

Asbly Gas Company

changing its name to

Pargas of Centerville, Inc 17

Action Appliances, Inc 230

1968

Bay Times, Inc 91

~~Bay Times, Inc~~

Bloominglydale Construction Co. 198

Secretary of Newport

Butler, E.H. Mutual Insurance Co. 219

Baltimore Telecaster, Inc 338

Paul H. Distributing Corp. 488

Bay Shore Rod + Gun Club, Inc 509

Bay Bridge Jaycees, Inc 578

Bennett Lumber Co. 627

Wilmington Dock & Elevator	
of Maryland, Inc.	2
Depina, Inc.	226
Wilmington Capital Co.	
Dijo, Ltd.	375
Ray Care, Inc.	622

1968

Eastern Shore Electrical Contractors, Inc.	59
Executive Cars, Inc.	217
Elizabeth J. Merrill, Inc.	411
Elizabeth J. Merrill, Inc.	451
Eastern Bay Inn, Inc.	478
Eastern Bay Inn, Inc.	512
Ebbtide Seafoods, Inc.	540
Ewing's Scales, Inc.	639

1968

Fred Reese & Sons, Inc	75
F. W., Inc	210
Fishermen's Inn, Inc	617
Fishermen's Inn, Inc	659

1967.

Kitty Oil Co.

1

1968.

Daeng, Meekhan + Campbell, Inc

31

Harrett F. Chaires, Inc

66

Daeng, Meekhan + Campbell, Inc

88

Hulford Mutual Ins., Inc

219

George, Inc.

240

Seasonville Advertiser Medical

Carter, Inc.

247

Hulford Mutual Ins. Co.

425

Holdstein Enterprises, Inc

461

Gateway Projects, Inc

471

Grove Creek Horse Center, Inc. (6/6)

549

Grove Creek Riding Club, Inc.

552

H. H. Distributors, Inc.

584

George F. Maxwell, M.D., P.H.

697

1968

Holden's Chapel, Inc	97
Hagbace H.M.C., Inc	311
Hounga Acres, Inc	316
Hale + Harris Seaford, Inc	325
Hollyberry Farms, Inc	691

Island Enterprises, Inc 186

Island Idlers Club of Kent Co. 192

4/1/54 J. D. EDWARDS, INC.	149
5/1/57 F. H. E. Legg, Inc.	308
Junior Women's Club of Catonsville, Inc.	431
J. Harold Thomas & Sons, Inc.	664

1968

Kent Island Motors, Inc	36
King & Queen Club, Inc	104
Kent Point Marine Enterprises, Inc	107
Knollwood Homes, Inc	113
King Falls, Inc	134
Kent Island Rambler, Inc	213
Kent Island Estates Road Construction & Maintenance Assoc., Inc	220
Kimber-Park, Inc	303
Kentmore Marina, Inc	289
Kerr-McLee Chemical Corp	415
Kent Island Rambler, Inc	463
Kent Island Estates Road Construction & Maintenance Assoc., Inc	518
Kent Island Group Health Association, Inc	655

1968

H + M, INC.	48
Lebanon, Inc	177
Lions Club of Decatur, Md. Inc	284
Lynch Land Co.	433
Remay's Welding, Inc	556
Lynn - Leigh Corp.	680

1968

Madoken Corporation	84
Maryland State Marine Blue Assoc. Inc	299
Martin, Raymond W.	399
Merrick, Elizabeth G. Inc	411
Merrick, Elizabeth G. Inc	451
Maryland Standard Breed Breeders Assoc. Inc	504
Mid-Shoe Signposting Society Inc	574
Murdoch Floint, Inc	595
Marshbrite Corp (Fla.)	587

569
Theodor Peterson & Company, Inc.
648
Theodore Construction Corp.

1967

1710 Pleasant Realty, Inc.	15
Pearse + Leone Lumber, Inc.	124
Pleasant Realty, Inc.	215
Pete's Crab House, Inc.	320
Planner Engineering Corp.	387
Quay Morris + Marone, Inc.	402
Relger Land Co., Inc.	468
Price + Willbanks, Inc.	710

1968-

Queen Anne's C. Youth Center, Inc	20
Queen Theatre, Inc. (Fla)	64
Queen Anne Train Co., Inc	117
Queenstron Bank of Md.	139
Queen Anne's Publishing Co. (Fla)	155
Queen Anne's Development Co.	245
Queen Anne Enterprises, Inc	292
Queen Anne's Co. Electrical Association, Inc.	450
Queen Anne Colony Assoc., Inc	645
Dunlop's Radio Shop, Inc	671

1968-

Sudlers Neck Farms, Inc	40
Stennis Village Utility Co., Inc	142
Susato Seafoods Corp.	204
Sudlersville Frozen Food Pk., Inc	281
Skippers, ^{and} Mate's Queen, Inc	535
Seward's Point Marina, Inc	599
Shore Charters, Inc	584
Silco Cit Pave Stone of Hagerstown, Inc	626

1968

Tidewater Bank 38

Tommy's Radio & TV, Inc. 172

1970
Tidewater Bank (cont. of amount) 273

Jag-a-Long Tractors, Inc. 399

Tidewater Publishing Corp. 515

Texas Parts Co., Inc. 521

Tidewater Bank - 678

1967-	
12/10/ Wye Mills Feed Co.	5
1968.	
Wye Landing Farms, Inc.	26
Waterman's Protective Assoc. Inc	101
1970 - Wright, Harry Bushey, Jr. President	308
J. H. E. Legg, Inc	
W & P Lumber, Inc	329
Killis, Foster	340
Warrington Construction Co. Inc	455
Wye Nursery, Inc	494
Winchester Enterprises, Inc.	529
W. H. Harris Seafood, Inc	563

RECEIVED FOR RECORD *Nov 3, 1967*

STATE OF MARYLAND



Nº 9

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
CERTIFICATE OF CONSOLIDATION OR MERGER
(FOREIGN CORPORATIONS—SECTION 93A)

To the Clerk of the Circuit Court for Queen Anne's County

Pursuant to Article 23, Section 93A, of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an instrument of consolidation or merger has been filed in its office by GETTY OIL COMPANY, P. O. Box 108, Wilmington, Del. 19899 which said document of consolidation or merger was received by said Department on October 2, 1967 and in accordance with said Article and Section of the Code it is further certified:

(a) The names and jurisdictions of incorporation of the merging or consolidating corporations are
..... TIDWATER OIL COMPANY — Delaware Corporation
..... MISSION DEVELOPMENT COMPANY — Delaware Corporation

(b) The name and jurisdiction of incorporation of the surviving or new corporation is
..... GETTY OIL COMPANY — Delaware Corporation

(c) The location of the principal office in Maryland (if any) of the surviving or new corporation is none

(d) The document of consolidation or merger is dated July 24th, 1967

(e) The date of receipt for record of the document of consolidation or merger in the office of the officer or agency of the jurisdiction of incorporation of the new or surviving corporation, as set forth in an officially certified copy thereof filed with this Department, was September 20th, 1967



AS WITNESS to the act of the State Department of Assessments and Taxation at Baltimore, this ... 1st ... day of ... November ... 1967. I have set my hand and caused the seal of said Department to be hereto affixed.

John J. Ruch

RECEIVED FOR RECORD 1000 13, 1967

DELMARVA SASH & DOOR CO. OF MARYLAND, INC.
ARTICLES OF AMENDMENT

Delmarva Sash & Door Co. of Maryland, Inc., a Maryland corporation having its principal office in Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Item Fifth of the Articles of Incorporation.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on June 14, 1967, adopted a resolution in which was set forth the amendment to the charter, declaring that the amendment of the charter was advisable and directing that it be submitted for action thereon at the annual meeting of the stockholders of the Corporation to be held on July 13, 1967.

THIRD: Notice setting forth the amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon.

FOURTH: The amendment of the charter of the Corporation as set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all the votes entitled to be cast thereon.

FIFTH: The amendment of the charter of the Corporation as set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, and the number and par value of the shares of each class are as follows:

One Thousand (1,000) shares, all of one class, and a par value of Fifty (\$50.00) Dollars each.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of the shares of each class, are as follows:

Two Thousand (2,000) shares, all of one class, and a par value of Fifty (\$50.00) Dollars each.

(c) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, the Delmarva Sash & Door Co. of Maryland, Inc. has caused these presents to be signed in its name and on its behalf by its President

and its corporate seal to be hereunto affixed and attested by its Secretary,
on the 22nd day of July, 1967.

DELMARVA SASH & DOOR CO. OF MARYLAND,
INC.

Attest: [Signature]
C. Smith Landskroener
Secretary

BY [Signature] (SEAL)
Theodore W. Landskroener
President

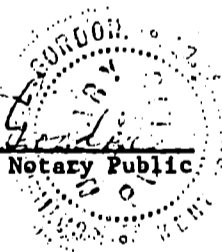


STATE OF Maryland, COUNTY OF Kent, to wit:

I HEREBY CERTIFY, that on this 22nd day of July, 1967,
before me, the subscriber, a Notary Public of the State and County aforesaid,
personally appeared Theodore W. Landskroener, President of Delmarva Sash & Door
Co. of Maryland, Inc., a Maryland corporation, and in the name and on behalf of
said corporation acknowledged the foregoing Articles of Amendment to be the cor-
porate act of said corporation; and at the same time personally appeared C.
Smith Landskroener and made oath in due form of law that he was Secretary of the
meeting of the stockholders of said corporation at which the amendment of the
charter of the corporation therein set forth was approved, and that the matters
and facts set forth in said Articles of Amendment are true to the best of his
knowledge, information and belief.

WITNESS my hand and Notarial Seal.

[Signature]
Notary Public



My commission expires:

July 1, 1969

ARTICLES OF AMENDMENT

OF

DELMARVA SASH & DOOR CO. OF MARYLAND, INC.

12/13/67

approved and received for record by the State Department of Assessments and Taxation of Maryland July 25, 1967 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 13594

Recorded in Liber **7611**, folio **134**³, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

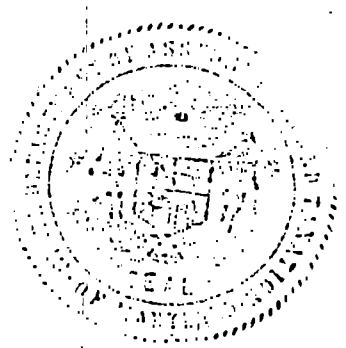
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Seal



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Articles of Amendment* WAS
RECEIVED FOR RECORD THIS *13th*
DAY *July* 1967. RE *22591*
AND RECORDED IN LIBER *awc*
awc RECORDED BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Seal CLERK
\$3.95 PD.

RECEIVED FOR FILING Dec. 18, 1967

ARTICLES OF INCORPORATION

OF

WYE MILLS FEED COMPANY

THIS IS TO CERTIFY:

FIRST: That we the Subscribers, Frank S. Dudley, Jr. of Queenstown, Maryland, Alfred B. Covington of Wye Mills, Maryland, and Frank C. Vogel, Sr. of Centreville, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is WYE MILLS FEED COMPANY.

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

(a) To conduct and carry on a business for the purchase and sale, at retail or wholesale, as jobbers, distributors, agents, brokers, or otherwise, of farm and agricultural supplies, grain, feed, seed, fertilizer, lime, hardware, farm equipment; goods, machinery, equipment, supplies, lumber, building materials, hardware, garden supplies, sporting goods, food and kindred lines; and to that end to acquire, hold, own and dispose of any and every kind of property.

(b) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other bus-

inneses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or other wise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created, or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, Territories, districts, colonies and dependencies of the Unites States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the Unites States of America and in foreign countries.

(l) To do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, without restrictions as to place or amount, as principals, agents, contractors, trustees, or otherwise, alone or in company with others.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of the State.

RK
FOURTH: The postoffice address of the principal office of the Corporation in this State is Wye Mills, Maryland 21679. ^{S. A. Co.} The resident agent of the Corporation is Frank S. Dudley, Jr., whose postoffice address is Queenstown, Maryland 21658. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is eighteen hundred (1,800) shares, divided into eight hundred (800) shares of 6% Cumulative Participating Preferred Stock of the par value of \$100 each having an aggregate par value of \$80,000, two hundred fifty (250) shares of Common Stock Class

A without par value, and seven hundred fifty (750) shares of Common Stock Class B without par value.

A description of each class, with the preferences, conversions and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class is as follows: The shares of Class A Common Stock and Class B Common Stock shall not be entitled to any preference and shall be equal in every respect except that the holders of Class A stock shall be entitled to one vote for each share of stock held by them, while the holders of Class B stock shall not be entitled to a vote, and said Class B stock shall be classified as non-voting stock; the shares of Preferred Stock shall not entitle the holders thereof to any vote, shall entitle the holders thereof to a preference in dividends up to 6% per annum at any time stock dividends are declared, such dividends shall be cumulative in that they shall be payable for the current and all previous years before any dividends shall be paid or set apart on the common stock, shall be entitled to participate in any extra dividends that may be declared, and shall be preferred in distribution of assets on liquidation.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Frank S. Dudley, Jr., Virginia I. Dudley and Alfred B. Covington.

SEVENTH: The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 28th day of August, 1967.

Witness:

Virginia I. Dudley

Frank S. Dudley, Jr.
Frank S. Dudley, Jr.

Virginia I. Dudley

Alfred B. Covington
Alfred B. Covington

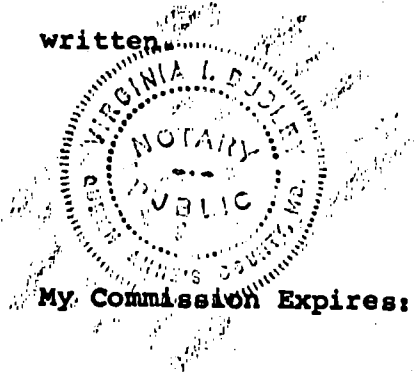
Virginia I. Dudley

Frank C. Vogel, Sr.
Frank C. Vogel, Sr.

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 28th day of August, 1967, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Frank S. Dudley, Jr., Alfred B. Covington and Frank C. Vogel, Sr., and they severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal, the day and year last above written.



Virginia I. Dudley
Notary Public

My Commission Expires: July 1, 1969

LIBER 2 PAGE 10

ARTICLES OF INCORPORATION
OF
WYE MILLS FEED COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 1, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 14212

Recorded in Liber 2617, folio 494, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. [Signature]

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.

I HEREBY CERTIFY THAT
THIS Charles WAS
RECEIVED FOR RECORD THIS 18
DAY OF Oct 1967 RE 22637
AND RECORDED IN LIBRE W.C.-2
Vol. 5 Charles RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Carl CLERK



REVISED FOR DEPOSIT Dec 18, 1967
ARTICLES OF INCORPORATION
OF
CHESTERWYE DAY CARE ACTIVITIES CENTER, INC.

THIS IS TO CERTIFY:

FIRST: We, EDNA M. SULTENFUSS, of Centreville, Maryland 21617, BARBARA ANNE NASH, Chester, Maryland 21619 and RUTH W. HASTINGS, Centreville, Maryland 21617, all being of full age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose of organizing a non-stock, non-profit corporation.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is:

CHESTERWYE DAY CARE ACTIVITIES CENTER, INC.

THIRD: The purposes for which the Corporation is formed and the objects to be promoted by it are as follows:

- A. To promote the general welfare of mentally retarded persons wherever they may be.
- B. To foster the development of programs in their behalf.
- C. To develop a better understanding of the problems of mental retardation by the public.
- D. To cooperate with all public, private and religious agencies and professional groups for the furtherance of these ends.
- E. To associate with the State and National Associations to promote the common cause.
- F. To serve locally as a clearing house for gathering and giving out information regarding the retarded.
- G. To solicit and receive funds for the accomplishment of the above purposes.
- H. To organize, own, operate and maintain day care centers and workshops, within the geographic limits of Queen Anne's County, for retarded individuals, on a non-profit basis.
- I. To provide opportunities for maxim development of the capabilities of each mentally retarded person under its care.
- J. To advise and provide means for educating the parents of the retarded and assist them in solution of their problems.

Original mailed to
Chesterwye Day Care Activities Center
Stevensville, Md - 21666 5/2/72

643-6402

In furtherance of the above purposes for which this Corporation is formed, it shall have the following powers:

- A. To purchase, acquire, either absolutely or in trust, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of any property, real or personal of every kind.
- B. To receive donations, devises, bequeaths, legacies, gifts and other contributions without limitations as to amount or value except such limitations, if any, as the law shall hereafter specifically impose, and to employ the same to carry on the purposes for which the Corporation is formed.
- C. To invest, or reinvest, any principal or income in bonds, stocks, mortgages, real estate, or any interest or estate therein, securities and any other medium of investment without limitation, and to deal with and expend the income and principal of the Corporation in such manner as in the absolute judgment of the Board of Directors will best promote the objects.
- D. To borrow or raise money for any of the purposes of the Corporation.
- E. To do and perform all lawful acts and things necessary and proper in the judgment of the Board of Directors to promote the objects of the Corporation.
- F. To amend the Charter with the consent of such a majority of the members as may be permitted by the By-Laws of the Corporation.

The foregoing enumeration of the purpose and objects of the Corporation is made in furtherance and not in limitation of the powers conferred upon corporations by law and is not extended by the mention of any particular purpose or object to limit or restrict the powers granted to the Corporation by the Laws of the State of Maryland. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to non-profitable corporations which are contained in the General Laws of the State. All of the powers hereinbefore granted to the Corporation are to be exercised solely for the purposes hereinbefore specified and subject to the conditions that no part of the net earnings of the Corporation shall at any time inure to the benefit of any member or individual.

FOURTH: The Post Office address of the Corporation will be Centreville, Maryland.

FIFTH: The Residing Agent of the Corporation will be Ruth W. Hastings, whose Post Office address is Centreville, Maryland 21617; said Resident Agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have no capital stock.

SEVENTH: The Corporation shall consist of a Board of Directors and the number which shall constitute the whole board shall be fixed by, or in the manner provided in the By-Laws, but in no event shall the number of Directors be more than fifteen (15) or less than three (3). The number of terms of office and the qualifications of the directors shall be determined as prescribed in the By-Laws.

The names of the three (3) Directors who shall act until the first annual meeting and until their successors are duly chosen and qualified, are:

EDNA M. SULTENFUSS, of Centreville, Maryland 21617, BARBARA ANNE NASH, of Chester, Maryland 21619 and RUTH W. HASTINGS, of Centreville, Maryland 21617.

They shall hold a meeting, adopt the Corporate By-Laws and do such further and additional acts as may be proper for the organization of the Corporation.

IN WITNESS WHEREOF, we have signed this certificate of incorporation this 4th day of August, 1967.

Edna M. Sultenfuss
Edna M. Sultenfuss

Barbara Anne Nash
Barbara Anne Nash

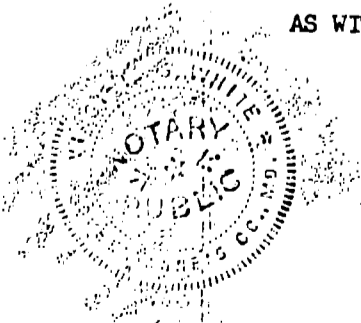
Ruth W. Hastings
Ruth W. Hastings

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY,

TO WIT:

I HEREBY CERTIFY that on this 4th day of August, 1967, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared, EDNA M. SULTENFUSS, BARBARA ANNE NASH and RUTH W. HASTINGS, and severally acknowledge the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.



Virginia S. White
Notary Public VIRGINIA S. WHITE

My commission expires July 1, 1969

ARTICLES OF INCORPORATION
OF
CHESTERWYE DAY CARE ACTIVITIES CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 31, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A. 14167

Recorded in Liber 7617, folio 250⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

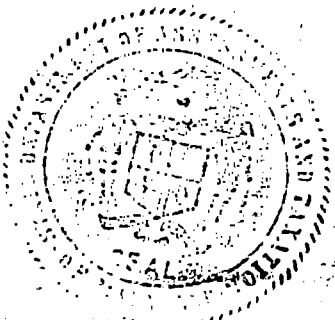
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY,
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 18
DAY OF Sept 1967 RE 22637
AND RECORDED IN LIBER CWC-2
11 Charter RECORD BOOK
Charles W. Carl CLERK
FOR QUEEN ANNE'S COUNTY

RECEIVED FOR RECORD Dec. 18, 1967

CERTIFICATION OF CORPORATE RESOLUTION

I, as Secretary of Pheasant Realty, Inc., a corporation duly organized and existing under the laws of the State of Maryland, hereby certify that a meeting of the Board of Directors of said corporation was duly called and held on the 7th day of August, 1967, and that the following resolution was duly adopted:

RESOLVED, that the post office address at which the principal office of the corporation will be located is Chester, Maryland 21619, Queen Anne's County.

RESOLVED, that the resident agent of the corporation is William H. Bittorf, whose post office address is No. 3811 St. Paul Street, Baltimore, Maryland 21218, said resident agent being a citizen of the State of Maryland who actually resides therein.

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of said corporation and affixed the corporate seal this 7th day of August, 1967.



E. D. Bittorf
E. D. Bittorf
Secretary of
Pheasant Realty, Inc.

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

PHEASANT REALTY, INC.

received for record September 13, 1967

, at 9:26 A. M.

and recorded in Liber F No. 619

Folio No. 196 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the Clerk of the Circuit Court of Queen Anne's County.

AA N^o 4873

SPECIAL FEE PAID \$3.00
Recording Fee Paid 2.00
\$5.00

Mr. Clerk - please mail to Mr. W. H. Bittorf, President
Pheasant Realty, Inc.
Chester, Md. 21619

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT,
I HEREBY CERTIFY THAT
THIS *Change of Office & Agent* AS
RECEIVED FOR RECORD THIS *18*
DAY OF *Dec* 1967 RE *24637*
AND RECORDED IN LIBER *CWC-2*
Page 15 RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Cal CLERK

RECEIVED FOR LIBRARY Jan. 4, 1967

ASHLEY GAS COMPANY
ARTICLES OF AMENDMENT
(Under Sections 11-12)

ASHLEY GAS COMPANY, a Maryland corporation having its principal office in Centreville, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certified to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out ARTICLE SECOND of the articles of incorporation and by inserting in lieu thereof the following:

"SECOND: The name of the corporation is PARGAS OF CENTREVILLE, INC."

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on September 18, 1967, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action to the stockholders of the Corporation.

THIRD: The amendment of the charter of the Corporation as hereinabove set forth was approved by the written consent of all of the stockholders of the Corporation, executed on September 18, 1967, and filed with the records of the Corporation in the manner provided in Section 47 of the General Corporation Law of the State of Maryland.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, ASHLEY GAS COMPANY has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed by its

Secretary, on September 18, 1967.



ATTEST:

(S.E.A.L.)

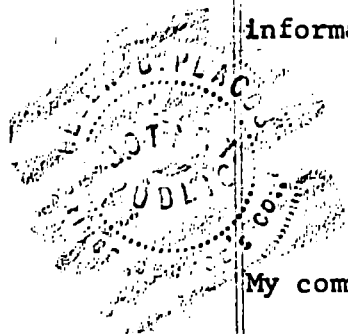
By *A. J. Schilder*
A. J. Schilder
Secretary

ASHLEY GAS COMPANY

By *William C. Hill*
William C. Hill
President

STATE OF MARYLAND)
)
COUNTY OF PRINCE GEORGES) SS.:

I HEREBY CERTIFY that on September 18, 1967, before me, the subscriber, a notary public of the State of Maryland in and for the County of Prince Georges, personally appeared William C. Hill, President of ASHLEY GAS COMPANY, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared A.J. Schilder, who made oath in due form of law that he was Secretary of the meeting of the Board of Directors of Ashley Gas Company at which the foregoing Articles of Amendment to the charter of said Corporation was approved and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.



