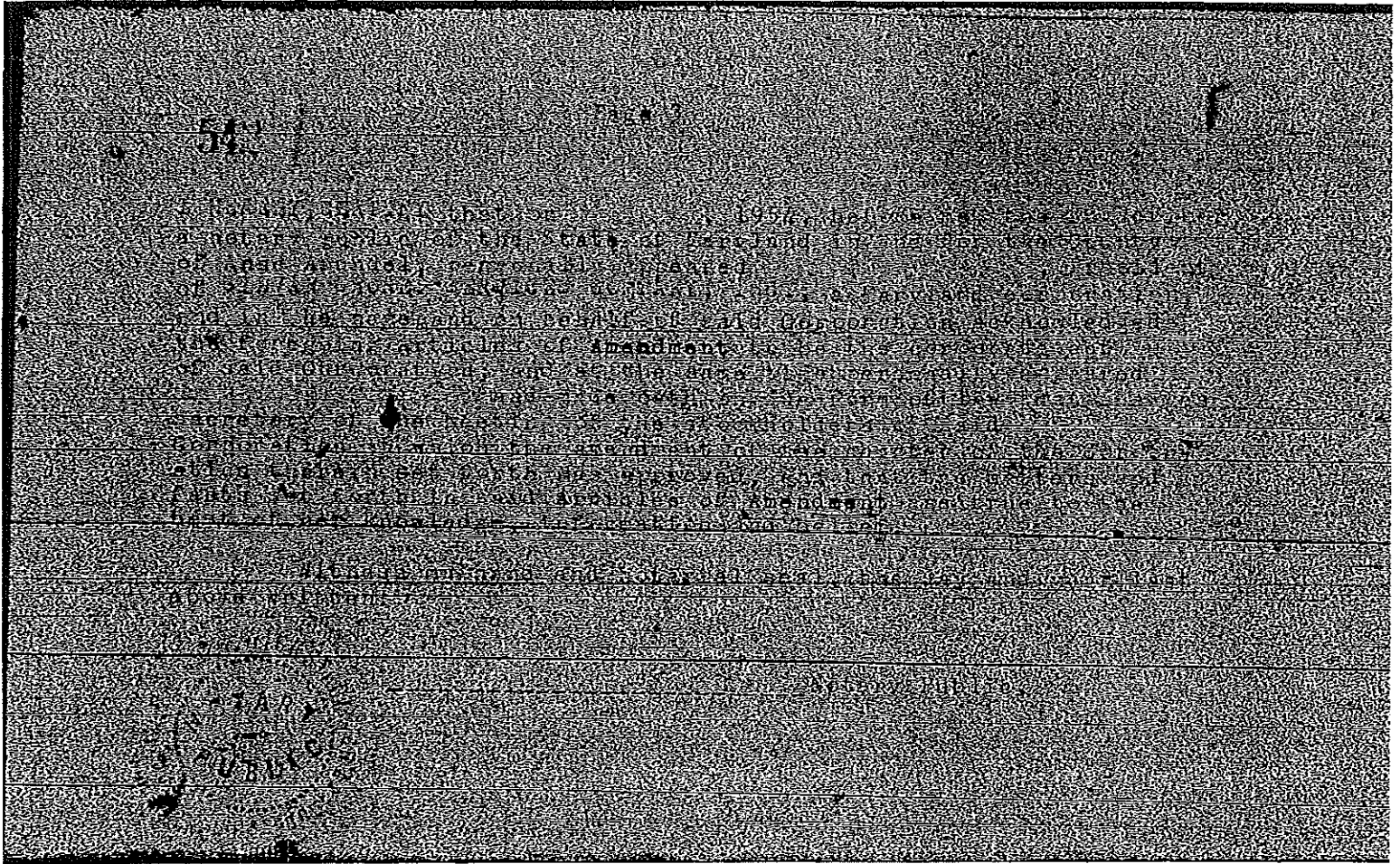
Attest:

*Mary Schrand* Secretary  
Mary Schrand





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Converted Amendment

7/10/75 ZPS

612

ARTICLES OF AMENDMENT

TO CHARTER OF

SYLVAN SHORES SERVICES COMPANY, INC.

THIS IS TO CERTIFY:

That an amendment to the charter of this corporation was duly advised by the board of directors on May 5, 1975 and approved by the stockholders on May 28, 1975 to amend the second sentence of the Fourth Paragraph of the Certificate of Incorporation of this corporation to read as follows:

"The resident agent of this corporation is Myron V. Wetring, a resident of the State of Maryland whose post office address is 2 Cherry Road, Sylvan Shores, Riva, Maryland 21140."

