

The State of West Virginia

To: CERTIFICATE OF INCORPORATION

Steamboat Run Community Association, Inc.

STATE OF WEST VIRGINIA

CERTIFICATE OF INCORPORATION.

I, JOHN D. ROCKEFELLER IV, Secretary of State of the State of West Virginia, hereby certify that an Agreement, duly acknowledged, has been this day filed in my office, which agreement is in words and figures following:

1. We, the undersigned, agree to become and be a corporation by the name of Steamboat Run Community Association, Inc.

2. The post office address of its principal office shall be Shepherdstown, West Virginia 25443. The location of its chief works shall be at Steamboat Run River Estates, a real estate subdivision located on the east side of Shepherd Grade Road about three miles north of Shepherdstown in Shepherdstown District in Jefferson County, West Virginia.

3. The objects for which this corporation is founded are as follows:

There has heretofore been established in Shepherdstown District in Jefferson County, West Virginia, three miles north of Shepherdstown on the east side of Shepherd Grade Road a certain real estate subdivision which said real estate subdivision is commonly known as Steamboat Run River Estates, Inc., and which said subdivision was formed for the purpose of holding title to real estate and selling parcels thereof to purchasers thereof as home sites. The objects for which this corporation herein formed if formed is to provide a legal entity whereby the persons owning real estate in such subdivision may make provisions and rules and regulations for the common benefit of all the property owners in such subdivision pertaining to the establishment and maintenance of roads within such subdivision, the establishment and maintenance of recreational facilities of such subdivision, and the doing of any and all other lawful things within the territorial confines of said subdivisions which may directly or indirectly be for the common benefit of each and all persons owning, now or hereafter, a present or contingent fee simple interest in real estate in such subdivision. To accomplish these specific and general purposes this corporation shall have the following powers:

(a) To accept title by deed or otherwise from any other person or persons for any property or real estate or interest therein for any real estate or interest therein within said subdivision for the common use and benefit of all the other persons owning, now or hereafter, any interest in real estate in said subdivision.

(b) To take charge of and manage, for the common benefit of all other persons owning real estate in said subdivision, any real estate or personal property this corporation may hereafter acquire and to use said property for roads, parks, recreational facilities, or any other purpose which may be construed, by liberal interpretation, for the common benefit of a majority of all other owners of real property in said subdivision.

(c) To make reasonable rules and regulations concerning and governing the use of any property this corporation may acquire.

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(d) To adopt By-Laws providing for the government and management of this corporation.

(e) To, pursuant to such By-Laws as it shall adopt, make rules and regulations for the assessment of members of the corporation to provide funds for the management, maintenance and use of any property the corporation may acquire.

(f) To sell, encumber, lease, or exchange any property the corporation may hereafter acquire for the common benefit of a majority of all other property owners in said subdivision and to purchase or otherwise acquire any real estate within or adjacent to the subdivision for the use and common benefit of a majority of all the property owners in said subdivision.

(g) To grant easements over, across, and upon and beneath any property owned by this corporation for any purpose deemed to be for the common benefit of a majority of the property owners in said subdivision.

(h) To do any and all things of a lawful nature designed to promote the common welfare of all persons owning real estate in said subdivision.

The corporation shall not have authority to issue capital stock and the conditions of membership shall be such as are stated in the By-Laws; provided, however, that where two or more members own an undivided interest in real estate within the subdivision as joint tenants or tenants in common, such owners shall have only one vote; and, provided, further, that no person shall be a member of this corporation who does not have a private, proprietary interest in real estate in said subdivision; and, provided, further, that no person shall be allowed to continue and maintain his or her membership in the corporation (a) upon ceasing to own a private, proprietary interest in any real estate in the subdivision, or (b) failing or refusing to timely pay any assessment required of any member of the association adopted pursuant to the By-Laws of this corporation.

The business of the corporation shall be transacted by a Board of Directors elected annually at such time as the By-Laws shall specify and designate, and a quorum of the membership shall consist of not less than one-tenth of the members of the corporation, except that a quorum for the first and organizational meeting for the purpose of organizing and voting in new members shall be not less than three of the five subscribers hereto which said subscribers are hereby declared to be members. Any person owning an interest in fee in real estate in the subdivision, including joint tenants, and who is over the age of 21 years, shall be entitled to membership in the corporation upon (a) making application for membership, (b) paying or agreeing to pay any assessment made or to be made by the corporation, and (c) being accepted for membership by a majority of the members of the Board of Directors, or, in the absence of an affirmative vote by a majority of the members of the Board of Directors, then by a majority of those present and voting at any regular or special meeting of the members of the corporation.

4. This corporation is not organized for profit and is for the purpose of providing ecological and orderly development of roads and parks and other community facilities within Steamboat Run River Estates and shall not have authority to issue capital stock and the conditions of membership are as stated and set forth in the preceding Paragraph 3.

5. The names and addresses of the incorporators are:

Howard F. Jones
Shepherdstown, West Virginia 25443

William J. Van Ryzin
Shepherdstown, West Virginia 25443

G. Norris Rath
Shepherdstown, West Virginia 25443

Patricia Armstrong
Shepherdstown, West Virginia 25443

A. Parks Honeywell
Shepherdstown, West Virginia 25443

We, the undersigned, for the purpose of forming a corporation under the laws of the State of West Virginia, do hereby make and file this agreement as witness our signatures hereafter affixed, this 20th day of December, 1971.

WITNESS the following signatures and seals

Howard F. Jones	SEAL
William J. Van Ryzin	SEAL
G. Norris Rath	SEAL
Patricia Armstrong	SEAL
A. Parks Honeywell	SEAL

WHEREFORE, The incorporators named in the said Agreement, and who have signed the same, and their successors and assigns, are hereby declared to be from this date a Corporation by the name and for the purposes set forth in the said agreement, with the right of perpetual succession.

Given under my hand and the Great Seal of the said State, at the City of Charleston, this TWENTY-FIRST day of DECEMBER, Nineteen Hundred and SEVENTY-ONE.

(GREAT SEAL)

John D. Rockefeller, IV.
Secretary of State.

State of West Virginia, County of Jefferson : SS.

IN THE CLERK'S OFFICE OF COUNTY COURT:

MARCH 2nd, 1972

This Certificate of Incorporation, dated December 21st, 1971 from State of West Virginia to Steamboat Run Community Association, Inc. was produced in this office and duly admitted to record.

Test,

John E. Ott, Clerk of said Court

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