Helen B. Placos
Helen B. Placos
Notary Public

My commission expires July 1, 1969.

ARTICLES OF AMENDMENT
OF
ASHLEY GAS COMPANY
changing its name to
PAROAS OF CENTREVILLE, INC.

89/11/1

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 20, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A. 14464

Recorded in Liber 7620, folio 239 ³ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

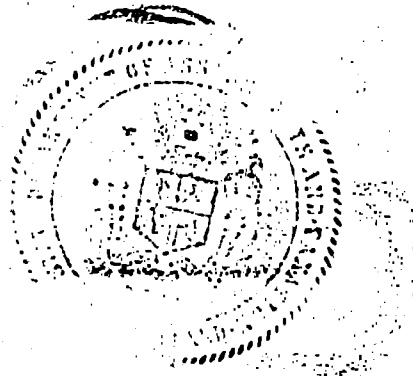
Bonus tax paid \$ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Deal



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS *Articles of Amendment* WAS
RECEIVED FOR RECORD THIS *4*.....
DAY *of* *Sept* 19*67*..... EE *22826*
AND RECORDED IN LIBER *awc*.....
folio 17, Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Deal CLERK

7620

RECEIVED FOR RECORD Feb 9, 1968

LISTR 2 PAGE 20

AMENDED ARTICLES OF INCORPORATION
OF
QUEEN ANNE'S COUNTY YOUTH CENTER, INC.

Whereas, the undersigned incorporators have heretofore executed and acknowledged Articles of Incorporation for Queen Anne's County Youth Center, Inc., which said Articles of Incorporation were duly filed for record with the State Department of Assessments and Taxation; and

Whereas, prior to the first meeting of the Board of Directors of said corporation it was determined that amendments to said charter would be necessary in order to receive tax exempt status under the Federal Internal Revenue Code; and

Whereas, said incorporators, prior to the first meeting of the Board of Directors of said corporation, desire to amend said Articles of Incorporation, in the manner more particularly set forth and provided by Section 11 (a) (1) of Article 23 of the Annotated Code of Maryland, as follows, to wit:

First: We, the undersigned, Arthur J. Blaney, whose post office address is Hope Road, Centreville, Maryland, James E. Cantler, whose post office address is 302 South Liberty Street, Centreville, Maryland, and Lois S. Duffey, whose post office address is Corsica Neck Road, Centreville, Maryland, all being of legal 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 name of the corporation (hereinafter referred to as "Corporation") is

QUEEN ANNE'S COUNTY YOUTH CENTER, INC.

Third: The Purpose for which the Corporation is formed is as follows:

- a. To organize and operate an association exclusively for charitable educational purposes, no part of the net earnings of which is to inure to the benefit of any member, officer or other individual.
- b. To organize and operate in Queen Anne's County, Maryland, facilities to be used for and toward the health, welfare, recreation and development of the youth of said County.
- c. To organize and operate educational classes and sponsor and conduct programs in furtherance of the charitable and educational purposes of the corporation.
- d. To encourage, perpetuate and promote supervised social relations among the youth of said County for the purpose of combating juvenile delinquency and to maintain buildings, grounds and facilities for the health, welfare, recreation and development of the youth therein.
- e. To purchase, acquire, hold, improve, develop, sell, convey, assign, mortgage, encumber, lease or otherwise dispose of real or personal property of every name and nature which this corporation may think necessary or convenient for the purpose of providing the aforesaid facilities and services.
- f. Generally to exercise the powers enumerated by the Laws of the State of Maryland pertaining to corporations which are in furtherance of this corporation's charitable and/or educational purposes.
- g. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any

candidate for public office.

- h. Notwithstanding any other provision of these Articles of Incorporation, only such powers shall be exercised are in furtherance of the tax exempt purposes of the corporation and as may be exercised by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, and by any organizations' contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended.
- i. The foregoing enumeration of powers, purposes and objects is made in furtherance and not in limitation of the powers conferred upon the Corporation by law and is not intended by mention of any particular object or business in any manner to limit or restrict the generality of any other purposes, objects or business mentioned, or to limit or restrict any of the powers of the Corporation, except as hereinabove set forth.

Fourth: The post office of the place at which the principal office of the Corporation in this State will be located is Centreville, Maryland.

The resident agent of the Corporation is Arthur J. Blaney, whose post office address is Hope Road, Centreville, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

Fifth: The Corporation shall be without capital stock and shall not be operated for profit.

Sixth: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

Arthur J. Blaney, whose post office address is
Hope Road, Centreville, Maryland

James E. Cantler, whose post office address is
302 South Liberty Street, Centreville, Maryland

Lois S. Duffey, whose address is Corsica Neck Road
Centreville, Maryland

Seventh: The following shall be the first members of the
Corporation:

Arthur J. Blaney

James E. Cantler

Lois S. Duffey

Thereafter members may resign or be removed, vacancies may be
filled and additional members elected, as provided by the By-Laws
of the corporation, which By-Laws may prescribe different classes
of members and the powers, duties and privileges of each class of
membership.

Eighth: Upon dissolution of the Corporation, the Board of
Directors shall, after paying or making provision for paying of
all liabilities of the Corporation, dispose of all of the assets
of the Corporation exclusively for charitable, educational,
religious, or scientific purposes as shall at the time qualify as
an exempt organization or organizations under Section 501 (c) (3)
of the Internal Revenue Code of 1954 (or corresponding provision
of any future United States Internal Revenue Law).

Ninth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of
Incorporation this 11 day of October, 1967.

WITNESS:

W. M. Incestate

Arthur J. Blaney (SEAL)
Arthur J. Blaney

W. M. Incestate

James E. Cantler (SEAL)
James E. Cantler

W. M. Incestate

Lois S. Duffey (SEAL)
Lois S. Duffey

STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, that on this 17th day of Oct, 1967, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Arthur J. Blaney, James B. Cantler and Lois S. Duffey, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

William M. [Signature]
NOTARY PUBLIC



AMENDED ARTICLES OF INCORPORATION
OF
QUEEN ANNE'S COUNTY YOUTH CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 3, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 132

Recorded in Liber 7627, folio 331, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$15.00

159

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Crisp



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, MD,
I HEREBY CERTIFY THAT
THIS *Articles of Incorporation* IS
RECEIVED FOR RECORD THIS *9th*
DAY OF *Nov* 1967 RE
AND RECORDED IN LIBER *ewc-2*
folio *331* RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Crisp CLERK

LIBER 2 PAGE 25

RECEIVED FOR RECORD Jan 9, 1968

WYE LANDING FARMS, INC.
ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Frank S. Dudley, Jr., whose post office address is Queenstown, Maryland; Virginia I. Dudley, whose post office address is Queenstown, Maryland, and Robert C. Thompson, whose post office address is 8 East Goldsborough Street, Box 1048, Easton, 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 name of the Corporation (which is hereinafter called the Corporation) is Wye Landing Farms, Inc.

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

(a) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, copartnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid business or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights,

business, contracts, goodwill franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(d) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(e) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporate purposes.

(f) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them or any part thereof, or to enhance the value of its property, business or rights.

(g) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in any foreign countries; and to

maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

(h) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is c/o Frank S. Dudley, Jr., Queenstown, Maryland. The resident agent of the Corporation is Frank S. Dudley, Jr., whose post office address is Queenstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Five Thousand (5,000) shares divided into twenty-five hundred (2500) shares of Class A common stock without par value and twenty-five hundred (2500) shares of Class B common stock without par value.

A description of each class, with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class is as follows: The shares of class A common stock and class B common stock shall not be entitled to any preference and shall be equal in every respect except that the holders of Class A stock shall be entitled to one vote for each share of stock held by them, while the holders of Class B stock shall not be entitled to a vote, and the said Class B stock shall be classified as non-voting common.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Frank S. Dudley, Jr., Virginia I. Dudley and Robert C. Thompson.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock whether now or hereafter authorized, or securities convertible into shares of its stock, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 12th day of October, 1967.

Witness:

Barbara L. Whaley

Frank S. Dudley, Jr.
Frank S. Dudley, Jr.

Barbara L. Whaley

Virginia I. Dudley
Virginia I. Dudley

Juanita B. Wallace

Robert C. Thompson
Robert C. Thompson

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 12th day of October, 1967, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Frank S. Dudley, Jr., Virginia I. Dudley and Robert C. Thompson, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Juanita B. Wallace
Notary Public

My Commission Expires:

July 1, 1969

ARTICLES OF INCORPORATION
OF
WYE LANDING FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 10, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 231

Recorded in Liber 7628, folio 366, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Cecil



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, COR,
I HEREBY CERTIFY THAT
THIS Articles of Incorporation IS
RECEIVED FOR RECORD THIS 9th
DAY OF Feb 1968 A. M.
AND RECORDED IN LIBER Cwe-2
FILE 26 CHARTER RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Cecil CLERK

RECEIVED FOR RECORD Feb. 9, 1968

GAENG, MEEHAN & CAMPBELL, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Sara C. Campbell, whose post office address is Stevensville, Queen Anne's County, Maryland; and Gertrude H. Meehan, whose post office address is Grasonville, Queen Anne's County, Maryland; and Elizabeth D. Gaeng, whose post office address is Chester, Queen Anne's 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 name of the corporation (which is hereinafter called the Corporation) is GAENG, MEEHAN & CAMPBELL, INC.

THIRD: The purposes for which, and for any of which the Corporation is formed, and the business and objects to be carried on and promoted by it are as follows:

A. To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing, or any other work in connection with any and all classes of building, rebuilding, alteration, repairing or improvement of houses, factories, building, works or erections of every kind and description whatsoever, including the location, laying out and constructing of roads, avenues, decks, slips, sewers, bridges, walks, walls, canals, railroads, or street railways, wells, power plants, and generally in all classes of buildings, erections and works, both public and private, or integral parts thereof, and generally to do and perform any, and all, works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith.

B. To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own,

maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and any franchises, rights, licenses, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed.

C. To improve, manage, develop, sell assign, transfer, lease, mortgage, pledge, or otherwise dispose of, or turn to account or deal with, all or any part of the property of the company, and from time to time to vary any investment or employment of capital of the company.

D. To borrow money, and to make and issue notes, bonds, debentures, obligations, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, or otherwise, without limit as to amount, and to secure the same by mortgage, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description.

E. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof: Provided, the same be not inconsistent with the laws under which this Corporation is organized.

FOURTH: The post office address of the principal office of the Corporation in this State is Chester, Queen Anne's County, Maryland. The name and post office of the resident agent of the Corporation in this State is Charles P. Meehan, Box 105, Grason-

ville, Queen Anne's County, Maryland

Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of No Par Value, having no aggregate par value.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified, are Sara C. Campbell, Gertrude H. Meehan and Elizabeth D. Gaeng.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 30 day of Oct., 1967.

WITNESS:

Robert A. Johnson

Sara C. Campbell (SEAL)
Sara C. Campbell

Robert C. Johnson

Gertrude H. Meehan (SEAL)
Gertrude H. Meehan

Robert A. Johnson

Elizabeth D. Gaeng (SEAL)
Elizabeth D. Gaeng

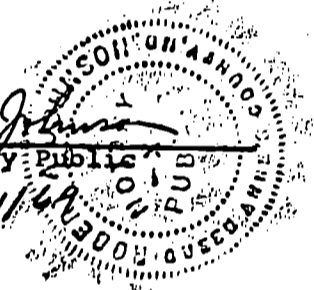
STATE OF MARYLAND,
COUNTY OF QUEEN ANNES',

to wit:

I HEREBY CERTIFY, that on this 30 day of Oct, 1967, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared Sara C. Campbell, Gertrude H. Meehan and Elizabeth D. Gaeng and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Robert A. Johnson
Notary Public
Comm. Exp. 7/1/68



ARTICLES OF INCORPORATION
OF
GAENG, MEEHAN & CAMPBELL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 1, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 66

Recorded in Liber 7626, folio 522, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

153

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SO2,
I HEREBY CERTIFY THAT
THIS *Article of Incorporation* AS
RECEIVED FOR RECORD THIS *22*
DAY OF *Nov* 19*67* RE. *23328*
AND RECORDED IN LIBER *CWC-2*
folio 51 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Carl CLERK

Feb. 14, 1968

KENT ISLAND MOTORS, INC.

ARTICLES OF AMENDMENT

Kent Island Motors, Inc., a Maryland corporation having its principal office in Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out the Second Article of the Articles of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

KENT ISLAND RAMBLER, INC.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on November 11, 1967, adopted a resolution in which was set forth the foregoing amendment to the charter and declaring that the said amendment of the charter was advisable.

THIRD: Inasmuch as the Corporation has not been fully organized, no officers have been elected and no stock has been issued. Therefore, no further action or notice was required.

IN WITNESS WHEREOF, Kent Island Motors, Inc., has caused these presents to be signed in its name and on its behalf by its directors and its corporate seal affixed.

KENT ISLAND MOTORS, INC.

Witness as to all signatures:

By Its Directors:

William A. Bittorf
William A. Bittorf

William H. Bittorf
William H. Bittorf

Edith H. Bittorf
Edith H. Bittorf

Edith O. Bittorf
Edith O. Bittorf



State of Maryland
Queen Anne's County, ss:

I HEREBY CERTIFY that on November 28, 1967, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Queen Anne's, personally appeared William H. Bittorf, Edith H. Bittorf and Edith O. Bittorf, directors of Kent Island Motors, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time made oath in due form of law that the matters and facts set forth in said Articles of Amendment are true to the best of their knowledge and belief.

WITNESS my hand and notarial seal, the day and year last above written.

Pearl Bensei Bittorf
Pearl Bensei Bittorf
Notary Public
My commission expires July, 1969.



ARTICLES OF AMENDMENT
OF
KENT ISLAND MOTORS, INC.
CHANGING ITS NAME TO
KENT ISLAND RAMBLER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 1, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 557

Recorded in Liber 7631, folio 500³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

194

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Martz



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, GOT.
I HEREBY CERTIFY THAT
THIS Article of Amendment WAS
RECEIVED FOR RECORD THIS 14th
DAY OF Feb 1968 AT 2:33 PM
AND RECORDED BY CLERK CWC-2
John Chute RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Coyle CLERK
83.45 P.

RECEIVED FOR RECORD Feb 26, 1968

TIDEWATER BANK, STEVENSVILLE, MARYLAND

ARTICLE OF AMENDMENT

Tidewater Bank, Stevensville, Maryland, a Maryland Corporation, having its principal office in Stevensville, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Charter of the Corporation is hereby amended by striking out of the Articles of Incorporation the following:

Section Four: "That the capital stock of Tidewater Bank located in the Kent Island Shopping Area on Routes 301 and 50, Stevensville, Maryland, shall be SIXTY THOUSAND DOLLARS (\$60,000.00) to consist of 6,000 shares of common stock of the par value of TEN DOLLARS (\$10.00) each."

And insert in lieu thereof the following:

Section Four: "That the capital stock of Tidewater Bank located in the Kent Island Shopping Area on Routes 301 and 50, Stevensville, Maryland, shall be SEVENTY FIVE THOUSAND DOLLARS (\$75,000.00) to consist of 7,500 shares of common stock of the par value of TEN DOLLARS (\$10.00) each."

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on November 30, 1967, adopted a Resolution in which it was set forth the foregoing Amendment to the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at the annual meeting of the stockholders of the Corporation to be held on January 11, 1968.

THIRD: Notice setting forth the said Amendment of the Charter and stating that the purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders entitled to vote thereon.

FOURTH: The Amendment of the Charter of the Corporation, as hereinabove set forth, was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all votes entitled to be cast thereon.

FIFTH: The Amendment of the Charter of the Corporation, as hereinabove set forth, has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, and the number and par value of the shares of each class are as follows: SIX THOUSAND (6000) shares of the par value of TEN DOLLARS (\$10.00) each.

(b) The total number of shares of all classes of stock of the

Corporation as increased, and the number and par value of the shares of each class, are as follows: SEVEN THOUSAND FIVE HUNDRED (7500) shares of the par value of TEN DOLLARS (\$10.00) each.

(o) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, the Tidewater Bank, Stevensville, Maryland, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be herunto affixed and attested by its Cashier on the 22nd day of January, 1968.

ATTEST

TIDEWATER BANK

Thurman P. Jefferson BY John D. Sparks, Sr.
Thurman P. Jefferson, Cashier John D. Sparks, Sr., President

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on the 22nd day of January, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JOHN DUDLEY SPARKS, SR., President of Tidewater Bank, Stevensville, Maryland, a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Article of Amendment to be the corporate act of said Corporation; and at the same time also personally appeared THURMAN P. JEFFERSON, Cashier, and made oath in due form of law that the matters and facts set forth in said Article of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.

Beverly B. Hynson

Beverly B. Hynson
Notary Public

My commission expires July 1, 1969.

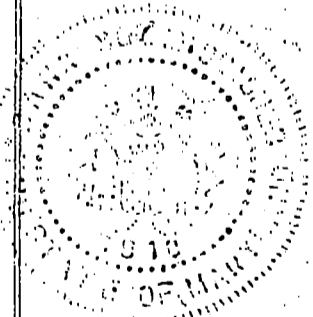
CERTIFICATE OF APPROVAL OF BANK COMMISSIONER

I do hereby approve the foregoing Article of Amendment of the Tidewater Bank, Stevensville, Maryland.

AS WITNESS my hand this 29th day of January, 1968.

Arthur H. Rolan

Deputy Bank Commissioner of Maryland
(Acting in the absence of the Bank Commissioner)



RECEIVED FOR RECORD April 14, 1968

ARTICLES OF INCORPORATION
OF
SUDLER'S NECK FARMS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Howard Wood, III, whose post office address is Centreville, Maryland, David C. Bryan, whose post office address is Centreville, Maryland, and Mary F. Engle, whose post office address is Centreville, Maryland, all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is:
"SUDLER'S NECK FARMS, INC."

THIRD: The purposes for which the corporation is formed and the business, or objects to be carried on and promoted by it, are as follows:

To engage in livestock, grain and general farming operations, and in connection therewith to purchase, acquire, hold, breed, raise, care for, sell, assign, mortgage, encumber, hire or otherwise deal in sheep, cattle, hogs and all classes and descriptions of livestock, farm animals and domestic fowls, as well as to lease, purchase or otherwise acquire, use, maintain, farm, operate, manage, lease, sublease and dispose of farm property; such business to be carried on in this State or elsewhere.

To purchase, acquire, hold, sell, store, warehouse, and otherwise handle and deal in grain, hay, seeds and produce of all kinds and generally engage in the grain business.

To otherwise engage in the business of general farming; the planting and cultivation of trees, shrubs, timber and all other forms of vegetable life; and the right to purchase, encumber, sell or otherwise dispose of all crops, timber, animals, and other forms of vegetable and animal life.

To organize, maintain and operate for hire a transportation service anywhere for the purpose of transporting and hauling horses, livestock, farm animals, fowl, merchandise and freight of every description whatsoever by motor trucks, motor busses, automobiles, airplanes, and vehicles of every kind, no matter how propelled; to do generally all and every other thing necessary and incident to the business of a trucking company.

To purchase, acquire, hold, improve, develop, and sub-develop, sell, convey, assign, release, mortgage, encumber, lease, hire, and deal in real and personal property of every name and nature, including stocks and securities of this corporation and other corporations, and to loan money, and take securities for the payment of all sums due the corporation, and to sell, assign, and release such securities, and the doing of such other business as shall be necessary, convenient, or incident thereto.

To erect, purchase, lease, own, operate, and dispose of, broiler houses, cold storage plants, mills, factories, warehouses, yards, and other buildings and structures, with such machinery,

tools, apparatus, and equipment, as may be necessary for the proper conduct of the business of the corporation.

To engage in, and carry on, for itself or for account of others, the business of general merchants, general brokers, general agents, importers, exporters, manufacturers, producers, buyers, sellers, and otherwise dealers in, and with, goods, wares, and merchandise, of every class and description.

To acquire all, or any part of the good will, rights, property and business, of any person, firm, association, or corporation, heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy, and, in any manner, dispose of, the whole, or any part of, the rights, property and business so acquired, and to assume, in connection therewith, any liabilities of any such person, firm, association, or corporation.

To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account, the same.

To purchase, or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire, and reissue, shares of its own stock of any class, in any manner, now or hereafter authorized or permitted by law.

To guarantee the payment of dividends upon any shares

of stock or shares in, or the performance of any contract by, any other corporation, or association, in which this corporation has an interest, and to endorse, or otherwise guarantee, the payment of the principal and interest, or either, of any bonds, debentures, notes, or other evidences of indebtedness created or issued by any such other corporation or association.

To carry out all, or any part of, the aforesaid objects, as principal, factor, agent, contractor, or otherwise, either alone, or through, or in conjunction with, any person, firm, association, or corporation, and, in carrying on its business, and for the purposes of attaining, or furthering, any of its objects and purposes, to make and perform any contracts, and to do any acts and things, and to exercise any powers suitable, convenient, or proper, for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which, at any time, may appear conducive to, or expedient for, the accomplishment of any of such objects and purposes.

To engage in, and carry on, any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this, or any other article of these Articles of Incorporation, or of any amendment thereto, and shall be regarded as independent, and construed as powers, as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges, granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude, limit, or restrict any powers, rights, or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Queenstown, Maryland. The resident agent of the corporation is David C. Bryan, whose post office address is Centreville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall not have less than three (3) nor more than nine (9) directors, and J. Edgar Bryan, Sr., Amanda F. Bryan and David C. Bryan shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock of all classes which the corporation has authority to issue is Two Hundred Thousand (200,000) shares of Common Stock of the par value of One Dollar (\$1.00) each. The aggregate par value of all shares having par value is Two Hundred Thousand Dollars (\$200,000.00).

SEVENTH: The following provisions are hereby adopted, for the purpose of defining, limiting, and regulating the powers of the corporation and of the directors and stockholders:

(a) The Board of Directors of the corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

(b) Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested, as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, and in the absence of fraud, no contract, or other transaction shall be thereby affected or invalidated; provided, that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof. Any director of the corporation who is also a director of or officer of or interested in such other corporation, or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or association or not so interested, or a member of a firm so interested.

(c) The Board of Directors of the corporation is hereby empowered to authorize the purchase by the corporation out of its surplus, at any such time or times and in such amounts as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized, and securities convertible into shares of its own stock, whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

(d) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth, or imposed by law, to classify, or reclassify, any unissued shares of stock, whether now or hereafter authorized, by fixing, or altering, in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

(e) The corporation reserves the right, from time to time, to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any of its outstanding stock, by classification, reclassification, or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid, unless such change in the terms thereof shall have been authorized by the holders of fifty-one per cent (51%) of the shares of such stock at the time outstanding, by a vote at a meeting, or in writing, with or without a meeting.

(f) The Board of Directors shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, on this 18th day of December, 1967.