AS WITNESS the name of the corporation and the signature of the president duly attested by the secretary.

SYLVAN SHORES SERVICES COMPANY, INC.

ATTEST:

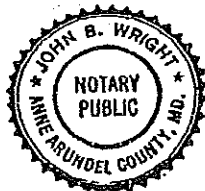
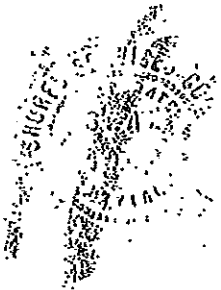
By Matthew W. Donavin  
Matthew W. Donavin  
President

Catherine Pilipauskis  
Catherine Pilipauskis  
Secretary

STATE OF MARYLAND, ANNE ARUNDEL COUNTY:

Before me, the undersigned, a notary public in and for the state and county aforesaid, on this 8th day of July, 1975, personally appeared MATTHEW W. DONAVIN, president of Sylvan Shores Services Company, Inc., and he made oath in due form of law that the matters and facts set forth in the foregoing Articles of Amendment with respect to approval are true and he acknowledged that he executed the same as his free and voluntary act for the purposes therein set forth.

As witness my hand and notarial seal.



John B. Wright  
John B. Wright  
Notary Public

WRIGHT and WRIGHT  
Attorneys at Law  
2024 West Street  
Annapolis, Maryland

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*Consented  
Amendment*

ARTICLES OF AMENDMENT  
OF  
SYLVAN SHORES SERVICES COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland July 10, 1975 at 8:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 42523

Recorded in Liber 2192, folio 612, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

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

To the clerk of the Circuit Court of Anne Arundel 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.



ARTICLES OF AMENDMENT

TO CHARTER OF

SYLVAN SHORES SERVICES COMPANY, INC.

THIS IS TO CERTIFY:

That an amendment to the charter of this corporation was duly advised by the board of directors on December 4, 1978 and approved by the stockholders on December 4, 1978 to amend the Certificate of Incorporation of this corporation by adding an additional sentence to the Third Paragraph, sub-paragraph L. thereof, stating as follows:

"All operations of the corporation shall be carried out on a non-profit basis."

AS WITNESS the name of the corporation and the signature of the president duly attested by the secretary.

ATTEST:

SYLVAN SHORES SERVICES COMPANY, INC.

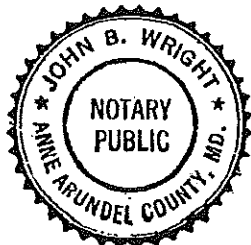
By Thomas M. Branzell  
Thomas M. Branzell  
President

Barbara Ann Elliott  
Secretary

STATE OF MARYLAND, ANNE ARUNDEL COUNTY:

Before me, the undersigned, a notary public in and for the state and county aforesaid, on this 5TH day of December, 1978, personally appeared THOMAS M. BRANZELL, president of Sylvan Shores Services Company, Inc., and he made oath in due form of law that the matters and facts set forth in the foregoing Articles of Amendment with respect to approval are true and he acknowledged that he executed the same as his free and voluntary act for the purposes therein set forth as corporation president.

As witness my hand and notarial seal.



John B. Wright  
Notary Public

12/8/78 1326

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ARTICLES OF AMENDMENT

OF

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SYLVAN SHORES SERVICES COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 8, 1978 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

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Recorded in Liber 2432, folio 1326, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 20.00 Special Fee paid \$

To the clerk of the Circuit Court of Anne Arundel 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.








William J. Summers



**Entity Name: SYLVAN SHORES SERVICES COMPANY, INC.**

**Department ID: D00206847**

General Information Amendments Personal Property Certificate of Status

Description	Date Filed	Film	Folio	Pages	View Document	Order Copies
<u>DESIGNATION OF RESIDENT AGENT RESIGNATION OF RESIDENT AGENT</u>	03/21/2008 11:27 AM			2		
<u>ARTICLES OF AMENDMENT CONVERTED AMENDMENT</u>	03/04/2008 3:08 PM			2		
<u>ART. OF AMEND. CPO, CRA, CRAA</u>	12/08/1978 8:30 AM	F2432	1326	2		
<u>ARTICLES OF AMENDMENT</u>	07/10/1975 8:30 AM	F2192	612	2		
<u>ARTICLES OF AMENDMENT</u>	05/26/1954 8:30 AM	461	540	3		
<u>ARTICLES OF INCORPORATION</u>	05/09/1947 8:30 AM	243				