

**CONFIRMATORY SUPPLEMENTAL DECLARATION OF PROTECTIVE
COVENANTS, SERVITUDES AND RESTRICTIONS**

THIS CONFIRMATORY SUPPLEMENTAL DECLARATION OF PROTECTIVE COVENANTS, SERVITUDES AND RESTRICTIONS made this 31st day of December, 1986, by RONALD J. MACK, MANUEL L. PERRY and KENNETH D. PEZZULLA, collectively pursuant to Section 3-515 of the Corporations and Associations Article constituting the Trustees and surviving directors of PEMA, Inc., a Maryland Corporation which forfeited its Charter on or about October 8, 1985 (hereinafter referred to as "Directors").

EXPLANATORY STATEMENT

PEMA, INC., a Maryland corporation executed a Declaration dated May 5, 1982 and caused the same to be recorded among the Land Records of Anne Arundel County, in Liber WGL 3488, folio 247. This Declaration, by virtue of the property description attached as Exhibit A thereto, subjected to the covenants and restrictions contained therein certain property generally known as Broadview Estates, Section 1. That property includes, among other things, Lots 1 through 28 and parcels 2, 3, 4, 5 and 7, all as shown on a plat entitled "Broadview Estates Section 1" recorded among the Land Records of Anne Arundel County in Plat Book No. 63, folio 31, being Plat No. 3356.

The Declaration provided for the administration of the affairs of the community by a community association known as the Broadview Estates Community Association, Inc. Despite expressly subjecting only Section 1 of Broadview Estates, and Lots 1 through 28 thereof, to the conditions and restrictions of the Declaration, Article III of the Declaration provided for two classes of membership in the Association, 55 Class A members, who generally are the fee owners of "any lot which is a part of the premises described in Article II hereof and which is or becomes subject to covenants of record to assessments by the Association. . ."; and 165 Class B members, who are the Declarant or its nominee or nominees. Each Class A and B membership are entitled to one vote for each membership held. However, under the Declaration, each

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Class B membership is to lapse and become a nullity upon the first to occur of the following events, none of which has yet occurred:

(1) 30 days following the date the total authorized, issued, and outstanding Class A memberships equal 55; or

(2) on January 1, 1987; or

(3) surrender of the Class B memberships for cancellation on the books of the Association.

At the time of the filing of the Declaration, PEMA, Inc., also was the title holder to all those lots and parcels of ground generally known as Broadview Estates, Section 2, as shown on a plat recorded among the Land Records of Anne Arundel County in Plat Book 84, folio 15, being Plat No. 4390, including Lots Nos. 27A (being a resubdivision of Lot 27 as shown on the Plat of Broadview Estates, Section 1, referred to above), and 29 through 55, inclusive. As shown on the plats of Broadview Estates, Section 1, and Broadview Estates, Section 2, the Broadview Estates community consists of 55 lots in all.

On or about August 17, 1983, PEMA, Inc., as Transferor, and Chesapeake Bay Builders, Inc., as Transferee, recorded with the State Department of Assessments and Taxation Articles of Transfer and Sale. Under these Articles, and under a Confirmatory Deed dated July 26, 1983, recorded among the Land Records of Anne Arundel County in Liber WGL 3623, folio 870, PEMA, Inc., conveyed to Chesapeake, among other things and with certain exceptions, Lots 1 through 28, except Lots 22 and 27 and Parcels 3, 4, 5, 6 and 7, as shown on the aforesaid plat of Broadview Estates, Section 1, and Lot 27A and Lots 29 through 55, except Lot 39, previously conveyed by PEMA, Inc., and Parcels 9 and 10, as shown on the aforesaid plat of Broadview Estates, Section 2. The transfer of all of the lots, parcels and other properties pursuant to the Confirmatory Deed were made expressly subject "to the covenants, conditions and restrictions, etc. set forth and defined in the Declaration of Restrictive Covenants dated May 5, 1982, by PEMA, Inc., and recorded in Liber WGL 3488, folio 247, and to all matters set forth in the recorded plats of the subdivision."

William G. Manning and Jen L. Manning are the current owners of Lot No. 39 in Section 2 of Broadview Estates, having acquired the property from Captain's Choice Limited Partnership by deed dated December 30, 1983, recorded among the Land Records of Anne Arundel County in Liber WGL 3679, folio 832. The Mannings' title to Lot No. 39 was taken "SUBJECT, HOWEVER, to the Restrictive Covenants recorded in Liber WGL 3488, folio 247."

Although the Declaration by its express terms subjected only property in Broadview Estates, Section 1, to its conditions and restrictions, all Lots and Parcels 9 and 10 shown on the plat of Broadview Estates Section 2, also were subjected to such conditions and restrictions by the deeds to Chesapeake and Manning described above. These deeds, coupled with the Declaration's establishment of 55 Class A memberships in the Broadview Estates Community Association, Inc., corresponding to the number of lots in the entire Broadview Estates Community, convincingly demonstrate the original intention that the entire Broadview Estates community be developed and maintained under a uniform scheme of development and covenants and restrictions.