WITNESS:

Lucy Blackiston Howard Wood III (SEAL)
(Howard Wood, III)

Lucy Blackiston David C. Bryan (SEAL)
(David C. Bryan)

Lucy Blackiston Mary F. Engle (SEAL)
(Mary F. Engle)

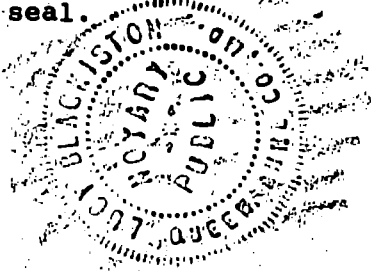
STATE OF MARYLAND,

to wit:

QUEEN ANNE'S COUNTY,

On this 18th day of December, 1967, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County aforesaid, personally appeared Howard Wood, III, David C. Bryan and Mary F. Engle, satisfactorily proven to be the persons described in the foregoing Articles of Incorporation, and they each acknowledged that they executed the same in the capacity therein stated and for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Lucy Blackiston
Notary Public
My Commission Expires: July 1, 1969

ARTICLES OF INCORPORATION
OF
SUDLER'S NECK FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 21, 1967 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 889

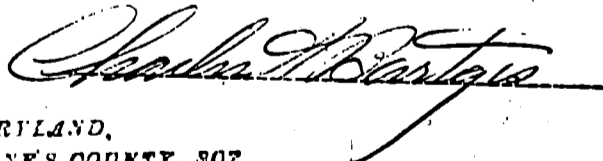
Recorded in Liber 7635, folio 194⁸, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 19.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOZ,
I HEREBY CERTIFY THAT
THIS Article of Incorporation
RECEIVED FOR RECORD THIS 19th
DAY OF Jan 1968 RE 24261
AND RECORDED IN LIBER OWC-2
plus 40 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Cuff CLERK

LIBR

2 PAGE 47

FILE
12-28

RECEIVED FOR RECORD Apr 19, 1968

ARTICLES OF INCORPORATION
OF
L & M, INC.

THIS IS CERTIFY:

FIRST: That we, the subscribers, Andrew A. Lipscomb, whose post office address is 11308 Stuart Mill Road, Oakton, Virginia 22124, Lisle T. Lipscomb, Jr., whose post office address is 1330 Massachusetts Avenue, N. W., Washington, D. C. 20005, and W. Barrett McDonnell, whose post office address is 1318 - 28th Street, N. W., Washington, D. C. 20007, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

L & M, INC.

THIRD: That the purposes for which the Corporation is formed are as follows:

(a) To construct, purchase, improve, enlarge, manage, operate, lease, let, supervise and maintain marinas, yacht basins, harbors, canals, channels, locks, boat slips, docks, jetties, groins, breakwaters, sea walls, beaches, floats, dikes, wharves, piers, gasoline stations, service stations, garages, and boat repair and storage facilities; and generally to have and exercise all powers to do any and all things necessary, convenient or advantageous in carrying out the objects and purposes of the Corporation, or any of them.

(b) To buy, rent, sell, distribute and deal in, at wholesale and retail, gasoline and all other petroleum products; all kinds of oils and products used for motor fuel or lubrication; marine supplies; boats and engines for boats; engine parts and accessories; and generally to have and exercise all powers to do any and all things necessary, convenient or advantageous in carrying out the objects and purposes of the Corporation, or any of them.

(c) To manage, operate, supervise and maintain social, sports, golf, beach and yacht clubs, and to manage, provide, operate, supervise and maintain all facilities necessary, useful or incidental thereto or to the members thereof and their guests or other users with the conveniences, advantages and facilities appropriate to such clubs; to manage, operate, provide, supervise and maintain club rooms, apartments, bedrooms, lodging, and restaurants, dining rooms, snack bars, cocktail lounges, bars and other eating and drinking facilities permitted by law, dressing rooms, cabanas, lockers and locker rooms, showers, game rooms, recreation areas, tennis courts, golf courses, picnic grounds, parking areas, swimming pools, bath houses, and all other facilities necessary, appropriate or incidental to the operation of such clubs; to give, contract for and/or provide facilities for, the giving of entertainment and amusement; to buy, sell, prepare for use, serve and generally deal in foods and food products of all kinds and beverages (non-alcoholic and alcoholic, the sale of which is permitted by law), cigars, cigarettes and tobacco, and refreshments of all kinds, and to cater and operate concessions and employ or enter into contracts with caterers, operators of concessions, contractors or other persons to provide the same; and generally to have and exercise all powers to do any and all things necessary, convenient or advantageous in carrying out the objects and purposes of the Corporation, or any of them.

(d) To construct, or cause to be constructed, purchase, lease or otherwise acquire, and to own, maintain, operate, mortgage, and generally deal with, such buildings, real property and any interest therein, golf courses, swimming pools, tennis courts, docks, marinas, harbors, floats, recreational facilities, athletic facilities, club houses, bath houses, dressing rooms, locker rooms, picnic grounds, parking areas and other facilities and conveniences incidental to the foregoing as may be necessary to carry out the objects and purposes of the Corporation.

(e) To buy, rent, sell, distribute and deal in, at wholesale and/or retail, fishing, hunting, golf, beach, yacht and boating equipment, clothing and supplies, and sporting and athletic goods, equipment, accessories and supplies of all kinds; and generally to have and exercise all powers to do any and all things necessary, convenient or advantageous in carrying out the objects and purposes of the Corporation, or any of them.

(f) To manufacture, buy, sell, trade and deal in all and every kind of material, equipment, supplies, product, manufactured or unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, to buy, acquire, hold, use, employ, mortgage, convey, lease, and dispose of patent rights, letters patent, processes, devices, inventions, trade-marks, formulas, good will and other rights; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property or any interest or rights therein.

(g) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in,

importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(h) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(i) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(j) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(k) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contracts rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(l) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(m) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation is Queen Anne Colony, Stevensville, Maryland 21666. The resident agent of the Corporation is Lisle T. Lipscomb, whose post office address is Queen Anne Colony, Stevensville, Maryland 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ONE THOUSAND (1,000) shares, all of which shares shall have no nominal or par value, are of one class and are designated common stock.

SIXTH: The Corporation shall have three (3) directors, and Lisle T. Lipscomb, Charles D. Malone, and Andrew A. Lipscomb shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock, of any class or classes, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or any directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(f) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 29th day of December, 1967.

WITNESS:

Arthur E. Jarantini

Andrew A. Lipscomb
Andrew A. Lipscomb

Donald W. Sullivan

Lisle T. Lipscomb, Jr.
Lisle T. Lipscomb, Jr.

Arthur E. Jarantini

W. Barrett McDonnell
W. Barrett McDonnell

DISTRICT OF COLUMBIA, ss:

I HEREBY CERTIFY that on December 29, 1967, before me, the subscriber, a notary public in and for the District of Columbia, personally appeared Andrew A. Lipscomb, Lisle T. Lipscomb, Jr. and W. Barrett McDonnell, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last

above written.

Sophie E. Buckhead
Notary Public, D. C.

My commission expires

June 14, 1971

ARTICLES OF INCORPORATION
OF
L & M, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 29, 1967 at 4:00 o'clock P. M. as in conformity
with law and ordered recorded.

A 979

Recorded in Liber 7636, folio 107, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Article of Incorporation* WAS
RECEIVED FOR RECORD THIS *19th*
DAY OF *Jan* 19*68* RE *24261*
AND RECORDED IN LIBER *WC-1*
folio 8 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Carl CLERK

RECEIVED FOR RECORD Apr 29, 1968

ARTICLES OF INCORPORATION
OF
CHESAPEAKE AIRCRAFT SALES, INC.

FIRST, WE, THE UNDERSIGNED, Reginald D. Malloy, whose post office address is 11 Court Place, Ellicott City, Maryland; Estelle R. Malloy, whose post office address is 122 S. Rogers Avenue, Ellicott City, Maryland; and Carlene A. Dukehart, whose post office address is 11 Court Place, Ellicott City, 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 name of the corporation (which is hereinafter called the Corporation) is CHESAPEAKE AIRCRAFT SALES, INC.

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

(1) To operate an airport and maintain at that airport, all the services essential to its operation including, but not limited, to fueling, refueling, repairing, selling, storing, leasing of aircraft and aircraft parts and instructing pilots or persons desiring flight instruction, and offering flight services to the public generally including special flights and taxi service.

(2) To buy, sell, mortgage, lease, hold and in any way transfer and convey real and personal property.

(3) To enter, into, make, and perform contracts of every kind for any lawful purpose, with any person, firm, associates or corporation, town, city, council, body politic, state, territory, government or dependency thereon.

(4) To borrow money for any of the purposes of the corporation, and to draw, make, accept, endure, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debitures, and other negotiable or non-negotiable, transferable or

REGINALD D. MALLOY
ATTORNEY AT LAW
ELLICOTT CITY, MD.
HOWARD 8-1880

=2=

non-transferable instruments and evidence of indebtedness and to secure payment thereof and the interest thereon by mortgage or pledge, compromise or assignment in trust of the whole or part of the property of the corporation at the time owned or thereafter acquired.

(5) Generally to carry on and to engage in any lawful business, undertaking, enterprise, venture or activity in the state or elsewhere. The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law, and it is not intended, by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation. The Corporation is formed upon the articles conditions, and provisions herein expressed, and subject in all particulars to the limitation relative to corporations which are contained in the general laws of this state.

FOURTH: The Post Office address of the principal office of the corporation in this State is Bay Bridge Airport, Stevensville, Maryland 21666. The name and Post Office address of the resident agent of the corporation in this State is Gordon P. Gardner, Jr., 972 Longview Drive, Ellicott City, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is twenty thousand (20,000) with a par value of Five Dollars each (\$5.00).

SIXTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three, and the names of the directors who shall set until the first annual meeting or until their successors are duly chosen and qualified are Reginald D. Malloy, Estelle R. Malloy and Carlene A. Dukehart.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

(1) The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on January 30th, 1968.

WITNESS:

E. Fern Kelly

Reginald D. Malloy
Reginald D. Malloy

E. Fern Kelly

Estelle R. Malloy
Estelle R. Malloy

E. Fern Kelly

Carlene A. Dukehart
Carlene A. Dukehart

E. Fern Kelly as to all

STATE OF MARYLAND, COUNTY OF HOWARD, ss:

I HEREBY CERTIFY That on January 30th, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Howard, personally appeared Reginald D. Malloy, Estelle R. Malloy and Carlene A. Dukehart and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

REGINALD D. MALLOY
ATTORNEY AT LAW
ELLICOTT CITY, MD.
HOWARD 5-1500



E. Fern Kelly
Notary Public

LIBER 2, PAGE 58
ARTICLES OF INCORPORATION
OF
CHESAPEAKE AIRCRAFT SALES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 30, 1968 at 2:30 o'clock P. M. as in conformity
with law and ordered recorded.

A 1622

Recorded in Liber 7642, folio 379, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$20.00 Recording fee paid \$1.500

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

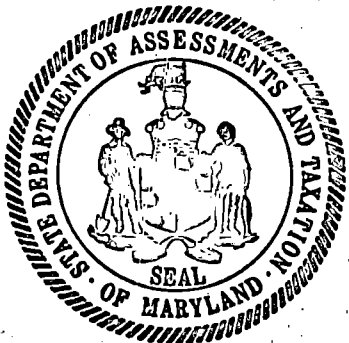
Charles F. Bartges

STATE OF MARYLAND,

QUEEN ANNES COUNTY, SCT.

I HEREBY CERTIFY THAT
THIS *Articles of Incorporation* AS
RECEIVED FOR RECORD THIS *29*
DAY OF *Jan* 19 *68* RE. *2489*
AND RECORDED IN LIBER *7642*
folio 53 RECORD BOOK
FOR QUEEN ANNES COUNTY.

Charles W. Cecil CLERK



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
hereby gives notice that ARTICLES OF DISSOLUTION of the
EASTERN SHORE ELECTRICAL CONTRACTORS, INC.

were received for record on, February 19, 19 68,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

~~THE~~ EASTERN SHORE ELECTRICAL CONTRACTORS, INC. ~~COMPANY~~

ARTICLES OF DISSOLUTION

THIS IS TO CERTIFY:

(1) That the post office address of the place at
which the principal office of ~~the~~ Eastern Shore Electrical
Contractors Inc. ~~Company~~ (hereafter sometimes called "Corpor-
ation" is located at Box ⁷³ ~~23~~, Queenstown, Maryland.

(2) That Alexander H. Radcliffe, Jr., Box ⁷³ ~~23~~,
Queenstown, Maryland is the resident agent of Corporation in
this State.

(3) That the name and post office address of each
of the directors of the Corporation are as follows:

Alexander H. Radcliffe, Jr., Box ⁷³ ~~23~~, Queens-
town, Maryland
Alexander H. Radcliffe, III, 3105 Wilkens Ave-
nue, Baltimore, Md.
Elizabeth Radcliffe, Box ⁷³ ~~23~~, Queenstown, Md.

(4) That the name, title and post office address
of each of the officers of the Corporation are as follows:

Alexander H. Radcliffe, President, Box ⁷³ ~~23~~,
Queenstown, Maryland
Alexander H. Radcliffe, Vice-President, 3105
Wilkins Avenue, Baltimore, Maryland
Elizabeth Radcliffe, Secretary and Treasurer,
Box ⁷³ ~~23~~, Queenstown, Maryland

(5) That there is no stock of the Corporation out-
standing and entitled to vote.

~~THE~~ EASTERN SHORE ELECTRICAL CONTRACTORS, INC. ~~COMPANY~~

ARTICLES OF DISSOLUTION

That a majority of the entire board of directors of the Corporation by a resolution adopted at a meeting of the board of directors duly convened and held on December 22, 1966, duly authorized the dissolution of the Corporation.

(6) That on or before January 1, 1967, a notice that dissolution of the Corporation had been authorized pursuant to the provisions of Sections 76 and 77 of Article 23 of the Annotated Code of Maryland (1957 Edition) was mailed to all known creditors of the Corporation at their addresses according to the records of the Corporation.

(7) That upon the filing of these Articles of Dissolution with the State Tax Commission for recording the Said Eastern Shore Electrical Contractors, Inc. ~~Company~~ shall be and it is thereby dissolved.

IN WITNESS WHEREOF, ~~THE~~ EASTERN SHORE ELECTRICAL CONTRACTORS, INC. ~~COMPANY~~ has caused these presents to be signed in its name on its behalf by a majority of the entire board of directors and its corporate seal to be hereto attached by its Secretary on February 14, 1967.

ATTEST:

Elizabeth R Radcliffe
Secretary

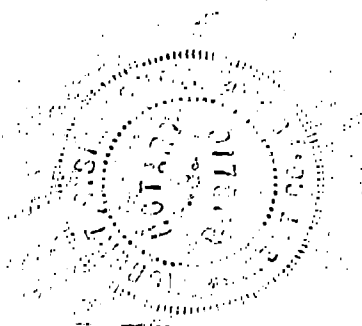
W. H. Radcliffe
Elizabeth R Radcliffe
Board of Directors

STATE OF MARYLAND)
) SS:
COUNTY OF KENT)

I HEREBY CERTIFY, that on February 14,
1968, before me, the subscriber, a Notary Public of the
State of Maryland, in and for the County of Kent, person-
ally appeared A.H. RADCLIFFE AND ELIZABETH R. RADCLIFFE

a majority of the Board of Directors (or Incorporators)
and in the name and on behalf of said corporation individ-
ually acknowledged the foregoing Articles of Dissolution
to be their act; and at the same time personally appeared
ELIZABETH R. RADCLIFFE and made oath
in due form of law that she was Secretary of the meeting
of the Board of Directors of the Corporation at which the
dissolution of the corporation was authorized, and that
the matters and facts set forth in said Article of Dissolu-
tion are true to the best of her knowledge, information
and belief.

WITNESS my hand and Notarial Seal, the day and
year last above written.



Robert C. Sumner
Notary Public
107 Cedar Street
Chestertown, Maryland 21620

TOWN COMMISSIONERS
QUEENSTOWN, MARYLAND

JANUARY 3, 1968

TO WHOM IT MAY CONCERN;

This is to certify that the EASTERN SHORE ELECTRICAL
CONTRACTORS, INC. have paid all taxes to date that
have been billed by the town of Queenstown, therefore
there are no taxes due us, or to the State of Maryland
through this office as this date.

Linden S. Gabler
Linden S Gabler
President Town Commissioners

Wm. R. Wilson, III
TREASURER
HELEN E. PARDEE
DEPUTY
ELEANOR M. HUNTER
ASSISTANT DEPUTY

TREASURER OF QUEEN ANNE'S COUNTY
CENTREVILLE, MARYLAND

December 22, 1967

TO WHOM IT MAY CONCERN:

This is to certify that all taxes due and owing the State of Maryland, or due to Queen Anne's County, payable through my office or to the Treasurer of Queen Anne's County, by EASTERN SHORE ELECTRICAL CONTRACTORS, INC., have been paid through June 30, 1967.

WITNESS MY HAND AND SEAL THIS TWENTYSECOND DAY OF DECEMBER, 1967.

(Seal)

William R. Wilson III

William R. Wilson, III
Treasurer of Queen Anne's County



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 - PHONE COLONIAL 6-3371
ANNAPOLIS, MARYLAND 21404

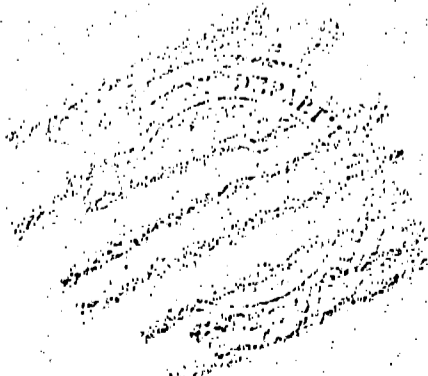
LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

EASTERN SHORE ELECTRICAL CONTRACTORS, INC. have been paid.

WITNESS my hand and official seal this seventeenth day of April A.D. 1967.

H. M. Z...
Deputy Comptroller



ARTICLES OF DISSOLUTION
OF
EASTERN SHORE ELECTRICAL CONTRACTORS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 19, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 1976

Recorded in Liber 2646, folio 79, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

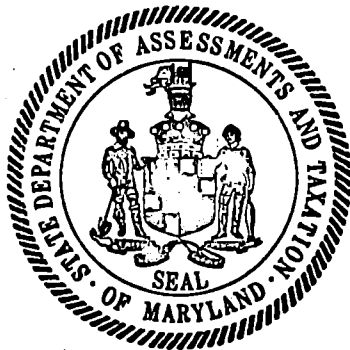
SPECIAL FEE
~~RECORDED~~ paid \$ 15.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Bishop



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT,
I HEREBY CERTIFY THAT
THIS Articles of Dissolution HAS
RECEIVED FOR RECORD THIS 29
DAY OF Apr 1968 RE. 24391
AND RECORDED IN LIBER 2646
folio 59 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Bishop

LIBR 2 PAGE 63

Apr. 29, 1968

THE QUEEN THEATRE, INCORPORATED
ARTICLES OF REVIVAL

THE QUEEN THEATRE, INCORPORATED, a Maryland corporation having its principal office in Queen Anne County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on October 28, 1960, for the non-payment of taxes or for the failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was THE QUEEN THEATRE, INCORPORATED.

THIRD: The name by which the Corporation will hereafter be known is THE QUEEN THEATRE, INCORPORATED.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland in Main Street, Queenstown, Queen Anne County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Thomas L. Reynolds, Main Street, Queenstown, Queen Anne County, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;
- (c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and
- (d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on February 9, 1968.

Thomas L. Reynolds
Thomas L. Reynolds
Acting President

Harry C. Reynolds, Jr.
Harry C. Reynolds, Jr.
Last Acting Secretary



STATE OF MARYLAND
County of QUEEN ANNE, ss:

I HEREBY CERTIFY that on February 15, 1968, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Queen Anne, personally appeared Thomas L. Reynolds, the last Acting President, and Harry C. Reynolds, Jr., the last acting Secretary of THE QUEEN THEATRE, INCORPORATED, a Maryland Corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and notary seal, the day and year last above written.

Notary Public

E. J. ...

ARTICLES OF REVIVAL
OF
THE QUEEN THEATRE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 15, 1968 at 11:14 o'clock A. M. as in conformity
with law and ordered recorded.

A 1859

Recorded in Liber 2644, folio 597, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

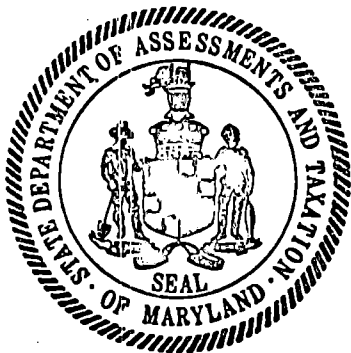
Special Fee
~~XXXX~~ paid \$ 25.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Articles of Revival* WAS
RECEIVED FOR RECORD THIS *29*
DAY *Apr* 19*68* RE *24391*
AND RECORDED IN LIBER *Q.A.C. 2*
folio *Charles* RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Carl CLERK

ARTICLES OF INCORPORATION

OF

GARRETT F. CHAIRES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Garrett F. Chaires, whose post office address is P.O. Box 35, Chestertown, Maryland; Clara M. Chaires, whose post office address is P.O. Box 35, Chestertown, Maryland; and James H. Coleman, whose post office address is Chestertown, Maryland; all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation"), is:

"GARRETT F. CHAIRES, INC."

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

(a) To buy, sell, distribute, install, service, and deal generally in oil burners and fuel storage tanks, and the parts and accessories thereof, and to engage in the buying and selling of fuel oil.

(b) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber, or dispose of, goods, wares, merchandise, implements, and other personal property, or equipment, of every kind.

(c) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber, or dispose of, real property wherever situated.

(d) To carry on, and transact, for itself or for account of others, the business of general merchants, general brokers, general

agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of, natural products, raw materials, manufactured products, and marketable goods, wares and merchandise of every description.

(e) To purchase, lease, or otherwise acquire, all or any part of, the property, rights, businesses, contracts, good-will, franchises, and assets of every kind, of any corporation, co-partnership, or individual, (including the estate of a decedent) carrying on, or having carried on, in whole, or in part, any of the aforesaid businesses, or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay, the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises, or assets, by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities, of the Corporation, or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase, or otherwise acquire, hold, and re-issue, shares of its capital stock, of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for, any shares of stock of, or any bonds, or other

securities, or evidences of indebtedness, issued or created by, any other corporation, or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner, or holder of, any such shares of stock, voting trust certificates, bonds, or other obligations, to possess, and exercise in respect thereof, any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets, or a division of the profits, of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation, or association, in which the Corporation has an interest, and to endorse, or otherwise guarantee, the payment of the principal, and interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness, created or issued by, any such other corporation or association.

