

3910

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CERTIFICATE OF INCORPORATION OF  
SWANN KEYS CIVIC ASSOCIATION

FIRST: The name of this Corporation is Swann Keys Civic Association.

SECOND: The registered office of this Corporation in this State  
Sussex County,  
shall be at Pine and Race Streets, Georgetown, Delaware, and the registered  
agent in charge thereof shall be John E. Messick.

THIRD: This Corporation is not organized for profit and shall  
have no authority to issue capital stock.

FOURTH: The general purposes and objects for which this Corporation  
is organized, and the powers which it shall have are to promote, advance  
and protect the community interests of the lot owners in Swann Keys.

FIFTH: The Corporation shall have the power to require an initiation  
fee for membership in this Corporation and may require its members to  
pay dues. The Corporation shall also have the power to levy assessments  
upon its members from time to time, but only in such amounts as may  
be necessary to cover the expenses, together with a reasonable reserve,  
of the Corporation.

SIXTH: This Corporation shall have the following general powers  
and any and all other powers which are now or may be hereafter be granted  
by law to non-profit Corporations organized under the general corporation  
law of the State of Delaware:

(a) For the purposes of the Corporation as hereinabove stated,  
and not for pecuniary profit, to acquire by Deed, Will or otherwise,  
and to own, hold, build, deal, mortgage or otherwise give liens against,  
and to lease, sell, exchange, transfer or in any other manner dispose  
of real property of any kind and description;

(b) For the purposes hereinabove stated and not for pecuniary  
profit to acquire, hold, deal in, mortgage, pledge, lease, sell or exchange  
or in any other manner dispose of any kind or type of personal property;

(c) For the purposes of this Corporation which are hereinabove stated, and not for pecuniary profit, to enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, municipal body politics, country, territory, state or any subdivision thereof, colony or dependency; and, without limitation, as to amount, to borrow or raise money, to make, accept, endorse, discount, execute, sell and issue promissory notes, drafts, bills of exchange, warranties, bonds, ventures and other instruments, whether negotiable or non-negotiable, transferable or non-transferable, and whether secured by mortgage, pledge or otherwise, as may be permitted by the laws of the State of Delaware for a non-stock, non-profit, corporation.

SEVENTH: It is the intention that each of the objects, purposes and powers specified in this Certificate shall, except when otherwise specified, be likewise limited or restricted by reference to or inference from the terms of any other provision of this Certificate of Incorporation, but that the objects, purposes and powers and the enumeration of specific purposes and powers shall not be construed to restrict in any manner the general purposes and powers of this Corporation.

EIGHTH: The names and addresses of the incorporators are as follows:

Name	Mailing Address
Mary Catherine Hudson	115 W. Laurel St., Georgetown, Delaware
Norma S. Eason	742 Rosetree Lane, Seaford, Delaware
Sharon E. Drugash	411 E. King Street, Seaford, Delaware

NINTH: This Corporation shall have a perpetual existence.

TENTH: The private property of the members of this Corporation shall not be subject to the payment of the Corporation's debts to any extent whatsoever.

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**ELEVENTH:** The business and affairs of this Corporation shall be conducted by the members and such officers as shall be elected and empowered according to the By-Laws.

**TWELFTH:** (a) Meetings of the members may be held at such times and places as may from time to time be prescribed by the By-Laws.

(b) This Corporation reserved the right to amend, alter or repeal any provisions contained in the Certificate of Incorporation in the manner now or hereafter prescribed by the statutes of the State of Delaware; and all rights and powers conferred on the members and officers herein are granted subject to this reservation.

**THIRTEENTH:** No property of this Corporation, including cash on deposit in any bank or depository, shall upon dissolution of this Corporation inure to any member of this Corporation. In the event of dissolution, the property of this Corporation shall be distributed to such other non-profit non-stock corporations or organizations which have similar purposes and objectives as this Corporation, which distribution shall be as approved by the Board of Directors.

**FOURTEENTH:** No part of the net revenue of this corporation shall inure to the benefit of any member thereof.

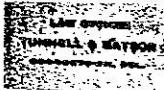
WE, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Delaware do make, file and record this Certificate, and do declare that the facts herein stated are herein true, and that we have accordingly hereunto set our respective Hands and Seals this 6<sup>th</sup> day of November, A.D. 1971.

IN THE PRESENCE OF:

Anne L. Donovan Mary Catherine Hudson (SEAL)  
Witness

Anne L. Donovan Norma J. Eason (SEAL)  
Witness

Anne L. Donovan Thomas W. August (SEAL)  
Witness



STATE OF DELAWARE |  
: SS.  
COUNTY OF SUSSEX |

BE IT REMEMBERED, that on this 6<sup>th</sup> day of November

A.D. 1972, personally appeared before, The Subscriber, Notary Public  
in and for the State and County aforesaid, Mary Catherine Huber  
Norman Eason, and Robert S. Drago,  
all the parties to the foregoing Certificate of Incorporation, known  
to me personally to be such, and severally acknowledged the said Certificate  
to be their act and deed, respectively, and that the facts there instated  
are truly set forth.

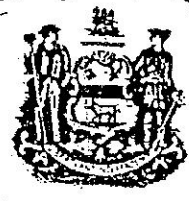
GIVEN under my hand and seal of office, the day and year aforesaid.

Armed L. Stomberg  
Notary Public



nk

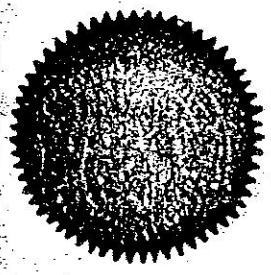
# State of Delaware



## Office of Secretary of State

*J. Walton H. Simpson, Secretary of State of the State of Delaware,*  
do hereby certify that the above and foregoing is a true and correct copy of  
Certificate of Incorporation of the "Swann Keys Civic Association", as received  
and filed in this office the eighth day of November, A.D., 1972, at 9 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this eight day  
of November in the year of our Lord  
one thousand nine hundred and seventy-two.



RECEIVED  
JAMES H. BAXTER JR.  
NOV 13 1 28 PM '72  
RECORDER OF DEEDS  
SUSSEX COUNTY

*Walton H. Simpson*

Secretary of State

*R. H. Colwell*

Act'g Secretary of State

FORM 121

*Charter Repealed June 29, 1977*

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SWANN KEYS CIVIC ASSOCIATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JUNE, A.D. 1996.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7984745

DATE:

06-13-96