This Confirmatory Supplementary Declaration of Protective Covenants, Servitudes and Restrictions is made and recorded to satisfy the formalities of Article II, Section 2, of the Declaration that the annexation of any additional property to the property initially subjected to the covenants and restrictions of the Declaration be effectuated through the recording of a Supplementary Declaration of Protective Covenants, Servitudes and Restrictions.

NOW, THEREFORE, THIS CONFIRMATORY SUPPLEMENTARY DECLARATION OF PROTECTIVE COVENANTS, SERVITUDES AND RESTRICTIONS WITNESSETH, that the Directors, for themselves, their respective heirs, personal representatives, successors and assigns, confirm the annexation of the properties described on Exhibit 1 hereto to those properties described on Exhibit A to the Declaration, it being the intent of the Directors to ensure that all of said properties are to be held, conveyed, hypothecated or encumbered, sold, leased, rented, used, occupied, and improved subject to the

covenants, restrictions, uses, limitations, obligations, easements, equitable servitudes, charges, and liens (the "covenants and restrictions") contained in the Declaration as contemplated in the conveyance from PEMA, Inc., to Chesapeake and from Captain's Choice Limited Partnership to the Mannings.

IN WITNESS WHEREOF, on this 31st day of December, 1986, the said Ronald J. Mack, Manuel L. Perry and Kenneth D. Pezzulla, as Trustees and surviving Directors of PEMA, Inc., have caused these presents to be executed and their seals affixed.

Witness:

Arthur M. Elmer

Ronald J. Mack
Ronald J. Mack, Trustee
and surviving Director
of PEMA, Inc.

Carl F. Worthy

Manuel L. Perry
Manuel L. Perry, Trustee
and surviving Director
of PEMA, Inc.

Kita D. Pezzulla

Kenneth D. Pezzulla
Kenneth D. Pezzulla, Trustee
and surviving Director of
PEMA, Inc.

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 31st day of December, 1986, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared RONALD J. MACK, who is personally known or satisfactorily proven to me to be Trustee and surviving Director of PEMA, Inc., and the person who executed the within document, acknowledged the same to be his act and deed, and that the same was executed for the purposes therein contained.

AS WITNESS my hand and Notarial Seal the day and year first above written.

My Commission Expires



Arthur M. Elmer
Notary Public

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

I HEREBY CERTIFY that on this 31st day of December, 1986, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared MANUEL L. PERRY, who is personally known or satisfactorily proven to me to be Trustee and surviving Director of PEMA, Inc., and the person who executed the within document, acknowledged the same to be his act and deed, and that the same was executed for the purposes therein contained.

AS WITNESS my hand and Notarial Seal the day and year first above written.

My Commission Expires: 7/1/90



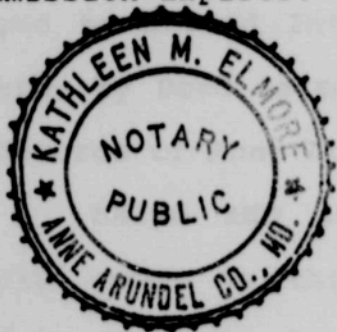
Kathleen M. Elmore
Notary Public

STATE OF MARYLAND, BALTIMORE COUNTY, to wit:

I HEREBY CERTIFY that on this 30th day of December, 1986, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared KENNETH D. PEZZULLA, who is personally known or satisfactorily proven to me to be Trustee and surviving Director of PEMA, Inc., and the person who executed the within document, acknowledged the same to be his act and deed, and that the same was executed for the purposes therein contained.

AS WITNESS my hand and Notarial Seal the day and year first above written.

My Commission Expires: 7/1/90



Kathleen M. Elmore
Notary Public

Exhibit 1

Property Description

FIRST: All those lots of ground situate in Anne Arundel County, being known and designated as Lots Nos. 27A, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54 and 55, as shown on the Plat entitled "Broadview Estates, Section 2", recorded among the Land Records of Anne Arundel County in Plat Book 84, folio 15.

SECOND: All those parcels of ground situate in Anne Arundel County, being known and designated as Parcels Nos. 9 and 10, as shown on the aforesaid Plat entitled " Broadview Estates, Section 2", recorded in Plat Book 84, folio 15.

SAVING AND EXCEPTING therefrom, however, all that property being the bed of Broadview Terrace and all that property being a variable width storm drain easement, which was granted and conveyed by Howard International, Inc. to Anne Arundel County, Maryland, by Deed dated February 6, 1981, and recorded among the Land Records of Anne Arundel County in Liber WGL 3393, folio 153.

BEING AND INTENDED TO BE substantially all of the property shown on the plat of Broadview Estates, Section 2, recorded among the Land Records of Anne Arundel County in Plat Book 84, Section 15.

Mail to

Wright Wright & Sussman