(i) To loan or advance money, with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes, or other obligations, of any nature, and in any manner permitted by law, for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure

the payment thereof, and of the interest thereon, by mortgage upon, or pledge, or conveyance, or assignment in trust of, the whole, or any part of, the property of the Corporation, real or personal, including contract rights, whether at the time owned, or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of, such bonds, notes, or other obligations of the Corporation, for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated, for itself, or for account of others, or through others, for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate, or facilitate, the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner, to limit, or restrict, the generality of any other purpose, object, or business mentioned, or to limit, or restrict, any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars, to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Chestertown, Queen Anne's County, Maryland. The resident

agent of the Corporation is Garrett F. Chaires, whose post office address is P.O. Box 35, Chestertown, Queen Anne's County, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) Shares, without par value, all of which shares are of one class and are designated common stock.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3) nor more than nine (9), and the name of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are: Garrett F. Chaires, Clara M. Chaires, and James H. Coleman.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating, the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock, and securities convertible into its shares of stock, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract, or other transaction, between this Corporation, and any other corporation, and no act of this Corporation shall in any way be affected, or invalidated, by the fact that any of the directors of this Corporation are pecuniarily or otherwise

interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract, or transaction, of this Corporation, provided that the fact that he, or such firm, is so interested, shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine, and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use, and apply, any of such surplus, or net profits, in purchasing, or acquiring, any of the shares of the stock of the Corporation, or any of its bonds, or other evidences of indebtedness, to such extent, and in such manner, and upon such lawful terms, as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make, from time to time, any amendments to its charter, which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment, which changes the terms of any of the

outstanding stock, shall be valid unless such change of terms shall have been authorized by the holders of two-thirds (2/3rds) of all of such stock, at the time outstanding, by vote at a meeting, or in writing, with or without a meeting.

(e) Notwithstanding any provision of law requiring any action to be taken, or authorized, by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken, or authorized, by vote of the stockholders, such action shall be effective, and valid, if taken, or authorized, by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(f) The Board of Directors shall have power, subject to any limitations, or restrictions, herein set forth, or imposed by law, to classify, or reclassify, any unissued shares of stock, whether now, or hereafter, authorized, by fixing, or altering, in any one, or more, respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(g) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class, to holders of stock of another class, or classes; and shall have the authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law, or by these articles, to purchase, lease, or otherwise acquire, the business, assets, or franchises, in whole, or in

part, of other corporations, or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 14th day of March, 1968.

Witness:

Barbara Sue Turner

Garrett F. Chaires (SEAL)
Garrett F. Chaires

Barbara Sue Turner

Clara M. Chaires (SEAL)
Clara M. Chaires

Barbara Sue Turner

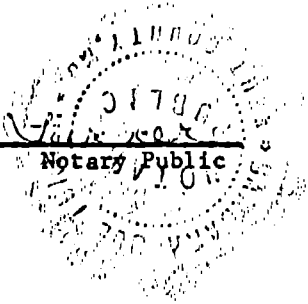
James H. Coleman (SEAL)
James H. Coleman

STATE OF MARYLAND, COUNTY OF KENT, to wit:

I HEREBY CERTIFY, that on this 14th day of March, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Kent, aforesaid, personally appeared GARRETT F. CHAIRES, CLARA M. CHAIRES, and JAMES H. COLEMAN, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Barbara Sue Turner
Notary Public



My commission expires:

July 1, 1969.

LIBER 2 PAGE 74
ARTICLES OF INCORPORATION
OF
GARRETT F. CHAIRES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 15, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 2446

Recorded in Liber 7650, folio 489⁹ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.



Charles W. Carl
STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Charter* RECEIVED FOR RECORD THIS *2nd*
DAY OF *July* 1968 RE. *25293*
AND RECORDED IN LIBER *CWC-2*
Vol. 16 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Carl CLERK

RECEIVED FOR RECORD July 2, 1968

FRED ROSER & SONS, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Fred Roser, Jr., whose post office address is Stevensville, Maryland; Kurt F. Roser, whose post office address is Stevensville, Maryland; Fred Roser, Sr., whose post office address is Queenstown, Maryland; and John Mosley, Jr., whose post office address is Queenstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is

FRED ROSER & SONS, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or any other State or States of the United States, or any territory or possession thereof, whether presently or hereafter annexed, or any foreign country or countries, or any territory or possession thereof, whether presently or hereafter annexed, are as follows:

(a) To operate an automobile and truck dealership, to buy and sell automobiles and trucks new and used, to maintain a repair shop for the repair and maintenance of automobiles and trucks, to deal in automobile tires, parts and other related automobile accessories, and in general to operate an automobile and truck dealership with all its related activities.

(b) To buy, sell, lease, manage, develop, promote, improve, mortgage, exchange, and otherwise deal in real estate and any and all improvements thereon, including but not limited to, residential and commercial developments; to construct dwellings and commercial buildings of all types and materials; to obtain all permits, licenses and franchises, and to do all other things necessary or advisable in the operation of any such business or businesses.

(c) To purchase, lease or otherwise acquire, all or any part of the property, trademarks, trade names, rights, businesses, contracts, goodwill, franchises, patents, patents applied for, use of patents and patents applied for, and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on; and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof; and to pay for any such property, trademarks, trade names, rights, businesses, contracts, goodwill, franchises, patents, patents applied for, use of patents and patents applied for or assets by the issue in accordance with the laws of the State of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(d) To apply for, obtain, register, purchase, lease or otherwise acquire, and to hold, use, own, operate and introduce, and to sell, assign, or otherwise dispose of, any trademarks, trade names, copyrights, patents, inventions, improvements and processes used in connection with or secured under Letters Patent of the United States, or elsewhere or otherwise, and to use, exercise, develop, grant licenses in respect of, or otherwise to

turn to account any such trademarks, patents, copyrights, licenses, processes and the like, or any such property or rights.

(e) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other State, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To advance money with or without security, and without limit as to amount; and to borrow or raise money for

any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(h) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other businesses which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object of business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Queenstown, Queen Anne's County, Maryland. The Resident Agent of the Corporation is Kurt Roser, whose post office address is Stevensville, Maryland. Said Resident Agent is a citizen of the State of Maryland and resides therein.

FIFTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the Bylaws of the Corporation, and shall never be less than four (4). The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

Fred Roser, Sr.
Fred Roser, Jr.
Kurt F. Roser
John Mosley, Jr.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars (\$100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(a) To make, alter and repeal the Bylaws of this Corporation; to open stock books, to fix and vary the amount to be reserved as working capital; to direct and determine the use of any surplus or net profits; to determine whether any, and, if any, what part of any surplus or net profits shall be declared as dividends;

(b) To create, make, and issue mortgages, bonds, warrants,

debentures, deeds of trust, trust agreements, negotiable or transferable instruments and evidences of indebtedness of all kinds and securities, secured by mortgage or otherwise, and to do every other act and things necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, any property, rights or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such considerations as they think fit, at their discretion, to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stock, bonds, debentures or other securities of the Corporation;

(c) In the purchase or acquisition of property, business, rights or franchises or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether convertible into stock of any class, and whether secured by mortgage, pledge, deed of trust or otherwise;

(d) To determine who shall be authorized to sign on the Corporation's behalf bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents; from time to time to provide for the management of the affairs of the Corporation at home or abroad in such manner as they think fit, and in particular, from time to time, to delegate any of the powers of the Board of Directors to any committee, officers, or

agent, and to appoint any person or persons to be the agents of the Corporation with such powers (including the power to delegate) and upon such terms as they think fit.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation.

NINTH: The Charter of this Corporation may, from time to time, be amended for any purpose, including an amendment or amendments which change the terms of any of the outstanding stock by classification, reclassification or otherwise, upon the affirmative vote of eighty percent (80%) of all the shares of stock outstanding and entitled to vote.

TENTH: No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed, or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation, who is also a director

or officer of such other corporation or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

The above-granted powers to the Corporation and to the Board of Directors are in furtherance and not in limitation of the general powers conferred by law upon corporations and the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27 day of February, 1968.

WITNESS AS TO ALL:

Elsie R. Lister
Elsie R. Lister

Fred Roser, Jr.
FRED ROSER, JR.

Kurt Roser
KURT F. ROSER

Fred Roser Sr.
FRED ROSER, SR.

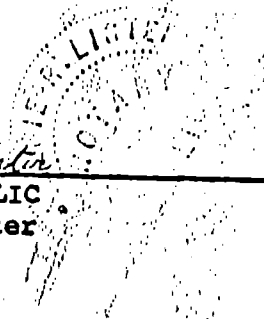
John Mosley, Jr.
JOHN MOSLEY, JR.

STATE OF MARYLAND, COUNTY OF QUEEN ANNE

I HEREBY CERTIFY that on this 27th day of Feb 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne County, personally appeared FRED ROSER, JR., KURT F. ROSER, FRED ROSER, SR., and JOHN MOSLEY, JR., and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Elsie R. Lister
NOTARY PUBLIC
Elsie R. Lister



ARTICLES OF INCORPORATION
OF
FRED ROSE & SONS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 28, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 2162

Recorded in Liber 7648, folio 59, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

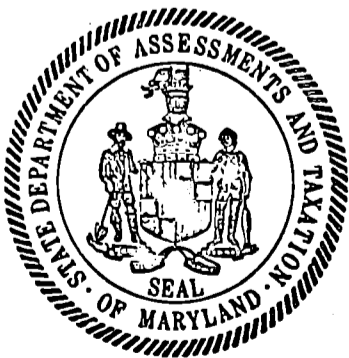
Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Bishop



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS Charter RECEIVED FOR RECORD THIS 2nd
DAY OF Feb 1968 RE. 25293
AND RECORDED IN LIBER WC-2
folio 75 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Bishop

LIBER 2 PAGE 83

RECEIVED FOR RECORD July 2, 1965

MADOBEN CORPORATION

ARTICLES OF SALE

Madoben Corporation, a Maryland Corporation, having its principal office at Stevensville, Queen Anne's County, State of Maryland, hereinafter referred to as the Corporation, hereby certifies to the State Department of Assessments and Taxation of Maryland as follows, to wit:

1. The Corporation, as Transferor, has agreed to sell, transfer, and convey substantially all of its property and assets consisting of all of the stock, inventory, merchandise, fixtures, equipment, appliances, and signs contained on, in or about a package goods liquor store known as "Kent Package Liquor Store" located in the Kent Island Shopping Center on Kent Island in the Fourth Election District of Queen Anne's County, Maryland; consisting of all of the assets of the Transferor, real, personal, and mixed except the cash assets of the Corporation.

2. The names and post office address of the Transferees named in the Bill of Sale are Oscar Legg, Jr. and Jane C. Legg, his wife, Stevensville, Queen Anne's County, Maryland.

3. Madoben Corporation is a body corporate of the State of Maryland.

4. The consideration to be paid by Oscar Legg, Jr. and Jane C. Legg, his wife, for the aforesaid tangible and intangible personalty, including the business and good-will (if any) of the Transferor is \$11,586.37 (said sum being determined as follows: \$4,500.00 for the fixtures, equipment, appliances, and signs; and \$7,086.37 for the stock, inventory, and merchandise). The entire sum of \$11,586.37 is to be paid in cash at the time of final settlement.

5. The principal office of Madoben Corporation is Stevensville, Queen Anne's County, Maryland. The assets of the Transferor to be assigned to the Transferees are located in Queen Anne's County, Maryland. The Transferor owns no real estate and it is not intended that the Bill of Sale for the transfer of the personal property will be recorded.

6. The Transferees are individuals residing in Queen Anne's County, Maryland.

7. These Articles of Sale were duly advised by the Board of Directors of Madoben Corporation and approved by the stockholders of said Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland and by the charter of said Corporation.

8. The sale and transfer of the stock, inventory, merchandise, fixtures, equipment, appliances, and signs referred

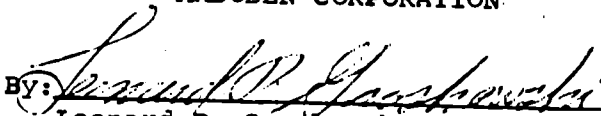
to herein will be evidenced by a Bill of Sale from Madoben Corporation to Oscar Legg, Jr. and Jane C. Legg, his wife.

IN WITNESS WHEREOF, Madoben Corporation has caused these presents to be signed in its name and on its behalf by its president and its corporate seal to be hereunto affixed by its secretary.

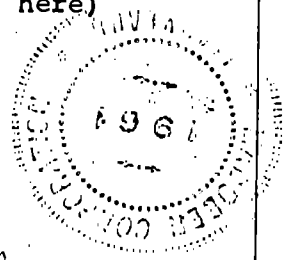
IN WITNESS WHEREOF, Oscar Legg, Jr. and Jane C. Legg, his wife, have hereunto affixed their names and seals.

DATED March 6th, 1968.

MADOBEN CORPORATION

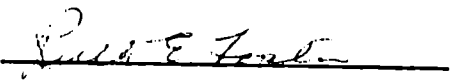
By: 
Leonard P. Groszkowski, President

(Place corporate seal here)

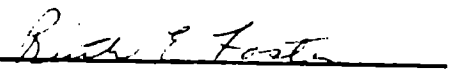


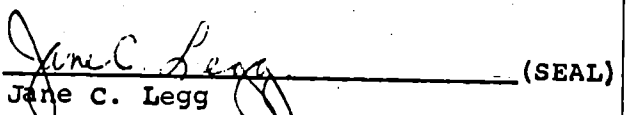
ATTEST:


Secretary




Oscar Legg, Jr. (SEAL)

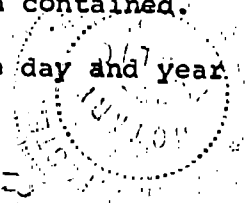



Jane C. Legg (SEAL)

STATE OF MARYLAND)
) TO WIT:
QUEEN ANNE'S COUNTY)

I HEREBY CERTIFY, that on this 6th day of March, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Leonard P. Groszkowski who acknowledged himself to be the President of Madoben Corporation, a body corporate of the State of Maryland and that he as such President, being authorized so to do, executed the foregoing Articles of Sale for the purposes therein contained, and at the same time also personally appeared Oscar Legg, Jr. and Jane C. Legg, his wife, who acknowledged that they executed the foregoing ARTICLES OF SALE for the purpose therein contained.

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




NOTARY PUBLIC

My Commission Expires:

July 1-1969

JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE, MD 21617
758-0877

STATE OF MARYLAND)
)
COUNTY OF Queen Anne's)

TO WIT:

I HEREBY CERTIFY, that on this 6th day of March, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Jean O'Rozcro, secretary of Madoben Corporation, a body corporate of the State of Maryland, and made oath in due form of law that the matters and facts set forth in the foregoing Articles of Sale with respect to the authorization and approval of the stockholders and board of directors of said corporation are true and correct to the best of her knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.

Ruth E. Foster
NOTARY PUBLIC
My Commission Expires:
July 1 - 1969



ARTICLES OF SALE

BETWEEN

MADOBEN CORPORATION (a Md. Corp.) Transferor

TO

OSCAR LEGG, JR. AND JANE C. LEGG (Individuals) Transferees

approved and received for record by the State Department of Assessments and Taxation of Maryland March 7, 1968 at 10:30 o'clock A. M. as in conformity with law and ordered recorded.

A 2316

Recorded in Liber 7649, folio 585, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

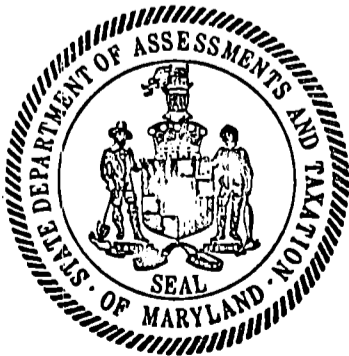
Bonus tax paid \$..... Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Cooper



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *7th*
DAY OF *July* 19. 68. RE. *25293*
AND RECORDED IN LIBER *CWC-2*
fol. 84 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Cooper CLERK

RECEIVED FOR RECORD

July 2, 1968

GAENG, MEEHAN & CAMPBELL, INC.

ARTICLES OF AMENDMENT

Gaeng, Meehan & Campbell, Inc., a Maryland corporation having its principal office in Chester, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Article II of the Corporation, which consists only of a change in the name of the Corporation, to delete therefrom, the word "CAMPBELL" and inserting the word "COMPANY". The corporate name to read as follows: GAENG, MEEHAN & COMPANY, INC.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on February 26, 1968, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on February 26, 1968.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of all stockholders entitled to vote thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, Gaeng, Meehan & Campbell, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on this 4 day of March, 1968.

GAENG, MEEHAN & CAMPBELL, INC.

By: John T. Gaeng
John T. Gaeng, President

Attest: Charles P. Meehan
Charles P. Meehan, Secretary

STATE OF MARYLAND, COUNTY OF QUEEN ANNE'S, to wit:

I HEREBY CERTIFY that on this 4 day of March, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared JOHN T. GAENG, President of Gaeng, Meehan & Campbell, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared CHARLES P. MEEHAN and made oath in due form of law that he was secretary of the meeting of the stockholders of said Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal, the day and year last above written.

Robert G. Johnson
Notary Public

OF
GAENG, MEEHAN & CAMPBELL, INC.
CHANGING ITS NAME TO
GAENG, MEEHAN & COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 6, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 2306

Recorded in Liber 7649 folio 226 ³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

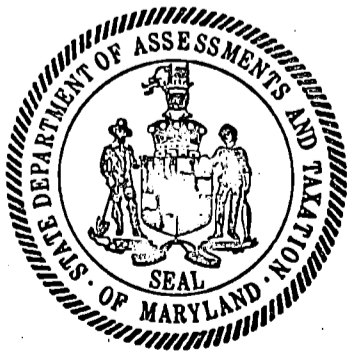
Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Conforti



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, M.D.
I HEREBY CERTIFY THAT
THIS Charles WAS
RECEIVED FOR RECORD THIS 2nd
DAY OF July 1968. RE. 25293
AND RECORDED IN LIBER CWC-2
folio 226 RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Conforti

RECEIVED FOR RECORD *Aug. 16, 1968*

ARTICLES OF INCORPORATION

OF

BAY TIMES, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Vachel A. Downes, Jr., whose post office address is 115 Lawyers Row, Centreville, Maryland, 21617, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

BAY TIMES, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, conduct, operate, maintain, manage and carry on a general marina business, including, but not limited to, the rental of dockage facilities; the repair of boats, engines, marina equipment and accessories, the sale or rental of marine supplies of every kind and description, the sale, rental or charter of boats and motors, the sale of gasoline, oil, motor fuel, ice, fishing tackle and bait, all manner of sporting goods, food and foodstuffs; to own, conduct, operate and maintain a restaurant, bar and cocktail lounge, with such facilities and services as are customarily associated therewith, to sub-divide and develop residential and/or commercial lands; to own, conduct, operate, maintain and manage an air-strip or airport; to engage in similar functions or ancillary businesses as may be calculated to promote the general and special objectives of the corporation; to make contracts, incur liabilities and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage, deeds of trust, security agreements or financing statements encumbering all or any part of its property, franchises and income; and to transact its business, carry on its operations and exercise the powers granted by this article in any state, territory, district or possession of the United States, and in any foreign country.
2. To deal in real estate, acting as a licensed real estate broker and as agents for the purchase and sale of real estate and to buy and sell real estate, and otherwise deal in the same, including the management and development thereof, in the name of the corporation.
3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.
4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of

promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation,

mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation is this State will be located at Centreville, Queen Anne's County, Maryland; and the resident agent of the corporation is Vachel A. Downes, Jr., whose post office address is 115 Lawyers Row, Centreville, Maryland, 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors, and Vachel A. Downes, Jr., whose post office address is 115 Lawyers Row, Centreville, Maryland, 21617, and Michael Revyuk, whose post office address is Chestertown, Maryland, 21620, and Irving Schragar, whose post office address is Chestertown, Maryland, 21620, and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Hundred (100) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of the stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the

- 3 -

corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 25th day of April, 1968.

WITNESS:

Judith C. Conley Vachel A. Downes, Jr. (SEAL)
Vachel A. Downes, Jr.

STATE OF MARYLAND

CITY OR COUNTY OF Queen Anne's

to wit:

I HEREBY CERTIFY, that on this 25th day of April, 1968, before me, the subscriber, a Notary Public of the State, City or County aforesaid, personally appeared Vachel A. Downes, Jr. and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Judith C. Conley
NOTARY PUBLIC



LIBER 2 PAGE 96
ARTICLES OF INCORPORATION
OF
BAY TIMES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 30, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 3245

Recorded in Liber 7659, folio 55, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

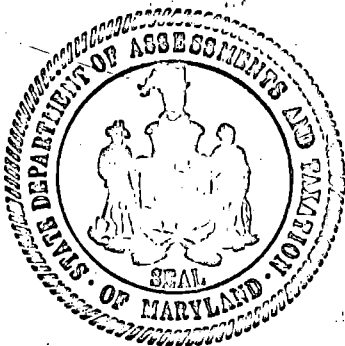
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Coep



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, COC.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 16
DAY OF May 1968 RE. 25872
AND RECORDED IN LIBER COC-2
files RECORD BOOK
FOR QUEEN ANNE'S COUNTY,
Charles W. Coep CLERK

RECEIVED FOR RECORD *Aug. 16, 1968*

HOLDEN'S CHAPEL, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Calvin C. Embert, whose Post Office Address is Sudlersville, Maryland; Frank Embert, whose Post Office Address is Sudlersville, Maryland; and Clifton J. Embert, whose Post Office Address is Marydel, Maryland, 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 name of the corporation (which is hereinafter called the Corporation) is - - -

HOLDEN'S CHAPEL, INC.

THIRD: The purposes for which the corporation is formed, as follows:

(A) To conduct religious services of the Christian faith.

(B) To purchase, acquire, hold, improve, develop, sell, convey, assign, give, mortgage, encumber, lease or otherwise dispose or deal in or with real or personal property of every kind and nature which this corporation may think necessary or convenient for the purpose of conducting its business, as a religious organization or order.

(C) To carry on any other business which may seem to the Board of Directors of this Corporation to be calculated either directly or indirectly, to effectuate the aforesaid purposes or any of them, or any part thereof, and generally to exercise the powers enumerated by the Laws of the State of Maryland, pertaining to Corporations, and to do any act, matter or thing not in consistent with said laws which may be appropriate to promote and attain the objects and purposes for which this Corporation is formed.

ROBERT R. PRICE, JR.
ATTORNEY AT LAW
CENTREVILLE, MARYLAND
758-1600

LIBER

2 PAGE 97

LIBRA 2 APR 98

The foregoing enumeration of powers, purposes and objects is made in furtherance and not in limitation of the power conferred upon the Corporation by law and is not intended by mention of any particular object or business in any manner to limit or restrict the generality of any other purposes, objects or business mentioned or to limit or restrict any of the powers of the Corporation.

FOURTH: The Post Office of the place at which the principal office of the Corporation in this State will be located is Sudlersville, Maryland.

The resident agent of the Corporation is Calvin C. Embert, whose Post Office Address is Sudlersville, Maryland; said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall be without capital stock and shall not be operated for profit.

SIXTH: The number of directors of the Corporation shall be nine (9) which number shall be increased or decreased pursuant to by By-Laws of the Corporation, but shall never be less than three (3) nor more than fifteen (15); and the name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Bruce Stran, Sr., Calvin C. Embert, Clement Aiken, Sr., Charlie Evans, Clifton J. Embert, Evan Meiton, Frank Embert, Lewis Chance and William U. Shelts.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of incorporation this 10th day of April, 1968.

