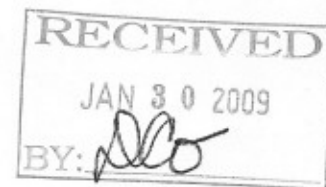




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 C. LEE GORDON



January 29, 2009

Town Commissioners of St. Michaels
 Town Office
 P.O. Box 206
 St. Michaels, Maryland 21663

RE: CHESAPEAKE REACH GROWTH ALLOCATION

Dear Commissioners:

As you know, I represent Windward Investment, LLC ("Windward"), the owner of the property known as "Chesapeake Reach." My client kindly requests that the Commissioners deny Mr. and Mrs. Shook's request for leave to intervene filed on January 26, 2009. Mr. and Mrs. Shook who reside at 8226 Tricefield Road and are not residents or taxpayers of the Town of St. Michaels, are not entitled to intervene in these proceedings for the reasons stated below.

According to Section 3(a) of the Commissioners of St. Michaels Resolution No. 2006-24 "a person seeking to intervene must, in the absence of good cause, make a request in writing at least 7 days prior to the hearing to the St. Michaels Town Clerk-Manager, who will promptly notify other parties of such request." As you know the hearing in the case took place on January 21, 2009. At the outset of the hearing, Commissioner Clark specifically asked all persons who were present if any of the parties had filed for intervener status and there was no response from the audience. Mr. Shook did not state that he desired to be an intervener in the proceeding. The Shooks' request was filed five days after the hearing and nearly two weeks after the deadline to file a request to intervene. The record was held open in the case of Chesapeake Reach to give the public opportunity to comment not to allow an extension of the time period to intervene in this matter. Mr. Shook gave public comments at the January 21, 2009 hearing and will have the opportunity to give further comments at the February 25, 2009 hearing.

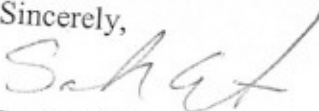
Parker Counts & Melton, LLP

Furthermore, the only good cause provided by the Shooks in their request is that they were not informed of the proceeding. Notification of the hearing was provided by the Town as prescribed by law in a newspaper of general circulation. No other form of notification, particularly to non-residents of the Town is required. The fact that the Shooks did not read the notice in the newspaper is not sufficient good cause to grant the Shooks the right to intervene in contravention of Resolution No. 2006-04.

An Intervener is defined in Resolution 2006-24 to "mean a person or group who opposes the approval of an application or a material element thereof and demonstrates to the satisfaction of the Commission that such person or group will, if the application is approved, suffer an adverse effect or impact to a protected interest that is greater by degree than a general community interest shared by the public at large." In their request, the Shooks claim that their special interest is based upon their status as "downstream riparian owners". The Shooks are not adjacent property owners to the property owned by Windward and proposed for Chesapeake Reach. Windward's property is not visible from the Shooks' property and Chesapeake Reach will have no impact upon the Shooks' property. Therefore, the Shooks lack standing as they lack any special interest separate and apart from the general community interest shared by the public at large.

In accordance with the Commissioners of St. Michaels Guidelines for "Comments from the Public" the Shooks should only be allowed to make remarks after the residents of the Town are given priority and their comments should be limited to five minutes.

Sincerely,



Sarah M. Everhart

cc: Carolina Barksdale, Windward Investment, LLC