

The Wildwood Manor Swimming Pool Association, Inc.  
Articles of Incorporation

FIRST. WE, THE UNDERSIGNED, JOSEPH W. HALL, JR., whose post office address is 6009 Avon Drive, Bethesda, Montgomery County, Maryland; LINWOOD H. JOHNSON, JR., whose post office address is 10216 Farnham Drive, Bethesda, Montgomery County, Maryland; and JOE STEIN, whose post office address is 6005 Avon Drive, Bethesda, Montgomery County, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND. The Corporation is a non-profit, stock corporation.

THIRD. The name of the corporation (which is hereinafter called the "Corporation") is **THE WILDWOOD MANOR SWIMMING POOL ASSOCIATION, INC.**

FOURTH. The purposes for which the Corporation is formed are as follows:

1. To construct, own, maintain and operate a swimming pool and other recreational facilities, on a non-profit basis, with no part of the net earnings inuring to the benefit of any private shareholder, to serve principally residents in the Wildwood Manor Subdivision of Bethesda, Maryland and vicinity.
2. To exercise any and all authority permitted by law to implement the above specified purpose.

FIFTH. The post office address of the principal office of the Corporation in this State is 10217 Tyburn Terrace, Bethesda, Montgomery County, Maryland. The name and post office address of the resident agent of the Corporation in this State is JOHN I. HEISE, JR., 10217 Tyburn Terrace, Montgomery County, Maryland. Said resident agent is a citizen of this State and actually resides herein.

SIXTH. The total number of shares of stock which the Corporation has authority to issue is three hundred and fifty (350) shares all of one class with a par value of Fifteen Dollars (\$15) per share and an aggregate par value of all such shares of Five Thousand Two Hundred Fifty Dollars (\$5,250).

SEVENTH. Except as otherwise provided in the Bylaws, the recreational facilities of the Corporation shall be used solely by the stockholders and members of their families in accordance with the terms and conditions set forth in the Bylaws. All rights and privileges of any stockholder may be terminated and the stock canceled, for failure of the stockholder to pay initiation fees, dues, additional applicable charges or for other reason as set forth in the Bylaws.

EIGHTH. The number of directors of the Corporation shall be nine (9), which number may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are JOSEPH W. HALL, JR., JOE STEIN, LINWOOD H. JOHNSON, JR., RICHARD F. FILBIN, GEORGE BRADY, JOHN TAYLOR, JOHN I. HEISE, L.W. WACHTEL, and J.D. MCPHERSON.

NINTH. When and as authorized by the affirmative vote of holders of two-thirds of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of two-thirds of the voting stock issued and outstanding having voting power, to sell, lease, or exchange or encumber all of the property and assets of the Corporation, as its board of directors shall deem expedient and for the best interests of the corporation.

TENTH. The duration of the Corporation shall be perpetual.