WITNESS:

[Signature]
[Signature]
[Signature]

Calvin C. Embert (SEAL)
Calvin C. Embert
Frank Embert (SEAL)
Frank Embert
Clifton J. Embert (SEAL)
Clifton J. Embert.

WITNESS:

Calvin C. Embert

Lewis Chance (SEAL)
Lewis Chance

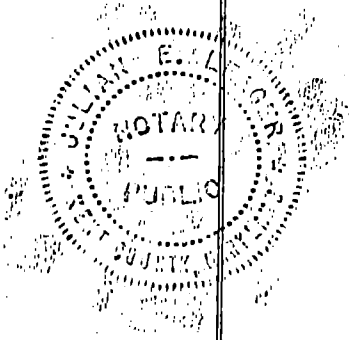
STATE OF MARYLAND

COUNTY Kent

TO WIT:

I HEREBY CERTIFY, that on this 10 day of April 1968, before me, the Subscriber, a Notary Public of the State and County aforesaid, personally appeared Calvin C. Embert, Frank Embert and Clifton J. Embert, and each acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.



Julian E. Leager
Notary Public
My commission expires: 7-1-69

MS

LIB 2 100

ARTICLES OF INCORPORATION
OF
HOLDEN'S CHAPEL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 9, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 3460

Recorded in Libor 7661, folio 298 ⁴ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

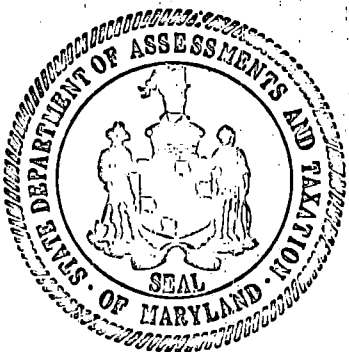
Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Leaf



LG

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 16
DAY OF May 1968. RE. 25873
AND RECORDED IN LIBER 7661
Folio 298 CHARLES' RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Leaf CLERK

RECEIVED FOR RECORD Aug. 16, 1968

WATERMEN'S PROTECTIVE ASSOCIATION, INC.

ARTICLES OF INCORPORATION

This is to certify:

(First): That we, the undersigned,

- (a) Warren C. Butler, whose post office address is
P.O. Box 42 Grasonville, Maryland.
- (b) Charles K. Bryan, whose post office address is
P.O. Box 126 Grasonville, Maryland.
- (c) J. Warren Sadler, whose post office address is
Stevensville, Maryland.

all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

(Second): The name of the Corporation (which is hereinafter called the "Association") is Watermen's Protective Association, Inc.

(Third): The purposes for which the Association is formed, and the business or objects to be carried on and promoted by it are as follows:

(a) To unite all eligible residents within the geographical boundaries of the Association as the same may be established from time to time, for mutual benefits and protection.

(b) To advance and protect the interest of its members and to promote the general welfare of the community.

(c) To protect and increase the seafood resources within its geographical boundaries.

(d) To cooperate with public authorities to prevent pollution of the waters within said boundaries; and

(e) To do all other things and to exercise all other powers that may be necessary or appropriate in the exercise of the powers hereinbefore set forth, and also all of the powers conferred upon the Association by the General Corporation Laws of the State of Maryland now or hereafter in force.

(Fourth): The Association is formed under the powers granted by corporation laws of the State of Maryland, and subject to the limitations relative to the membership of non-profit corporations which are contained in such General Laws of this State, and the Association shall have no capital stock.

(Fifth): No part of the net income of the Association shall inure to the benefit of any private member or individual, and no member, officer or employee shall receive or be lawfully entitled to receive any pecuniary profit of any kind therefrom, excepting reasonable compensation for services in effecting one or more of its purposes.

(Sixth): The Association shall be non-political but will cooperate with political figures as necessary to achieve its purposes.

(Seventh) The Post Office address of the place at which the principal office of this Association in this State shall be located is Grasonville, Maryland. The resident agent of the Association is Warren C. Butler, P.O. Box 42 Grasonville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

(cont.)

LIBER 2 PAGE 101

(Eighth): The number of governors (directors) on the Board of Governors of the Association shall be eight (8), which number may be increased or decreased pursuant to the By-Laws of the Association, but shall act until the first annual meeting, or until their successors are duly chosen and qualified, are as follows:
Warren C. Butler, Charles K. Bryan, J. Warren Sadler, Norman L. Jubb, Delbert K. Baker, H. Elliott Harris, J. Alfred Washington, and James G. Austin.

(Ninth): The members of the Board of Governors named in these Articles of Incorporation shall do such other and additional acts as may be necessary for the organization of the Association.

IN WITNESS THEREOF, we have signed these Articles of Incorporation this 18th day of May, 1968:

WITNESS:

Virginia C. Bose
Virginia C. Bose
Virginia C. Bose

Warren C. Butler
Warren C. Butler
Charles K. Bryan
Charles K. Bryan
J. Warren Sadler
J. Warren Sadler

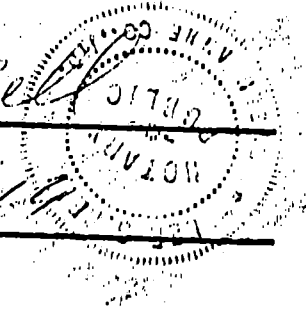
STATE OF MARYLAND)
COUNTY) SS

I HEREBY CERTIFY, that on this 18th day of May, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Warren C. Butler, Charles K. Bryan and J. Warren Sadler County, personally appeared or satisfactorily proven to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained.

WITNESS my hand and notorial seal:

Leah Bell
Notary Public

My commission expires: 7-1-69



ARTICLES OF INCORPORATION
OF
WATERMEN'S PROTECTIVE ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 21, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 3643

Recorded in Liber 7662, folio 149³, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

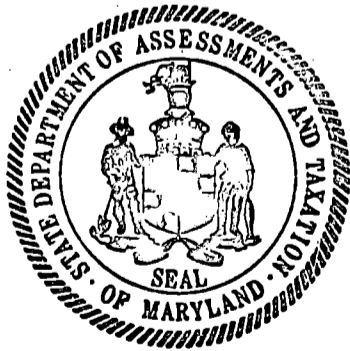
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Wolf



LG

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY,
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *16*
DAY OF *Aug*, 1968. RE. *25873*
AND RECORDED IN LIBER *cw-2*
file *Charter* RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Wolf CLERK

LIBER

2 PAGE 103

RECEIVED FOR RECORD

Aug. 16, 1968

KING AND QUEEN CLUB, INC.

ARTICLES OF INCORPORATION

FIRST, We, the undersigned, Parker Downes, whose post office address is Grasonville, Maryland, Lowman Fisher, whose post office address is Grasonville, Maryland, and Percy Miller, whose post office address is Centreville, Maryland, each being at least twenty-one (21) 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 name of the corporation, hereinafter called the "Corporation", is KING AND QUEEN CLUB, INC.

THIRD: The purpose for which the Corporation is formed is to organize and operate an association exclusively for pleasure, recreation, and charitable purposes, and the mutual improvement and promotion of civic and social interests among its members.

FOURTH: The post office address of the principal office of the Corporation in this State is Grasonville, Maryland. The name and post office address of the resident agent of the Corporation in this State is Parker Downes, Grasonville, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: Members of the King and Queen Club on the date of the filing of these articles of incorporation shall be the first members of the Corporation. Thereafter, members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which By-Laws may prescribe different classes of members and prescribe the powers, duties and privileges of each class.

SIXTH: The number of directors of the Corporation shall be seven which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify are Mr. Parker Downes, Mr. Lowman Fisher, Mrs. Evelyn M. Heath, Mr. Percy Miller, Mr. Marvel Gould, Mr. Roy Girod and Mr. John F. Heath.

SEVENTH: The Corporation is not authorized to issue any capital stock and shall not be operated for profit. No part of its net earnings shall inure to the benefit of any member or other individual. No member or other individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member or other individual shall be entitled to any distribution or division of its property or proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed in accordance with the Laws of Maryland exclusively for social, charitable, civic, religious, eleemosynary, benevolent, educational, or similar

purposes as are within the purposes stated in Article THIRD hereof and the intendment of Section 501 (c) of the Internal Revenue Code of 1954 and its Regulations as the same now exist or as they may be hereafter amended from time to time.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 15 day of April, 1968

TEST: (as to all three)

Parker Downes
Parker Downes

Leola Cleninger

Lowman Fisher
Lowman Fisher

Percy Miller
Percy Miller

STATE OF MARYLAND,

to wit:

QUEEN ANNE'S COUNTY,

On this the 15 day of April, 1968 before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared Parker Downes, Lowman Fisher and Percy Miller, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument, and acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I hereunto set my hand and Notarial Seal.

Leola Cleninger
Notary Public
My Commission Expires: July 1, 1969

LIBER 2-106
ARTICLES OF INCORPORATION
OF
KING AND QUEEN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 29, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 3250

Recorded in Liber 7659, folio 191, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

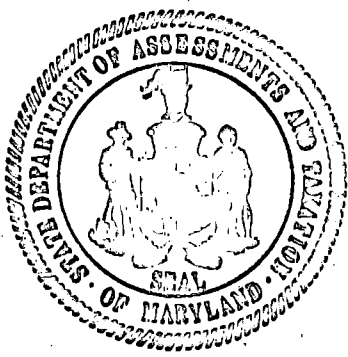
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. ...



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Charles* WAS
RECEIVED FOR RECORD THIS 16
DAY OF *July* 1968. RE. 25873
AND RECORDED IN LIBER *040-2*
John Charles RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
CLERK

J.C.

RECEIVED FOR DEPOSIT *Sept. 24, 1968*

ARTICLES OF INCORPORATION

OF

KENT FORT MANOR ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Jeanne C. Spence, whose post office address is Kent Fort Manor, Stevensville, Queen Anne's County, Maryland, 21666, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

KENT FORT MANOR ENTERPRISES, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, conduct, operate, maintain, manage and carry on a general marina business, including, but not limited to, the rental of dockage facilities, the repair of boats, engines, marina equipment and accessories, the sale or rental of marina supplies of every kind and description, the sale, rental or charter of boats and motors, the sale of gasoline, oil, motor fuel, ice, fishing tackle and bait, and all manner of sporting goods, food and foodstuffs; to own, conduct, operate and maintain a restaurant, bar and cocktail lounge, with such facilities and services as are customarily associated therewith, to sub-divide and develop residential and/or commercial lands; to own, conduct, operate, maintain and manage an air-strip or airport; to engage in similar functions or ancillary businesses as may be calculated to promote the general and special objectives of the corporation; to make contracts, incur liabilities and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage, deeds of trust, security agreements or financing statements encumbering all or any part of its property, franchises and income, and to transact its business, carry on its operations and exercise the powers granted by this article in any state, territory, district or possession of the United States and in any foreign country.
2. To deal in real estate, acting as a licensed real estate broker and as agents for the purchase and sale of real estate and to buy and sell real estate, and otherwise deal in the same, including the management and development thereof, in the name of the corporation.
3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.
4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of

promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment or principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation,

mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy, all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation is this State will be located at Stevensville, Queen Anne's County, Maryland; and the resident agent of the corporation is Jeanne C. Spence, whose post office address is Kent Fort Manor, Stevensville, Queen Anne's County, Maryland, 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors, and Jeanne C. Spence (whose post office address is Kent Fort Manor, Stevensville, Maryland, Robert Lima (whose post office address is Morris Street, Oxford, Talbot County, Maryland) and Sharon E. Lima (whose post office address is Morris Street, Oxford, Talbot County, Maryland) shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Hundred (100) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of the stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the

corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, a re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by the executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 24 day of June, 1968.

WITNESS:

Michael H. Rowles

Jeanne C. Spence (SEAL)
Jeanne C. Spence

STATE OF MARYLAND

to wit:

~~CITY OR COUNTY OF~~ Queen Annes

I HEREBY CERTIFY, that on this 24 day of June 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City or County aforesaid, personally appeared Jeanne C. Spence, and she did acknowledge the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.

Michael H. Rowles, Jr.
NOTARY PUBLIC

LIBR 2 PAGE 112
ARTICLES OF INCORPORATION
OF

KENT FORT MANOR ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 27, 1968 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 4378

Recorded in Liber 2670, folio 40⁶, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

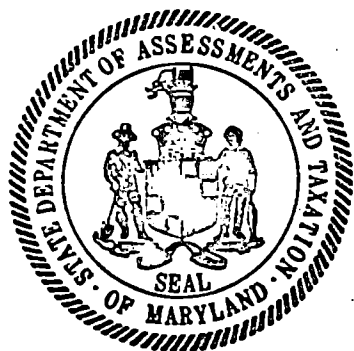
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Cecil



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 24
DAY OF Sept. 1968 RE. 26478
AND RECORDED IN LIBER C-2
2670 RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Cecil CLERK

RECEIVED FOR FILING: *Sept. 24, 1968*

ARTICLES OF INCORPORATION

OF

KNOLLWOOD HOMES, INC.

THIS IS TO CERTIFY:

That the subscribers, Harry H. Meeks of P.O. Box 87, Glen Burnie, Maryland; Mary M. Lawler of P.O. Box 45, Stevensville, Maryland; and Herbert A. Hallock of 701 James Road, Glen Burnie, Maryland all citizens of the State of Maryland, and all being of full age, do hereby certify that we do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporation, associate ourselves with the intentions of forming a corporation.

FIRST: The name of said corporation is:

"KNOLLWOOD HOMES, INC."

SECOND: That the purpose or purposes for which the corporation is formed, and the business and objects to be carried on and promote by are as follows:

(a) to purchase, improve, develop, lease, exchange, sell dispose of, and otherwise deal in and turn to account, real estate, to purchase, lease, build, construct, erect, occupy and manage and sell buildings of every kind and character whatever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this corporation, or any other person, firm or corporation.

(b) To acquire by purchase, leases or otherwise, real estate and /or personal property of every kind, tangible or intangible, including business rights, good will and franchises and assets of any corporation, partnership, association or individual, or any part thereof, and to pay for such property, business rights, good will, and franchise by the issuance of stock or other securities of the corporation or otherwise, in the manner prescribed by law, and to lawfully conduct the business so acquired and to

Exercise powers necessary to carry on such business.

(c) to borrow money, to make and issue its bonds, notes, bills of exchange and other obligations, and to mortgage, pledge and hypothecate any stock, bonds or other evidence of indebtedness, and any other real and/or personal property held by it, as the law will permit.

(d) To carry on any other business or businesses which may be determined directly or indirectly to affectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid or business or businesses, or any part thereof, or the transaction of any other business which may be connected, either directly or indirectly to enhance the value of its assets and property.

Provided, however, that nothing herein contained shall be construed as limiting or restricting in any way the general powers granted a corporation, incorporated under the General Laws respecting corporations of the State of Maryland, and all the foregoing shall be done in accordance with the laws of the State of Maryland.

THIRD: The Corporation may exercise all or any of its corporate powers and rights, in the State of Maryland, and in the various other states, territories, or possessions of the United States, or in the District of Columbia, and all or foreign countries, so far as permitted by the laws thereof.

FOURTH: The principal office of said corporation in the State of Maryland shall be located in Stevensville, Maryland and the corporation's resident agent is Mary M. Lawler and her address is Chesapeake Estates, Stevensville, Maryland.
Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total amount of authorized capital stock of said corporation shall consist of Five Thousand shares at no par value.

SIXTH: The said corporation shall have three directors and Harry H. Meeks, Mary M. Lawler and Herbert A. Hallock shall act as such until the first annual meeting of the corporation or until their successors are duly chosen and qualified.

Harry H. Meeks shall act as president of said corporation, Mary M. Lawler as Vice-president, and Herbert A. Hallock as secretary-treasurer of said corporation until such time as their successors shall be duly chosen and qualified-

SEVENTH: This corporation is formed upon the articles, conditions, and provisions herein expressed, and is subject to and in all respects to the provisions and limitations relating to corporations which are contained in the statutes of the State of Maryland, governing and providing for the formation of corporations under its general laws.

IN WITNESS WHEREOF, WE, the subscribers, have hereunto set our hands and seals this 20th day of May, 1968

WITNESS:

Charles R. John

Harry H. Meeks
Harry H. Meeks

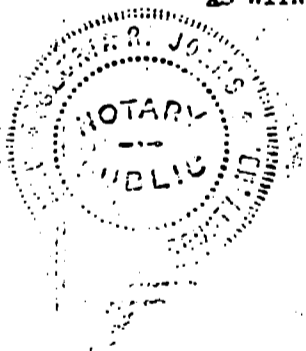
Mary M. Lawler
Mary M. Lawler

Herbert A. Hallock
Herbert A. Hallock

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, To Wit:

I HEREBY CERTIFY, That on the 20th day of May, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Anne Arundel County aforesaid, personally appeared Harry H. Meeks, Mary M. Lawler, and Herbert A. Hallock and they each acknowledge the foregoing Articles of Incorporation to be their act and deed.

AS WITNESS my hand and Notarial Seal.



Charles R. John
Notary Public

LIBER 2 PAGE 116
ARTICLES OF INCORPORATION
OF
KNOLLWOOD HOMES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 27, 1968 at 2:30 o'clock P. M. as in conformity
with law and ordered recorded.

A 3750

Recorded in Liber 2664-168 folio 168 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Cuff



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 24
DAY OF Sept 1968 RR. 26445
AND RECORDED IN LIBER awc. 2
folio 113 Charles RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Cuff CLERK

RECEIVED FOR RECORD 04.3, 1968

ARTICLES OF INCORPORATION
OF
QUEEN ANNE GRAIN CO. INC.

THIS IS TO CERTIFY:

FIRST: That we, D. Kirby Metz, Jr., whose postoffice address is Trappe, Maryland, Jane C. Metz, whose postoffice address is Trappe, Maryland, and William Reddie, whose postoffice address is Stewart Building, Easton, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is

QUEEN ANNE GRAIN CO. INC.

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

(a) To buy, sell, store and otherwise handle and deal in grains, hay, seeds and produce of all kinds, and generally to do a grain storage and commission business in the State of Maryland, and elsewhere, and to buy, sell, mortgage, lease and deal in real estate and personal property, including grain elevators, warehouses, storage bins and other property, in and about the transaction of its business, and to do and perform any and all acts and things as may be necessary and incidental in and about the carrying on of the business aforesaid.

(b) To own, construct, lease and operate grain elevators (public or private) in the State of Maryland, or elsewhere, and to transact business incident thereto; to buy, sell, store merchandise and otherwise deal in grain, feeds, soy beans and all manufactured products thereof and all other commodities of every kind and description, and to do a general commission business.

LECR

2 PAGE 117

(c) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To purchase or otherwise acquire, hold, and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock, of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares.

of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(h) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Queen Anne, Queen Anne's County, Maryland. The resident agent of the Corporation is D. Kirby Metz, Jr., whose post-

office address is Trappe, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of the par value of One Hundred Dollars (\$100.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have not less than three (3) directors and D. Kirby Metz, Jr., Jane C. Metz and William Reddie shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be effected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any

meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease, or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we, the subscribers, have signed these Articles of Incorporation on this 28th day of June, in the

year Nineteen Hundred and Sixty-Eight.

WITNESS:

Jacqueline A. Saulsbury as to *D. Kirby Metz, Jr.* (SEAL)
 Jacqueline A. Saulsbury D. Kirby Metz, Jr.
Jacqueline A. Saulsbury as to *Jane C. Metz* (SEAL)
 Jacqueline A. Saulsbury Jane C. Metz
Jacqueline A. Saulsbury as to *William Reddie* (SEAL)
 Jacqueline A. Saulsbury William Reddie

STATE OF MARYLAND, TALBOT COUNTY, TO-WIT:

THIS IS TO CERTIFY, That on this 20th day of June,
 1968, before me, the subscriber, a Notary Public in and for the State
 and County aforesaid, personally appeared D. Kirby Metz, Jr. and Jane
 C. Metz and William Reddie, and severally acknowledged the foregoing
 Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Jacqueline A. Saulsbury
 Notary Public
 Jacqueline A. Saulsbury



ARTICLES OF INCORPORATION
OF
QUEEN ANNE GRAIN CO. INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 1, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 4487

Recorded in Liber 7671-469, folio 469, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Cecil



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 3rd
DAY OF July 1968 RE. 26597.
AND RECORDED IN LIBER CWC-2
folio 117 RECORDED BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Cecil CLERK

LIBER

2 PAGE 123

RECEIVED FOR RECORD Oct. 3, 1968
ARTICLES OF INCORPORATION

OF

PEARCE & LEONE LUMBER, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ernest S. Cookerly, whose post office address is Chestertown, Maryland; Phoebe P. Anthony, whose post office address is Chestertown, Maryland; and Patricia B. Spencer, whose post office address is Chestertown, Maryland; all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation, (which is hereinafter called the "Corporation"), is:

"PEARCE & LEONE LUMBER, INCORPORATED".

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

(a) To manufacture, buy, sell and deal in, either for itself or as agent for others, in lumber, pallets, industrial blocking, wedges, sashes, doors, millwork, mill supplies and allied products, and do all things necessary and essential thereto.

(b) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber, or dispose of, goods, wares, merchandise, implements, and other personal property, or equipment, of every kind.

(c) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber, or dispose of, real property wherever situated.

(d) To carry on, and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of, natural products, raw materials, manufactured products, and marketable goods, wares and merchandise of every description.

(e) To purchase, lease, or otherwise acquire, all or any part of, the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership, or individual, (including the estate of a decedent), carrying on, or having carried on, in whole, or in part, any of the aforesaid businesses, or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay, the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises, or assets, by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities, of the Corporation, or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase, or otherwise acquire, hold, and re-issue, shares of its capital stock, of any class; and to purchase, hold,

sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for, any shares of stock of, or any bonds, or other securities, or evidences of indebtedness, issued or created, by any other corporation, or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner, or holder of, any such shares of stock, voting trust certificates, bonds, or other obligations, to possess, and exercise in respect thereof, any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets, or a division of the profits, of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation, or association, in which the Corporation has an interest, and to endorse, or otherwise guarantee, the payment of the principal, and interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness, created or issued by, any such other corporation or association.

(i) To loan or advance money, with or without security, without limit as to amount; and to borrow or raise money for any

of the purposes of the Corporation, and to issue bonds, debentures, notes, or other obligations, of any nature, and in any manner permitted by law, for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by mortgage upon, or pledge, or conveyance, or assignment in trust of, the whole, or any part of, the property of the Corporation, real or personal, including contract rights, whether at the time owned, or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of, such bonds, notes, or other obligations of the Corporation, for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated, for itself, or for account of others, or through others, for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate, or facilitate, the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner, to limit, or restrict, the generality of any other purpose, object, or business mentioned, or to limit, or restrict, any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars, to the limitations relative

to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is P.O. Box 247, Millington, Queen Anne's County, Maryland, 21651. The resident agent of the Corporation is H. Duval Pearce, whose post office address is P.O. Box 247, Millington, Queen Anne's County, Maryland 21651. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares which the Corporation has authority to issue is Five Thousand (5,000) Shares, of no par value, all of one class and designated common stock.

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased, or decreased, pursuant to the by-laws of the Corporation, but shall never be less than three (3) nor more than nine (9), and the name of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are: H. Duval Pearce, E. B. Leone, Robert H. Burrage and Robert J. Schmidt.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating, the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock, and securities convertible into its shares of stock, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) No contract, or other transaction, between this Cor-

poration, and any other corporation, and no act of this Corporation shall in any way be affected, or invalidated, by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract, or transaction, of this Corporation, provided that the fact that he, or such firm, is so interested, shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine, and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus, or net profits. The Board of Directors may, in its discretion, use, and apply, any of such surplus, or net profits, in purchasing, or acquiring, any of the shares of the stock of the Corporation, or any of its bonds, or other evidences of indebtedness, to such extent, and in such manner, and upon such lawful terms, as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make, from time to time, any amendments to its charter, which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment, which changes the terms of any of the outstanding stock, shall be valid unless such change of terms shall have been authorized by the holders of two-thirds (2/3rds) of all of such stock, at the time outstanding, by vote at a meeting, or in writing, with or without a meeting.

(e) Notwithstanding any provision of law requiring any action to be taken, or authorized, by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken, or authorized, by vote of the stockholders, such action shall be effective, and valid, if taken, or authorized, by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(f) The Board of Directors shall have power, subject to any limitations, or restrictions, herein set forth, or imposed by law, to classify, or reclassify, any unissued shares of stock, whether now, or hereafter, authorized, by fixing, or altering, in any one, or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(g) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class, to holders of stock of another class, or classes; and shall have the authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law, or by these articles, to purchase, lease, or otherwise acquire, the business, assets, or franchises, in whole, or in part, of other corporations, or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 2nd day of July, 1968.

Witness:

Barbara Sue Turner

Ernest S. Cookerly (SEAL)
Ernest S. Cookerly

Barbara Sue Turner

Phoebe P. Anthony (SEAL)
Phoebe P. Anthony

Barbara Sue Turner

Patricia B. Spencer (SEAL)
Patricia B. Spencer

STATE OF MARYLAND, COUNTY OF KENT, to wit:

I HEREBY CERTIFY, that on this 2nd day of July, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Kent, aforesaid, personally appeared ERNEST S. COOKERLY, PHOEBE P. ANTHONY and PATRICIA B. SPENCER, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Barbara Sue Turner
Notary Public



My commission expires:

July 1, 1969.

ARTICLES OF INCORPORATION
OF
PEARCE & LEONE LUMBER, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 3, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 4572

Recorded in Liber 7672 folio 385¹⁰, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 23.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Culp



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 3rd.
DAY OF Oct 1968 RE. 26597
AND BEING IN LIBER AWC-2
folio 124 RECORD BOOK
FOR QUEEN ANNE'S COUNTY.
Charles W. Culp CLERK

DP

LIBER

2 PAGE 133

RECEIVED FOR RECORD Oct. 3. 1968

KING FOODS, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, James R. Friel, Jr., whose Post Office address is Box 10, Queenstown, Maryland, Joseph F. Anthony, whose Post Office address is Queenstown, Maryland, and Dorothy M. Zeller, whose Post Office address is Queenstown, 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 name of the corporation (hereinafter called the Corporation) is KING FOODS, INC.

THIRD: The purposes for which the Corporation is formed are as follows:
To manufacture, buy, sell, exchange, pledge, and trade in all manner and kinds of personal property, at wholesale or retail, for cash or credit, or under conditional contracts, chattel mortgages or any secured transaction under Sub-title 9 of Article 95B of the Annotated Code of Maryland (1957 Edition) known as and entitled "Uniform Commercial Code" and any amendments thereto.
To buy, exchange, hold, manage, rent, lease, sublease, encumber, assign, build upon, improve, sell or otherwise dispose of improved or unimproved real estate, leaseholds, machinery, fixtures, or contracts relating thereto, in this state or elsewhere, for cash or credit, and to finance the purchase or sale thereof by mortgage, vendor's lien, or in any other appropriate manner.
To buy, hold, sell, guarantee, discount, pledge all manner of commercial paper, accounts, choses in action, bills of lading, and warehouse receipts.

To pay any obligation of this Corporation in cash, stock, promissory notes or other negotiable instruments, or in real or personal property. And to do all any every act or thing necessary or suitable for the accomplishment of any or all of the objects and purposes above enumerated, either alone or associated with other persons, firms, corporations or associations.

To loan to any person, firm, corporation, or association any monies or other valuable things and to take as collateral security for the repayment of such loan mortgages on real or personal property, stocks, bonds, or other

security, bills of lading and warehouse receipts, as the directors of this Corporation may see fit. To borrow from time to time such monies as in the opinion of the directors are necessary for the proper conduct of the corporation's business and to pledge or mortgage the Corporation's real or personal property as security therefor.

To act as agent, broker, commission merchant, for any person, firm, corporation or association, and to carry on any other business, whether manufacturing, wholesaling, or retailing, which may seem to the Corporation to be calculated directly or indirectly to effectuate all or any of the objects recited herein or to enhance the value of its property and rights.

To acquire by purchase, lease, or otherwise, the property, business, rights, good will, franchises, contracts and assets of every kind of any person, firm, or corporation carrying on any business which this Corporation may deem necessary in carrying on its own business.

To do any or all of the above-mentioned things without limit as to amount, either as principal or agent, or broker, and to do any act or thing calculated to further the business of this Corporation.

No contract, act, or transaction of the corporation with any person, persons, firm, corporation or association shall be affected or invalidated by the fact that any director or directors of the Corporation is or are parties to or interested in such contract, act, or transaction or in any way connected with such person or persons, firm, corporation or association, and each and every person who may become a director of this Corporation is hereby relieved from any liability that might otherwise ensue from thus contracting with any such person, persons, firm, corporation or association.

Before any shares of stock in this Corporation shall be transferred, whether by sale, gift or otherwise, it shall be required that the owner of such stock shall extend to the Corporation, or to the stockholders, an option for a period of Sixty(60) days, dating from the day upon which the said Corporation receives notice in writing of his desire to sell his stock. Whenever such sale is made to the Corporation, or to other stockholders, it shall be at a price determined by the book value of the stock as of ^{the date of} the sale, or by such other means

as may be determined by the by-laws,

And, provided a copy of this restriction is endorsed upon the Certificate of Shares in this Corporation in accordance with the provisions of Sub-title 8, section 8-204 of Article 95 B of the Annotated Code of Maryland(1957 Edition) known as and entitled "Uniform Commercial Code" and any amendments thereto, the owner or owners of stock in this Corporation hereby binds his, her, or their heirs, administrators, executors, personal representatives and assigns, to extend to the Corporation, or to other stockholders, an option for a period of sixty (60) days, dating from the day upon which the said Corporation receives notice in writing of the desire of such heirs, administrators, executors, personal representatives and assigns, of his, her, or their intention to sell stock of a living or deceased stockholder. No stock shall be transferable on the books of the Corporation until this condition has been complied with.

By accepting stock in this Corporation, each stockholder agrees that he will not permit his stock to be attached as provided for in Sub-title 8, section 8-317 of Article 95 B of the Annotated Code of Maryland(1957 Edition) known as and entitled "Uniform Commercial Code" any any amendments thereto, and where a stockholder permits such attachment he shall be liable in damages as for a breach of contract to this Corporation or to any other stockholder who may be injured by such attachment.

FOURTH: The post office address of the principal office of the Corporation in this state is Queenstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is James R. Friel, Jr. Box 10, Queenstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of the par value of one hundred dollars (\$100) a share, all of one class, and having an aggregate par value of one hundred thousand dollars (\$100,000).

SIXTH: The number of directors of the Corporation shall be three(3), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three, and the names of the directors who shall act

until the first annual meeting or until their successors are duly chosen and qualify are James R. Friel, Jr., Joseph F. Anthony and Dorothy M. Zeller.

SEVENTH: The Board of directors of the Corporation is hereby empowered to authorize issuance from time to time of shares of stock, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject, however, to such limitations and restrictions as may be set forth in the by-laws of the Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 17th day of July, 1968.

WITNESS:

Beth Thomas

Beth Thomas

Beth Thomas

JAMES R. FRIEL, JR.

JOSEPH F. ANTHONY

DOROTHY M. ZELLER

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, to wit:

I HEREBY CERTIFY, That on this 17th day of July, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared James R. Friel, Jr., Joseph F. Anthony and Dorothy M. Zeller, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Beth Thomas
NOTARY PUBLIC

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USER

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LIBER 2 PAGE 138
ARTICLES OF INCORPORATION
OF
KING FOODS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 22, 1968 at 10:55 o'clock A. M. as in conformity
with law and ordered recorded.

A 4842

Recorded in Liber 1-675 , folio 364 , one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

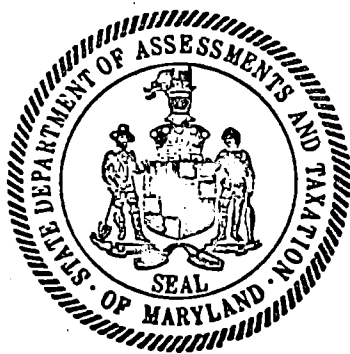
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Belfrage



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.

HEREBY CERTIFY THAT
THIS Charter
RECEIVED & RECORDED HIS 2d
DAY OF Oct 1968 IN 26597
AND RECORDED IN LIBER CWC-2
fol. 134 Charter RECORD BOOK
FOR QUEEN ANNE'S COUNTY
Charles W. Belfrage CLERK

RECEIVED FOR RECORD - NOV. 15, 1968

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
QUEENSTOWN BANK OF MARYLAND

THIS IS TO CERTIFY that, at a duly called meeting of the Board of Directors of Queenstown Bank of Maryland, Queenstown, Maryland, held on the 16th day of October, 1968, at which a quorum was present, a motion was duly made, seconded and unanimously carried that:

- (a) The common stock of the Bank of an aggregate par value of \$70,000, divided into 7,000 shares of par value of \$10 each, be increased by the payment of a 50% stock dividend, so that the common stock of the Bank, after giving effect to this change, shall have an aggregate par value of \$105,000 divided into 10,500 shares of the par value of \$10 each; and that the stockholders of the Bank of record as of November 12, 1968, be entitled to participate in such stock dividend in proportion to their respective holdings of common stock of the Bank on that date;
- (b) The common stock of the Bank of an aggregate par value of \$105,000, divided into 10,500 shares of the par value of \$10 each, be further increased to an aggregate par value of \$150,000, divided into 15,000 shares of the par value of \$10 each, such additional 4,500 shares to be offered for subscription at \$30.00 per share to the holders of common stock of the Bank pro rata on the basis of nine new shares for each fourteen old shares held of record at the close of business on November 12, 1968, before giving effect to the stock dividend provided in (a) above;

That pursuant to a notice of a Special Meeting of the Stockholders sent to all of the stockholders of the Corporation in pursuance of the aforementioned action of the Board of Directors, and setting forth the object of the meeting, as well as the time and place thereof, and giving the period of notice required by law in the premises, a meeting of the stockholders of Queenstown Bank of Maryland, Queenstown, Maryland, was duly held on the 12th day of November, 1968, at which the holders of more than two-thirds of the stock of the corporation outstanding and entitled to vote were present or were represented by proxy, that at said meeting the aforementioned recommendation of the Board of Directors was duly read to the stockholders, and by them considered; that thereupon, upon motion duly made, seconded and unanimously carried, it was resolved that the Section IV of the Articles of Incorporation, relating to the capital stock of Queenstown Bank of Maryland, Queenstown, Maryland, as amended January 5, 1961, as follows:

"The total amount of capital of said Bank is Seventy Thousand Dollars (\$70,000) consisting of:

- (a) Until April 1, 1961, thirty thousand dollars (\$30,000) of preferred stock divided into two thousand (2,000) shares of the par value of fifteen dollars (\$15.00) a share. In accordance with the provisions of Articles of Amendment dated January 26, 1954, the entire issue of preferred stock has been called for redemption on April 1, 1961, and as required by the above mentioned Articles of Amendment, thirty thousand dollars (\$30,000) of common stock divided into

LIBER

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*Original submitted to
Queenstown Bank - 12/4/68*

three thousand shares (3,000) of the par value of ten dollars (\$10.00) a share will be issued as a stock dividend to common stockholders of the Bank of record on January 5, 1961; and in addition,

- (b) Forty thousand dollars (\$40,000) of common stock consisting of four thousand (4,000) shares of the par value of ten dollars (\$10.00) each."

be the same and is hereby changed to read as follows:

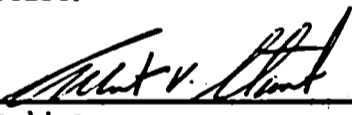
"The total amount of capital of said Bank is One Hundred Fifty Thousand Dollars (\$150,000) divided into Fifteen Thousand (15,000) shares of the par value of Ten Dollars (\$10.00) each."

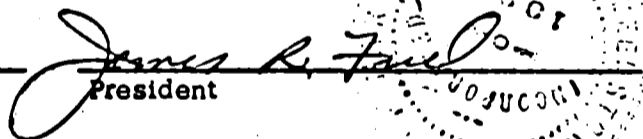
Of the 8,000 additional shares authorized by this amendment, 3,500 shall be paid to stockholders of the bank of record as of November 12, 1968, as a 50% stock dividend. The remaining 4,500 shares of the additional stock authorized by said amendment shall be offered for subscription at \$30.00 per share to the holders of common stock of the Bank pro rata on the basis of nine new shares for each fourteen shares held at the close of business on November 12, 1968, and any stock not purchased by stockholders pursuant to such offer shall be sold by the Directors at not less than \$30.00 (Thirty Dollars) per share.

That at said meeting of the stockholders of Queenstown Bank of Maryland, it was further resolved that Articles of Amendment be executed by the proper officers of the Corporation, as is hereby done, setting forth the said amendment to the Articles of Incorporation, and that such further action be taken in the premises by the proper officers of the Corporation, as may be requisite to render the said amendment effectual.

IN WITNESS WHEREOF, the President and Cashier of Queenstown Bank of Maryland have hereunto affixed their signatures this 12th day of November, 1968, and certify that the foregoing resolutions were passed as above set forth, and the said President and Cashier have further acknowledged these Articles of Amendment for and on behalf of the said Corporation.

ATTEST:


Cashier


President



STATE OF MARYLAND)
) TO WIT:
COUNTY OF QUEEN ANNE'S)

I HEREBY CERTIFY that on this 12th day of November, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared James R. Friel, President of Queenstown Bank of Maryland, Queenstown, Maryland, and Albert V. Stant, Cashier of the said Bank and on behalf of Queenstown Bank of Maryland, each acknowledged the foregoing Articles of Amendment as the act and deed of said corporation.

WITNESS MY HAND AND NOTARIAL SEAL.



James W. Friel
Notary Public

My Commission Expires July 1, 1969

CERTIFICATE OF APPROVAL OF BANK COMMISSIONER

I DO HEREBY approve the foregoing Articles of Amendment to the Articles of Incorporation of Queenstown Bank of Maryland, Queenstown, Maryland.

AS WITNESS my hand this 12th day of November, 1968.



William D. Graham
Bank Commissioner of the State of Maryland

RECEIVED FOR RECORD Jan. 13, 1969

ARTICLES OF INCORPORATION
OF
STEVENS VILLAGE UTILITY COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Earl Brannock, whose post office address is 1310 Glasgow Street, Cambridge, Dorchester County, Maryland, 21613, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

STEVENS VILLAGE UTILITY COMPANY, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, operate and manage water systems and sewerage systems for the purpose of supplying water and disposal of sewage to persons, firms or corporations owning property at Stevens Village and/or Ritchey Industrial Park, or additions thereto, located in the Fourth Election District of Queen Anne's County, State of Maryland;

2. To acquire, manage, hold, construct, reconstruct, extend, repair, improve, maintain, operate, own and lease, either as lessor or lessee, water systems and sewerage systems and their affiliated plants, systems, facilities or properties used or useful or having the present capacity for future use;

(a) In connection with the supply or distribution of water, and any integral part thereof, including water supply systems, water distribution systems, reservoirs, dams, wells, intakes, mains, laterals, pumping stations, standpipes, filtration plants, purification plants, hydrants, meters, valves and equipment, appurtenances;

(b) In connection with the collection, carrying away, treating, neutralizing, stabilizing or disposal of sewage, industrial wastes or other wastes, and any integral part thereof, including sewage treatment plants, disposal fields, lagoons, pumping stations, drainage ditches, surface water intercepting ditches, outfall sewers, trunk sewers, intercepting sewers, lateral sewers, force mains, pipes, pipe lines, conduits, equipment, appurtenances;

(c) And all properties, real, personal or mixed, and rights, easements and franchises relating thereto and deemed necessary or convenient by the Corporation for the operation thereof;

3. To collect rates, fees and charges for the use of and for the services furnished by the systems of the Corporation subject to the approval of the Public Service Commission of Maryland and the laws of Maryland pertaining to corporations engaged in supplying water and disposal of sewerage;

4. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the

business of the Corporation;

5. To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of any real estate, works, building, machinery, equipment and facilities and any other property or appliances which may appertain to or be used in the conduct of any of the business of the Corporation;

6. To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation;

7. To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade-names, rights, processes, formula, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same;

8. To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes;

9. To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and in any part of the world, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such purposes.

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from the terms of any other clause of this or any other Article in this Charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers; and generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to, or conferred upon, corporations of this character, by the Laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted or conferred by the Laws of this State now or hereafter in force.

The Corporation shall have power to conduct its business in other States of the United States and may have one or more offices out of the state, and to hold, purchase, mortgage, own and convey, real and personal property out of this State.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located at Ritchey Industrial Park, Stevensville, Queen Anne's County, Maryland, 21666, and the resident agent of the Corporation is Earl Brannock, whose post office address is c/o Ritchey Industrial Park, ██████████, Stevensville, Queen Anne's County, Maryland, 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a minimum of four directors and such larger number as the By-Laws may, from time to time, provide and from the effective date hereof the following shall act as such until the next annual meeting of stockholders of the Corporation or until their successors are duly elected and qualified, to wit:

(a) Earl Brannock, whose post office address is 1310 Glasgow Street, Cambridge, Maryland, 21613;

(b) Joseph F. Ritchey, whose post office address is 1323 Marshall Avenue, Pittsburgh, Pennsylvania, 15212;

(c) Norman Rose, whose post office address is 2062 Beechwood Boulevard, Pittsburgh, Pennsylvania, 15217;

(d) Clarence Hall, whose post office address is 2800 Robinson Boulevard, Pittsburgh, Pennsylvania, 15235;

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Two Thousand (2000) shares of common stock of no par value, divided into (i) One Thousand (1000) shares of Class A Common Stock, and (ii) One Thousand (1000) shares of Class B Common Stock. The following is a description of each class of stock of the Corporation, with the preferences and other rights, voting powers, restrictions and qualification of each class.

(a) Class A Common Stock: Each share of Class A Common Stock of the Corporation shall be entitled to one vote on all matters submitted to the vote of stockholders.

(b) Class B. Common Stock: The holders of shares of Class B Common Stock shall have no right to vote, and shall not be entitled to notice of any meeting of stockholders of the Corporation, or be entitled to participate in any stockholders meeting, except as where required by law.

(c) Except as herein specifically provided as to voting rights and other privileges relating thereto, all shares of common stock of the Corporation shall be treated as though they were of a single class, share for share, in all other respects thereunto appertaining. The holders of the Common Stock of the Corporation shall be entitled to receive such dividends, if any, as may be declared from time to time by the Board of Directors. The holders of the Common Stock shall have all other rights which are conferred upon the holders of capital stock under the provisions of the charter of the Corporation and the Laws of the State of Maryland.

(d) No holder of any class of the capital stock of the Corporation shall have any pre-emptive or preferential right

of subscription to any thereof other than such, if any, as the Board of Directors of the Corporation in its discretion from time to time may determine, and at such price as the Board of Directors from time to time may fix, pursuant to the authority hereby conferred by the Charter of the Corporation; and the Board of Directors may issue stock of the Corporation, or obligations convertible into stock, without offering such issue of stock or such obligations, either in whole or in part, to the stockholders of the Corporation.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(b) The Directors shall have power to hold their meetings either within or without the State of Maryland; and the Corporation may have one or more offices in addition to the principal office in Maryland, and keep its books (subject to the provisions of applicable statutes) outside of the State of Maryland at such places as may be from time to time designated by the Board of Directors.

(c) The Board of Directors of the Corporation shall have power from time to time and in its sole discretion to determine in accordance with sound accounting practice, what constitutes annual or other net profits, earnings, surplus, or net assets in excess of capital; to fix and vary from time to time the amount to be reserved as working capital, or determine that retained earnings or surplus shall remain in the hands of the Corporation; to set apart out of any funds of the Corporation such reserve or reserves in such amount or amounts and for such proper purpose or purposes as it shall determine and to abolish any such reserve or any part thereof; to distribute and pay distributions or dividends in stock, cash or other securities or property, out of surplus or any other funds or amounts legally available therefor, at such times and to the stockholders of record on such dates as it may from time to time, determine; and to determine whether and to what extent and at what times and places and under what conditions and regulations the books, accounts and documents of the Corporation, or any of them shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-Laws, and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(d) Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation; and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at the

meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other Corporation or association or not so interested or a member of a firm so interested.

(e) Any contract, transaction or act of the Corporation or of the Board of Directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at the special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

(f) Unless the By-Laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-Laws or by authority of the Board of Directors.

(g) Each person who is serving or has served as a director or officer of the Corporation or, at its request, as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, and the heirs and personal representatives of any such person, shall be indemnified by the Corporation against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil, criminal or administrative, in which he is made a party by reason of being or having been a director or officer of the Corporation, or of such other corporation, except in relation to matters as to which such person is adjudged in such action, suit or proceedings to be liable for negligence or misconduct in the performance of duty to the Corporation. In the case of a settlement or other termination before adjudication of any such action, suit or proceeding, such indemnification shall be granted, and "expenses actually and reasonably incurred" shall include payments made in such settlement only (a) upon receipt by the Corporation of a written opinion of independent legal counsel selected by the Corporation (who may be regular legal counsel for the Corporation) to the effect that, in the opinion of such legal counsel, all claims in such action, suit or proceeding that such person was liable for negligence or misconduct in the performance of duty to the Corporation were without substantial merit; and (b) in an amount not exceeding that which, in the opinion of such legal counsel expressed in writing to the Corporation, could reasonably be foreseen as the total amount of expenses which actually and reasonably would have been incurred by such person in defending such action, suit or proceeding to final adjudication thereon. The requirements of the proceeding sentence for receipt by the Corporation of opinions of independent legal counsel may be satisfied by an adjudication of any competent court to like effect. The indemnification provided in this paragraph shall not be deemed exclusive of any other rights to which any such person may be entitled, under any agreement, vote of stockholders or otherwise.

(h) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms or contract rights, as expressly set forth in its charter, of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes such terms or contract rights of any of its outstanding stock shall be valid unless such amendment shall have been authorized by holders of a majority of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting, or by such other vote, if any, as shall be specifically

required by a provision of the Charter.

The enumeration and definition of particular powers of the Board of Directors included in the foregoing each shall be construed as independent, and shall be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

EIGHTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 22 day of November, 1968.

WITNESS:

Paul H. Downes J.

Earl Brannock (SEAL)
Earl Brannock
Incorporator

STATE OF MARYLAND

COUNTY FOR OF QUEEN ANNE'S

to wit:

I HEREBY CERTIFY, that on this 22 day of November, 1968, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Earl Brannock, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Paul H. Downes J.
NOTARY PUBLIC

My Commission Expires: 7-1-1965

LIBER 2 PAGE 148
ARTICLES OF INCORPORATION

OF
STEVENS VILLAGE UTILITY COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 5, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 7096

Recorded in Liber 7698-490, folio 7, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

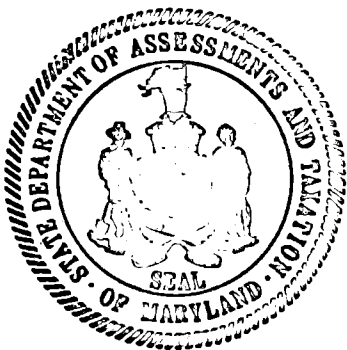
Bonus tax paid \$ 29.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all encumbrances thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Craft



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 19th
DAY OF Feb 1969 AT 8:30 A.
M. AND RECORDED IN
LIBER 7698-490 FOLIO 7
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Craft CLERK.

RECEIVED FOR RECORD Jan. 13, 1967

ARTICLES OF INCORPORATION

OF

J. D. EDWARDS, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, James D. Edwards, whose post office address is Centreville, Queen Anne's County, Maryland, 21617, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

J. D. EDWARDS, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, conduct, operate, maintain, manage and carry on a general retail store including the sale and dispensation of drugs, medicines, pharmaceutical supplies, sanitary supplies, and other stock in trade and merchandise customarily found in and about a premises operated as a drug store or pharmacy; to engage in similar functions or ancillary businesses as may be calculated to promote the general and special objectives of the Corporation; to make contracts, incur liabilities and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage, deeds of trust, security agreements or financing statements encumbering all or any part of its property, franchises and income; and to transact its business, carry on its operations and exercise the powers granted by this article in any state, territory, district or possession of the United States, and in any foreign country.

2. To deal in real estate and to buy and sell real estate, and otherwise deal in the same, including the management and development thereof, in the name of the Corporation.

3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the Corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the Corporation.

4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the Corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the Corporation, or of enhancing its value.

5. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the Corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this Corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the Corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the Corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the Corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this Corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the Corporation, it is hereby expressly declared and provided that the Corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the Corporation,

mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things with all of the powers set forth by the Public General Laws of Maryland, to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located at Centreville, Queen Anne's County, Maryland; and the resident agent of the Corporation is James D. Edwards, whose post office address is Centreville, Maryland, 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have at least three directors, and James D. Edwards, whose post office address is Centreville, Maryland, and Mary Ann Edwards, whose post office address is Centreville, Maryland and Vachel A. Downes, Jr., whose post office address is Centreville, Maryland, shall act as such until the first annual meeting of the Corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred (100) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

1. The board of directors of the Corporation are hereby empowered to authorize the issuance of shares of the stock of the Corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the

corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The Corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the Corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the Corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor of personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the Corporation, without having first been offered, in writing, for sale to the Corporation for a period of thirty (30) days at its then market value; and failure of the Corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the Corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Each person who is serving or has served as a director or officer of the Corporation or, at its request, as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, and the heirs and personal representatives of any such person, shall be indemnified by the Corporation against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil, criminal or administrative, in which he is made a party by reason of being having been a director or officer of the Corporation, or of such other corporation, except in relation to matters as to which such person is adjudged in such action, suit or proceedings to be liable for negligence or misconduct in the performance of duty to the Corporation. In the case of a settlement or other termination before adjudication of any such action, suit or proceeding, such indemnification shall be granted, and "expenses actually and reasonably incurred" shall include payments made in such settlement, only (a) upon receipt by the Corporation of a written opinion of independent legal counsel selected by the Corporation (who may be regular legal counsel for the Corporation) to the effect that, in the opinion of such legal counsel, all claims in such action, suit or proceeding that such person was liable for negligence or misconduct in the performance of duty to the Corporation were without substantial merit; and (b) in an amount not exceeding that which, in the opinion of such legal counsel expressed in writing to the Corporation, could reasonably be foreseen as the total amount of expenses which actually and reasonably would have been incurred by such person in defending such action, suit or proceeding to final adjudication thereon. The requirements of the preceding sentence for receipt by the Corporation of opinions of independent legal counsel may be satisfied by an adjudication of any competent court to like effect. The indemnification provided in this paragraph shall not be deemed exclusive of any other rights to which any such person may be entitled, under any agreement, vote of stockholders or otherwise.

9. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 19 day of November, 1968.

WITNESS:

Wesley C. Rowner Jr. James D. Edwards (SEAL)
James D. Edwards

STATE OF MARYLAND

to wit:

~~CITY OR COUNTY OF~~ Queen Anne's

I HEREBY CERTIFY, that on this 19 day of November, 1968, before me, the subscriber, a Notary Public of the State, City or County aforesaid, personally appeared James D. Edwards, and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNES my hand and Notarial Seal.

Wesley C. Rowner Jr.
NOTARY PUBLIC

LIBER

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- 5 -

LIBER 2 PAGE 154
ARTICLES OF INCORPORATION
OF
J. D. EDWARDS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 22, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6887

Recorded in Liber 7696 folio 447 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 15th
DAY OF Nov 19 68 AT 8:30 M.
RE 2:17 AND RECORDED IN
LIBER 7696 folio 447 Charter
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl
CLERK.

RECEIVED *JAN. 17, 1969*

September 27, 1968

State Department of Assessments and Taxation
State Office Building
301 W. Preston Street
Baltimore, Maryland 21201

RE: The Queen Anne's Publishing Company

Gentlemen:

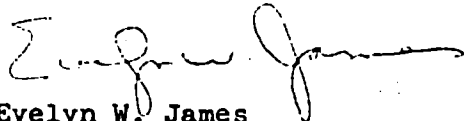
At a meeting of the Board of Directors held on the 10th day of May, 1968, a resolution was unanimously passed changing the resident agent of the Corporation from William H. Adkins, Esq., National Bank Building, Easton, Maryland to:

Richard K. White. Jr., Esq.
1000 Maryland Trust Building
Baltimore, Maryland 21202

Mr. White is over 21 years of age, a citizen of the United States and a resident of Baltimore County, Maryland.

Thank you for your co-operation.

Sincerely yours,



Evelyn W. James
President of The Queen Anne's
Publishing Company

Sep 30 9 06 AM '68

Oct. 8, 1968 at 9.11 A.M.

LIBR 2 PAGE 153

LIBER

2 PAGE 156

NOTICE OF CHANGE OF RESIDENT AGENT

OF

THE QUEEN ANNE'S PUBLISHING COMPANY

received for record October 8, 1968

at 9:21 A. M.

and recorded in Liber F No. 688

Folio No. 481 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the Clerk of the Circuit Court of Queen Anne's County.

AA N^o 5607

SPECIAL FEE PAID	\$3.00
Recording Fee Paid	2.00
	<u>55.00</u>

Mr. Clerk - please mail to Mrs. Evelyn W. James
 President of The Queen Anne's
 Publishing Company
 Railroad Avenue
 Centreville, Md.

500 P.

STATE OF MARYLAND,
 QUEEN ANNE'S COUNTY, CO. CL.
 I HEREBY CERTIFY THAT
 THIS *Notice of Change of Resident Agent*
 RECEIVED FOR RECORD THIS *14th*
 DAY OF *Jan* 1969 AT
RE 17 9/29 AND RECORDED IN
 LIBER *688* FOLIO *481*
 RECORD BOOK FOR QUEEN ANNE'S
 COUNTY
Charles W. Carl CLERK

RECEIVED FOR RECORD JAN. 12. 1969.

ARTICLES OF INCORPORATION

OF

RAY-KING TIMBER, INC.

FIRST: We, the undersigned, Edwin B. Fockler, III, whose post office address is R. D. 1, Perryville, Maryland, Rose A. Simpson, whose post office address is R. D. 5, Elkton, Maryland, and Sandra J. Rhudy, whose post office address is R. D. 1, Elkton, Maryland, all being at least 21 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 name of the corporation shall be: RAY-KING TIMBER, INC.

THIRD: The purposes for which this corporation is formed are:

1. To manufacture, buy, sell, cut, and deal in, either for itself or as agent for others, timber, lumber, millwork, furniture, building materials, and other products of any kind or any nature; to make and purchase materials for the construction of buildings, to own, manage, operate, lease, and sell buildings, to own, lease, and sell tracts of timber and to conduct and carry on the business of logging, or any other work or business, in connection with logging and timber operations, and wood manufacture of any kind and nature whatsoever, and to acquire, own, use, convey, and otherwise dispose of and deal in real and personal property or any interest therein.

FOURTH: The post office address of the principal office of the corporation in this state is: Millington, Maryland; the name and post office address of the resident agent of the corporation in this State is Edwin B. Fockler, III, 103 Court House Plaza, Elkton, Maryland; and that said resident agent is a citizen of this State and actually resides herein.

FIFTH: The number of shares of stock which the corporation has authority to issue is 5,000 shares, without par value, all of one class.

LESTER

2 PAGE 157

SIXTH: The number of directors of this corporation shall be three (3), which number may be increased or decreased prior to the By-Laws of said corporation, but which 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: Edwin B. Fockler, III, President, Rose A. Simpson, Vice-President, and Sandra J. Rhudy, Secretary-Treasurer.

SEVENTH: The following provisions are hereby adopted for the purposes of defining and limiting and regulating the powers of the corporation and the directors and stockholders:

1. The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of any class, whether now or hereafter authorized, and of securities convertible into shares of stock of any class or classes, whether now or hereafter authorized.

2. That the pre-emptive right extends to all shares of common stock and is expressly granted to all stockholders, and shall encompass treasury shares.

3. The transferability of all shares of common stock now or subsequently issued shall be limited so as to authorize the corporation the first right of refusal under the terms and conditions set forth therein, which terms and conditions may be modified only by unanimous vote of all the holders of all shares of common stock.

4. The Board of Directors is hereby empowered to authorize the issuance of 1,000 full paid and non-assessable shares of common stock without par value for such consideration as the Board of Directors may deem advisable, regardless of the value or amount of such consideration, except that the same may not be less than \$2,000.00 in cash, subject to the limitations and restrictions, if any, as set forth in the corporate By-Laws.


EIGHTH: The duration of the corporation shall be perpetual.


IN WITNESS WHEREOF we have signed these Articles of Incorporation on the *3rd* day of October, 1968,

WITNESS:

 (SEAL)
Edwin B. Fockler, III


 (SEAL)
Rose A. Simpson


 (SEAL)
Sandra J. Rhudy



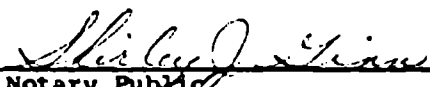
STATE OF MARYLAND, COUNTY OF CECIL, to wit:

I HEREBY CERTIFY, That on this *3rd* day of October, 1968, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared EDWIN B. FOCKLER, III, ROSE A. SIMPSON and SANDRA J. RHUDY and severally acknowledged the foregoing Articles of

Incorporation to be their act.

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




Notary Public

My Commission Expires: 7/1/69

ARTICLES OF INCORPORATION
OF
RAY-KING TIMBER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 7, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6135

Recorded in Liber 7688 folio 503 ⁴ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Coit



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, MD.
I HEREBY CERTIFY THAT
THIS Articles of Incorp. HAS
RECEIVED FOR RECORD THIS 16th
DAY OF Oct. 1968. AT 9:00 A.M.
RE AND RECORDED IN
LIBER 6662 folio 157 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coit CLERK.
\$ 3.75 Pd.

RECEIVED FOR RECORD Jan. 29, 1969

CERTIFICATE OF INCORPORATION OF
CENTREVILLE HOLDING CORP

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, H. Hartley Bayne, whose post office address is Sudlersville, Maryland; Wm. R. Maule, Jr., whose post office address is Millington, Maryland; and Wm. T. Ireland, whose post office address is Centreville, Maryland; all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is:

"CENTREVILLE HOLDING CORP"

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To foster and promote the interests, objects and purposes of Centreville Lodge #180, of Ancient, Free and Accepted Masons of Maryland.
2. To acquire by purchase or otherwise and to take, receive, hold, use, employ and improve, sell, mortgage, lease, dispose of, and otherwise deal in, any and all kinds of real estate wherever situated, either in or out of this state, and any and all personal property of every kind and description, and particularly to acquire by deed and hold title to a lot or parcel of ground referred to as Lots Nos. 7 and 8 of the Davidson or McCabe Lots as shown on the Plat in Judgment Record in Extenso W.D. #1, Folio 65, located at or near the Eastern limits of the Town of Centreville on the South side of Railroad Avenue.
3. To acquire by gift, subscription or otherwise, to hold, use and employ as investments or for any other purposes, and to sell, dispose of, or otherwise deal in, any bonds or other assets of indebtedness and any shares of capital stock created and issued by any corporation or corporations whatsoever.
4. To make contracts, incur liabilities, and borrow money for its corporate purposes; to make, accept, endorse, execute, and issue promissory notes, bills of exchange, bonds, debentures and other obligations for

the purpose of property or for any other corporate purposes whatsoever and to secure the same, or any indebtedness created or to be created, by mortgage, deed of trust, pledge or otherwise.

5. In general, to do and perform any and all other lawful business and acts, and to have and exercise all powers conferred by the General Laws of the State of Maryland upon non-stock corporations formed thereunder, and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of said powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Centreville, Maryland. The resident agent of the Corporation is Wm. R. Maule, Jr., whose post office address is Millington, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors and not more than fifteen (15) directors, and Gordon L. Shawn, William C. Phillips, Leon H. Stack, John E. Miller, Eldred Browne, William Ryan, William Kinnamon and Wilson Leager shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The Corporation shall have no capital stock.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on the 18th day of October, 1968.

Witness:

Lida W. Williams

H. Hartley Bayne (SEAL)
H. Hartley Bayne

Lida W. Williams

Wm. R. Maule, Jr. (SEAL)
Wm. R. Maule, Jr.

Lida W. Williams

William T. Ireland (SEAL)
Wm. T. Ireland

LSER 2

STATE OF MARYLAND, Kent COUNTY, to wit:

I HEREBY CERTIFY, that on this 18th day of October, 1968, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared H. HARTLEY BAYNE, WM. R. MAULE, JR. and WM. T. IRELAND, and severally acknowledged the foregoing Certificate of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Lida W. Williams
Notary Public

My commission expires:

July 1, 1969

NS

LIBER 2 PAGE 164
ARTICLES OF INCORPORATION
OF
CENTREVILLE HOLDING CORP

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 24, 1968 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 6495

Recorded in Liber 7692-4 folio 245, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

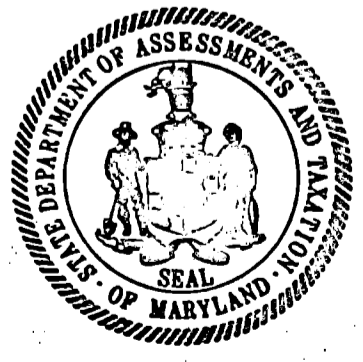
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Seal



CLERK OF MARYLAND,
QUEEN ANNES COUNTY, MD.
I HEREBY CERTIFY THAT
THIS 24 OCTOBER 1968
RECEIVED FOR RECORD \$20.00
\$15.00
RE 25:00 AND RECORDED IN
LIBER 7692-4 folio 245
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Seal CLERK 250 R

RECEIVED FOR RECORD Apr 16, 1969

ARTICLES OF INCORPORATION
OF
CHESAPEAKE PUBLICATIONS, LTD.

THIS IS TO CERTIFY:

FIRST: That the subscriber, John W. Sause, Jr., whose post office address is 116 Broadway, Centreville, Maryland 21617, being at least twenty-one years of age, does hereby under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations intend to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is: CHESAPEAKE PUBLICATIONS, LTD.

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

(a) The publishing and disseminating of information of a public character by newspapers, or any other media whatsoever, at such place or places as the Corporation may deem advisable, and the purchasing, owning and controlling of such rights, franchises and property as may be considered useful and convenient in the business of publishing and disseminating such information.

(b) To advise, instruct, assist, supervise, and render any and all services of any kind and description in the field of public relations, and to this end, design, prepare and publish brochures, formats, and all and any other types of literature and advertising, and publish the same by any means whatsoever, lay out plans for, and conduct or in any way participate in any campaign, drive, contest, or similar activity, and generally to do and perform any and all things in any way connected with the field of public relations or in any way related or appertaining thereto.

(c) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(d) To purchase, lease or otherwise acquire, hold, develop, improve mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the

LIBRE 2 - Folio 165

Original delivered to John W. Sause, Jr.
Jan. 19, 1970

indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulac, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant, licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any other such corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is: 116 Broadway, Centreville, Maryland 21617. The resident agent of the Corporation is John W. Sause, Jr., whose post office address is 116 Broadway, Centreville, Maryland 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Fifteen Hundred (1,500) shares of the par value of Five Dollars (\$5.00) per share. The aggregate par value of such shares is Seven Thousand Five Hundred Dollars (\$7,500.00). Such stock is all of the same class and is designated common stock. Each share of common stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken or authorized by the Corporation. No holder of stock shall have any preferential or other right of subscription to any shares of stock or securities convertible into such shares, whether now or hereafter authorized; and any such shares or securities may be offered or issued to any stockholder to the exclusion of any other stockholder.

SIXTH: This Article is adopted for the purpose of restricting the transferability of shares of common stock and the voting powers of the common stockholders:

(a) The options to purchase and the procedures set forth in this Article shall be applicable to any common stock at any time when the holder of such stock (1) desires to dispose of such stock by sale, gift or other transfer, (2) files a voluntary or involuntary petition in bankruptcy, becomes insolvent, makes an assignment for the benefit of creditors, or enters into any composition agreement with creditors, or (3) if the holder was an officer, director or employee of the Corporation at the time he acquired such stock, ceases to be an officer, director or employee of the Corporation.

(b) Notwithstanding any provision of Paragraph (a), this Article does not apply (1) to any transfer of any share of common stock to a person related to the transferor by blood or marriage, including a transfer upon the death of a stockholder to

persons who are heirs-at-law or next of kin of the deceased stockholder and to whom transfer is made pursuant to a will or the intestate laws, (2) to any transfer to a person who at the time of such transfer is already a stockholder of the Corporation, (3) to the pledge of any stock as security for a debt or obligation, but in the event that such pledge is foreclosed, the provisions of this Article shall be applicable, and no transfer shall be made except as provided in Paragraph (e), or (4) to any specific transfer exempted from the provisions of this Article by unanimous vote of the stockholders present at a meeting at which a quorum is present in person or by proxy, if notice has been given prior to the meeting that such exemption will be considered.

(c) Upon the happening of any of the events referred to in Paragraph (a), or upon any foreclosure referred to in Paragraph (b)(3), the stockholder whose shares are thus made subject to the options and procedures of this Article (hereafter called "offeror") shall give written notice to the registered agent of the Corporation by registered or certified mail, return receipt requested, of the existence of one or more of such events. Within sixty (60) days after the date of delivery appearing on the return receipt for such notice, the Corporation may acquire the shares of the offeror for such amount per share as may be determined by a certified public accountant in accordance with Paragraph (e). The certified public accountant shall be selected by the Board of Directors. If the Corporation declines or is unable to purchase all or any portion of the offeror's shares, it shall within the period hereinbefore mentioned notify the offeror and each other stockholder of such fact; and such notice shall automatically extend the period for exercise of the options herein contained to ninety (90) days following the date of delivery shown on the return receipt referred to in the first sentence of this paragraph. During the ninety (90) day period, any other stockholder may purchase any of the offeror's shares not to be acquired by the Corporation for the same price per share as that established for purchase by the Corporation; and in the event that two or more stockholders desire to purchase such shares, each shall be entitled to purchase shares in the same proportion as the number of shares owned by him bears to the number of shares owned by all stockholders who desire to make such purchase. Unless all shares of the offeror are purchased by the Corporation and/or the other stockholders within the time permitted by this Paragraph, the offeror's stock may be transferred in any manner as if this Article were not present, provided that such transfer is made on the books of the Corporation within one hundred eighty (180) days of the date of the return receipt referred to in the first sentence of this Paragraph. Any stock not purchased by the Corporation or another stockholder and not transferred on the books of the Corporation within one hundred eighty (180) days as hereinbefore provided must be re-offered in accordance with this Paragraph prior to any subsequent transfer.

(d) This Article shall apply to all stock regardless of the manner in which it is acquired and regardless of whether it was acquired pursuant to a transaction

exempted by Paragraph (b) or pursuant to the failure or refusal of the Corporation or other stockholders to acquire it in accordance with the options contained in Paragraph (c). However, this Article does not apply to any stock while it is held by the Corporation.

(c) Prior to the issuance of any stock, the Board of Directors shall establish a formula by which the value of each share of stock may be determined for purposes of purchase as referred to in Paragraph (c). The formula shall be included in the By Laws of the Corporation and may be amended from time to time in the manner and by the vote provided for amendment of the By Laws. The By Laws may also establish such procedures as may be necessary or convenient to carry out the provisions of this Article and are not inconsistent herewith, and such procedures may be amended from time to time in the manner and by the vote provided for amendment of the By Laws.

(f) During the time referred to in Paragraph (c) and at any time when payment has been tendered by the Corporation or by other stockholders as therein provided, the shares subject to purchase shall have no right to vote or receive dividends.

(g) The stockholders present at any meeting may, by majority vote, refuse to recognize any proxy held by a person, firm or corporation who is not a registered stockholder of the Corporation.

SEVENTH: The Corporation shall have three Directors; and John W. Sause, Jr., Eugene P. Weber, and Dorothy M. Monroe shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

EIGHTH: The following provisions are adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including (but without limiting the generality of the foregoing) (1) changing the terms of any class of its stock by classification, reclassification or otherwise, (2) altering or abolishing the provisions of Article Sixth, (3) altering the contract rights, as set forth herein or in any amendment hereof, of any outstanding stock.

(b) Notwithstanding any provision of law to the contrary, a majority of the aggregate number of votes entitled to be cast shall be sufficient to take or authorize any action whatsoever, except as otherwise expressly provided in these Articles. However, no action may be taken at any meeting of stockholders by any less number of votes.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or

may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(d) The Board of Directors shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 4th day of January, 1969.

Witness:

Marilyn Rowe

John W. Sause, Jr.
John W. Sause, Jr.

Pursuant to Article 23, Section 127B, of the Annotated Code of Maryland, I hereby acknowledge the foregoing Articles of Incorporation to be my act.

John W. Sause, Jr.
John W. Sause, Jr.

ARTICLES OF INCORPORATION
OF
CHESAPEAKE PUBLICATIONS, LTD.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 13, 1969 at 11:45 o'clock A. M. as in conformity
with law and ordered recorded.

A 7894

Recorded in Liber 9707-552, folio 55, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00..... Recording fee paid \$ 12.00

277

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Bartow



LIBER - 2. PAGE - 171

RECEIVED FOR W. J. WARD *May 26, 1949*

TOMMY'S RADIO AND TV, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, THOMAS J. THOMPSON, Post Office address Queenstown, Maryland (21658), JIMMY D. WARD, Post Office address Queenstown, Maryland (21658), and MARGARET E. THOMPSON, Post Office address Queenstown, Maryland (21658), each being at least twenty-one (21) 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 name of the corporation is
"TOMMY'S RADIO AND TV, INC."

THIRD: The purposes for which the corporation is formed, and the objects to be carried on and promoted by it are as follows:

(a) To carry on the business of distributor of home appliances, radios, TV sets, furniture, electronic equipment, fixtures, accessories, and electrical or other supplies, and to further engage in the repair of all or any of said items.

(b) To purchase, acquire, hold, improve, develop and sub-develop, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every kind and nature, including stocks and securities of this corporation and other corporations, and to loan money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities, and the doing of such other business as shall be necessary, convenient or incident thereto.

(c) To engage in and carry on any other business which may be conducted in conjunction with any of the business of the corporation.

(d) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

(e) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has power to conduct, and to dispose of the same in whole or in part, in any manner.

(f) To purchase or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire, and re-issue shares of its own stock of any class, in any manner, now or hereafter authorized or permitted by law.

(g) To carry out all, or any part of, the aforesaid objects as principal, factor, agent, contractor, or otherwise, either alone, or through, or in conjunction with any person, firm, association or corporation, and in carrying on its business, and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts, and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which, at any time may appear.

(h) The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located is Queenstown, Maryland (21658). The Resident Agent of the corporation is Margaret E. Thompson, whose Post Office address is Queenstown, Maryland (21658). Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The corporation shall not have less than three (3)

nor more than seven (7) directors, and Thomas J. Thompson, Jimmy D. Ward and Margaret M. Thompson shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is five thousand (5,000) shares of common stock of the par value of One Dollar (\$1.00) each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

(a) The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time, of shares of its stock of any class, which now or hereafter may be authorized, for such consideration as the said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested, as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction, shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof, such director may be counted in determining the existence of a quorum at any meeting of the Board of the Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction.

(c) The Board of Directors of the Corporation is hereby empowered to authorize the purchase by the Corporation out of its surplus, at any such time or times, and in such amounts

as it shall deem advisable, and securities convertible into shares of its own stock, which is now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of re-sale, re-issue or retirement, as the said Board may determine.

(d) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued share of stock which may be now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

IN WITNESS WHEREOF, We have hereunto signed these Articles of Incorporation this 25th day of January, 1969.

Witness:

Rich H. Tipton

Thomas J. Thompson (SEAL)
Thomas J. Thompson

Rich H. Tipton

Jimmy D. Ward (SEAL)
Jimmy D. Ward

Rich H. Tipton

Margaret E. Thompson (SEAL)
Margaret E. Thompson

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, To wit:

I HEREBY CERTIFY that on this 25th day of January, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared THOMAS J. THOMPSON, JIMMY D. WARD and MARGARET E. THOMPSON, and they acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS My hand and Notarial Seal.

Rich H. Tipton
Notary Public.

LIBER 2 PAGE 176

ARTICLES OF INCORPORATION

OF

TOMMY'S RADIO AND TV, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 29, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 8179

Recorded in Liber 2710, folio 452⁵, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

302

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Neal



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOT.
I HEREBY CERTIFY THAT
THIS *Charter* HAS
RECEIVED FOR RECORD THIS *26*
DAY OF *May* 1969 AT M.
NO. *277* AND RECORDED IN
LIBER *2710* folio *452*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Neal CLERK.

2 NDB:smp
2/3/69

RECEIVED FOR RECORD May 26, 1969

ARTICLES OF INCORPORATION
OF
L E H M, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, JACQUES T. SCHLENGER, whose post office address is 1400 Mercantile Trust Building, Baltimore, Maryland 21202, being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, set forth and execute these articles with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the "CORPORATION") is:

L E H M, INC.

THIRD: The purposes for which the CORPORATION is formed are as follows:

(a) To engage in the construction and operation of public amusement devices and equipment of every kind, nature and description, including, but not limited to, Sky-Slides.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

(d) To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind of any corporation, co-

partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in any part the aforesaid businesses or any other businesses that the CORPORATION may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the CORPORATION, or otherwise.

(e) To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade-names, rights, processes, formulae and the like, which might be used for any of the purposes of the CORPORATION; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(f) To enter into and perform contracts of every sort and description with any person, firm, association, corporation, municipality, county, state, nation or other body politic, or with any colony, dependency or agency of any of the foregoing.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony, possession or dependency of the United States

of America or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this CORPORATION, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this CORPORATION.

(h) To enter into, and carry out, agreements in the form of options, rights of first refusal, buy and sell agreements, or otherwise, with all or some of the holders of its shares of capital stock, evidences of indebtedness, bonds or securities, or others, providing, in whole or in part, for the acquisition, purchase, redemption or disposal, or relating to the control, or restricting the transfer, of shares of its capital stock, evidences of indebtedness, bonds or securities, by this CORPORATION and/or by others, and this provision shall also authorize any such agreements to which the CORPORATION is not a party.

(i) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation, association or other venture, entity or enterprise in which the CORPORATION has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation, association or other venture, entity or enterprise.

(j) To loan or advance money, with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the CORPORATION; and to issue bonds, debentures, notes or other obligations of any nature (including bonds, debentures, notes and other obligations convertible into stock of the CORPORATION), and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the CORPORATION, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the CORPORATION for its corporate purposes.

(k) To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, or with others in a partnership or joint venture or other entity, whether as a limited or general partner, or otherwise, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(l) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, possessions and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts,

2 NDH:smp
2/3/69

colonies, possessions and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the CORPORATION is made in furtherance, and not in limitation, of the powers conferred upon the CORPORATION by the laws of the State of Maryland, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purposes, objects or businesses mentioned, or to limit or restrict any of the powers of the CORPORATION. The CORPORATION is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office in this State is Belle Point, Queenstown, Maryland 21658. The resident agent of the CORPORATION in this State is JACQUES T. SCHLENGER, whose postoffice address is 1400 Mercantile Trust Building, Baltimore, Maryland, 21202. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the CORPORATION has authority to issue is Ten Thousand (10,000) shares of the par value of One (\$1.00) Dollar each, all of which shares are of one class and are designated Common Stock. The aggregate par value of all shares having par value is Ten Thousand Dollars (\$10,000.00).

SIXTH: The CORPORATION shall have three (3) Directors (which number may be increased or decreased, but to not less than three (3), pursuant to the By-Laws of the CORPORATION), and

JACQUES T. SCHLENGER, FRANK M. HARDY, and CATHERINE EARL HARDY shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the CORPORATION and of the directors and stockholders:

(a) The Board of Directors of the CORPORATION is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the CORPORATION.

(b) No contract or other transaction between this CORPORATION and any other corporation and no act of this CORPORATION shall in any way be affected or invalidated by the fact that any of the directors of this CORPORATION are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this CORPORATION, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the entire Board of Directors; and any director of this CORPORATION who is also a director or officer of such other corporation or who is so interested may be counted in determining existence of a quorum at any meeting of the Board of Directors of this CORPORATION,

which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the CORPORATION; and to determine whether any, and, if any, what part, of the surplus of the CORPORATION or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the other provisions set forth in **these Articles**; and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any such surplus or net profits in purchasing or acquiring any of the shares of the stock of the CORPORATION, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The CORPORATION reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of and class of its stock by classification, re-classification or otherwise.

(e) Except as otherwise provided in this charter or the By-Laws of the CORPORATION, the Board of Directors shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes, and shall have authority to exercise, without a vote of stockholders, all powers of the CORPORATION, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business assets or franchises, in whole or in part, of

other corporations or unincorporated business entities.

(f) The Board of Directors shall have the power to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 5th, day of January, 1969.

TEST:

William H. Paul

J. T. Schlenker
Jacques T. Schlenker

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 5th day of January, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Baltimore City, personally appeared JACQUES T. SCHLENGER, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal.

Martha J. ...
Notary Public
My Commission Expires: *11/69*

ARTICLES OF INCORPORATION

OF

L E H M, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 6, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 8360

Recorded in Liber 7712 folio 338⁹, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

317

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOV.

I HEREBY CERTIFY THAT
THIS Charter HAS
RECORDED FOR RECORD THIS 26
DAY OF May 1969. AT 8:30 M.
RE 8:30 AND RECORDED IN
LIBER 7712 folio 338 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles W. Carl KKK

LIBER 2 PAGE 185



FILED FOR RECORD *May 26, 1969*

ARTICLES OF INCORPORATION
OF
ISLAND ENTERPRISES, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That the undersigned, Sharon Ann Russell, whose post office address is Stevensville, Maryland 21666, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is

ISLAND ENTERPRISES, INCORPORATED

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. The operation and maintenance of a store, retail outlet, tavern, inn, restaurant or laundry.
2. To buy, sell, dispose of, deal in, distribute and in general to carry on and operate laundry and dry cleaning establishments, stores and outlets for alcoholic beverages, general merchandise, food and food products, and dry goods generally without limitation as to classes of products or merchandise usually kept for sale or trade in connection with the general merchandising business, with full authority to acquire, hold, own, sell, mortgage, assign, transfer, invest, deal in or deal with such goods, wares, merchandise and property and to perform all acts and things necessary to acquire title to any such property or dispose of the same in the general conduct of the business of the corporation.
3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.
4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.
5. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to

exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Stevensville, Queen Anne's County, Maryland; and the resident agent of the corporation is Sharon Ann Russell, whose post office address is Stevensville, Maryland 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors, and Sharon Ann Russell, whose post office address is Stevensville, Maryland 21666, and Ellen T. Cole, whose post office address is Centreville, Maryland 21617, and Edwin Lane Cole, whose post office address is Centreville, Maryland, 21617, and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Hundred (100) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other

transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any

transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 31st day of January, 1969.

WITNESS:

Charles E. Smith Sharon Ann Russell (SEAL)
Sharon Ann Russell

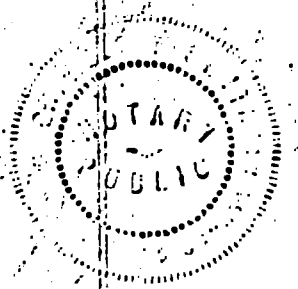
STATE OF MARYLAND

CITY OR COUNTY OF Queen Anne's

to wit

I HEREBY CERTIFY, that on this 31st day of January, 1969, before me, the subscriber, a Notary Public of the State, City, or County aforesaid, personally appeared Sharon Ann Russell and she did acknowledge the foregoing Articles of Incorporation to be her act.

AS WITNESS my hand and Notarial Seal.



Charles E. Smith
Notary Public

ARTICLES OF INCORPORATION
OF
ISLAND ENTERPRISES, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 3, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8257

Recorded in Liber 7711, folio 326⁶, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

308

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Carl



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charles WAS
RECEIVED FOR RECORD THIS 26
DAY OF Aug 1969 AT 8:30 M.
RE 9827 AND RECORDED IN
LIBER 7711 FOLIO 326⁶
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK

LIBER 2 PAGE 191

RECEIVED FOR RECORD Aug 13, 1969

THE ISLAND IDLERS CLUB OF KENT ISLAND, INC.

ARTICLES OF INCORPORATION

(Without authorized capital stock under
Sections 4 and 132 of Article 23)

FIRST: WE, THE UNDERSIGNED, WILLIAM C. KERBER, Box 169, Route 1, Chester, Maryland 21619, HORTON F. WEEKS, Kentmoor, Stevensville, Maryland 21666, HENRY F. SCHULTHEIS, Bay City, Stevensville, Maryland 21666, each being at least twenty-one (21) 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 name of the Corporation (which is hereinafter referred to as the Corporation) is THE ISLAND IDLERS CLUB OF KENT ISLAND, INC.

THIRD: The purposes for which the corporation is formed are as follows:

THE ISLAND IDLERS CLUB OF KENT ISLAND, INC. is a community organization formed by retired or semi-retired business and professional men of Kent Island and surrounding communities within a radius of fifty (50) miles, to foster good fellowship and to form new friendships through harmonious social gatherings, to provide food, shelter, clothing, etc. to needy families or individuals in the area and to promote the best interests of the community by undertaking efforts to stabilize and improve conditions in the area. These purposes will be achieved through discussion, education, research and other appropriate means.

For the general purpose aforesaid, and limited to the purpose, the Corporation shall have the following powers and purposes:

(a) The Corporation is organized and shall be operated exclusively for religious, charitable, scientific or educational purposes. In furtherance of such purposes it may promote, establish, conduct, and maintain on its own behalf or it may contribute to or

otherwise assist other corporations, organizations and institutions carrying on such activities or any thereof; and for such purposes it may solicit and receive funds and other property, real, personal and mixed, and interests therein, by gift, transfer, devise, or bequest and invest, reinvest, hold, manage, administer, expend, and apply such funds and property, subject to such conditions and limitations, if any, as may be expressed in any instrument evidencing such gift, transfer, devise or bequest.

(b) In the event of the liquidation or dissolution of the corporation, no member, director, officer or any other private individual shall be entitled to any distribution or division of its property or proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Court in the State of Maryland having jurisdiction of such matters, pursuant to the provisions of Article 16, Section 127, Annotated Code of Maryland, 1957, as the same may be from time to time altered or amended, exclusively for purposes within those set forth in this Article Third of these Articles of Incorporation and within the intendiment of Section 501 (c) (4) of the United States Internal Revenue Code of 1954 and the Regulations promulgated thereunder as the same now exist or as they may hereafter from time to time be altered or amended.

(c) The corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is recognized;

-- 3 --

(d) Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501 (c) (4) of the United States Internal Revenue Code of 1954, and the Regulations promulgated thereunder as the same now exist or as they may be hereafter from time to time amended or altered;

(e) The corporation shall not operate or take any steps whatsoever which will serve to facilitate the transaction of specific business by its members or promote the private interest of any member, or engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit;

(f) The corporation is not organized for profit and no part of the income or principal of the corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual, but reimbursement for expenditures related to the activities of the corporation or the payment of reasonable compensation for services rendered shall not be deemed a distribution of income or principal;

(g) The corporation shall not carry on propaganda activities, or otherwise attempt to influence legislation, nor shall it participate in, or intervene in, any political campaign on behalf of any candidate for public office.

FOURTH: The post office address of the principal office of the corporation in this State is Kentmoor, Stevensville, Maryland, 21666. The name and post office address of the resident agent of the corporation is Horton F. Weeks, Kentmoor, Stevensville, Maryland, 21666. Said resident agent is an individual residing in this State.

FIFTH: The Corporation is not authorized to issue any capital stock and shall not be operated for profit.

SIXTH: The number of directors of this Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws 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: William C. Kerber, Horton F. Weeks, and Henry F. Schultheis.

SEVENTH: Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of a designated proportion of members of the Corporation, or to be otherwise taken or authorized by vote of the members, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes cast thereon.

EIGHTH: The Corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by statute, which would result in the corporation's loss of its exemption under Section 501 (c) (4) of the Internal Revenue Code, or which would permit the net income or funds of the Corporation, or any part thereof, to inure to the benefit of any of its members or individuals having a personal or private interest in the activities of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 17th day of April, 1969.

WITNESS:

Edward J. Baney
Edward J. Baney

Edward J. Baney
Edward J. Baney

Edward J. Baney
Edward J. Baney

William C. Kerber
William C. Kerber

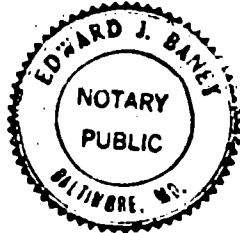
Horton F. Weeks
Horton F. Weeks

Henry F. Schultheis
Henry F. Schultheis

STATE OF MARYLAND, CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on the 17th day of April, 1969 before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared WILLIAM C. KERBER, HORTON F. WEEKS and HENRY F. SCHULTHEIS, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



Edward J. Baney

Notary Public
My commission expires *Aug 1, 1969*

ARTICLES OF INCORPORATION
OF
THE ISLAND IDLERS CLUB OF KENT ISLAND, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 21, 1969 at 10:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9805

Recorded in Libers 7727-163 ⁶ folio 163, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



Charles W. Cecil CLERK.

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Article of Incorporation AS
RECEIVED FOR RECORD THIS 13
DAY OF April 1969. AT 12:30 P.M.
RE 309.45 AND RECORDED IN
LIBER Book 43 folio 163
RECORD BOOK FOR QUEEN ANNES
COUNTY

LIBER 2 PAGE 197

\$ 3.25 PA \$

RECEIVED FOR RECORD Aug 13, 1969

ARTICLES OF INCORPORATION

OF

BLOOMINGDALE CONSTRUCTION COMPANY

THIS IS TO CERTIFY:

FIRST: That the undersigned, Charles E. Smith, whose post office address is Grasonville, Maryland 21638, an adult over the age of 21 years, is the Incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is

BLOOMINGDALE CONSTRUCTION COMPANY

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

(a) To engage in the Construction of bridges, piers, wharves, fortifications, power plants, transmission lines, tunnels, subways, drainage and irrigation systems, roads, walks, paths, or railroads. To make estimates for itself and for others, and to bid upon and enter into, and carry out contracts for any of the above projects. To do architectural, building, structural, construction, erection, surveying, dredging, shoring, wrecking, salvage, electrical, and engineering work of every kind.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill,

franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other State, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or

any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Queenstown, Maryland 21638. The resident agent of the Corporation is William Edwin Cole, whose post office address is Queenstown, Maryland 21638. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 1000 shares, without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have three (3) directors and William Edwin Cole, Ellen T. Cole, Edwin Lane Cole, shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation of the directors and stockholders.

1. The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the Corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class whether now or hereafter authorized for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be peculiarly or otherwise interested in any contract or transaction of the Corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The Corporation reserves the right, from time to time, to make any amendments to its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of Four-fifths (4/5) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the Corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this Charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the Corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the Corporation, without having first been offered, in writing, for sale to the Corporation for a period of thirty (30) days at its then market value; and failure of the Corporation to Exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the Corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully apid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 22nd day of April, 1969.

WITNESS:

Richard H. Downes Jr Charles E. Smith (SEAL)
Charles E. Smith

STATE OF MARYLAND

to wit

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, that on this 22 day of April, 1969, before me, the subscriber, a Notary Public of the State, and County aforesaid, personally appeared Charles E. Smith, and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Richard H. Downes Jr
Notary Public RICHARD H. DOWNES JR
My Commission Expires: 7-1-1969

(5)



ARTICLES OF INCORPORATION
OF
BLOOMINGDALE CONSTRUCTION COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 23, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9783

Recorded in Liber 7727-36⁶ folio, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SGT.
THIS *Charles W. Cecil* HEREBY CERTIFY THAT
RECEIVED FOR RECORD THIS
DAY OF *April* 1969 AT 12:30 P.M.
RECORDED AND RECORDED IN
LIBER *7727-36*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

LIBER

2 PAGE 203

83.25 PA

RECEIVED FOR RECORD Aug 13, 1969

ARTICLES OF INCORPORATION
OF
SENATO SEAFOODS CORPORATION

THIS IS TO CERTIFY:

FIRST: That the undersigned, Richard D. Senato, whose post office address is Queenstown, Maryland 21658, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein-after called the "corporation") is

SENATO SEAFOODS CORPORATION

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

(a) To engage in the business of buying, selling, jobbing, transporting, preparing, packaging, storing, freezing, distributing and generally dealing in, either at wholesale or retail, all types and manner of seafood and aquatic resources, without restriction or limitation, and the by-product thereof.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the

aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Queenstown, Maryland. The resident agent of the Corporation is Richard D. Senato, whose postoffice address is Queenstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein. The Postal zip code of said Post Office addresses is 21658.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 1000 shares, without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have Three (3) directors and Richard D. Senato, Claire M. Senato, Charles E. Smith, shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation of the directors and stockholders.

1. The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such con-

sideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of Four-fifths ($\frac{4}{5}$) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class

or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 9th day of April, 1969.

WITNESS:

Charles E. Smith Richard D. Senato (SEAL)
Richard D. Senato

STATE OF MARYLAND

to wit

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, that on this 9th day of April, 1969, before me, the subscriber, a Notary Public of the State, and County aforesaid, personally appeared Richard D. Senato, and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Charles E. Smith
Notary Public

My Commission Expires: 7/1/69

ARTICLES OF INCORPORATION
OF
SENATO SEAFOODS CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 16, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9742

Recorded in Liber 7726-388, folio 588, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOE.
I HEREBY CERTIFY THAT
Article of Incorporation
RECEIVED FOR RECORD THIS 13
DAY OF May 1969 AT 12:30 P. M.
RE REQUEST AND RECORDED IN
LIBER *7726-388*
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Cecil
CLERK.

LIBER

2 PAGE 209

RECEIVED FOR RECORD Aug 13, 1969
F.W., INC.

ARTICLES OF AMENDMENT

F.W., Inc., a Maryland Corporation, having its principal office in Graysonville, Maryland (hereinafter called the "Corporation") hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out paragraph Fourth of the Articles of Incorporation and inserting in lieu thereof the following:

"FOURTH: The post office address of the principal office of the Corporation in this State is P.O. Box 239-D, Graysonville, Maryland. The name and post office address of the resident agent for the Corporation is Fred E. Wampler, P.O. Box 239-D, Graysonville, Maryland. Said resident agent is an individual actually residing in this State."

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on December 30, 1968, jointly with the stockholders of the Corporation, adopted a resolution in which was set forth the foregoing amendment to the Charter, declaring that the said amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation which was held jointly therewith.

THIRD: Notice setting forth the said amendment of the Charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon (there being only one class of stock and all stockholders having the right to vote); whose contract rights as expressly set forth in the Charter would be altered by the amendment.

FOURTH: The amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the unanimous affirmative vote of 250 shares constituting all of the votes entitled to be cast thereon.

FIFTH: The amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, F.W., Inc. has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed and attested by its Secretary on the 29th day of January, 1969.

F.W., INC.

By: William Maurice Sanger
William Maurice Sanger, President

ATTEST

Fred E. Wampler
Fred E. Wampler, Secretary

[corporate seal]

STATE OF MARYLAND
COUNTY OF General, ss:

I hereby certify that on the 29th day of January, 1969, before me, the subscriber, a Notary Public in and for the State of Maryland and County above stated, personally appeared William Maurice Sanger, President of F.W., Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Fred E. Wampler and made oath in due form of law that he was Secretary of the meeting of stockholders of said Corporation at which the amendment of the Charter of the Corporation therein set forth was approved and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

Witness my hand and notarial seal the day and year last written above.

Ruth E. Fultz
Notary Public

LIBER 2 PAGE 212
ARTICLES OF AMENDMENT
OF
P. W., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9335

Recorded in Liber 7722-466³, folio 3, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOF.
I HEREBY CERTIFY THAT
THIS Article of Amendment HAS
RECEIVED FOR RECORD THIS 13th
DAY OF April 1969 AT 12:30 P.M.
RE 349451 AND RECORDED IN
LIBER 7722-466 folio 3 and
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Cecil CLERK.



RECEIVED FOR RECORD Aug 13, 1969
Kent Island Rambler, Inc.
 on U.S. ROUTES 50 and 301
 2 1/2 miles east of Chesapeake Bay Bridge
 CHESTER, MARYLAND 21619

TELEPHONE:
 AREA CODE 301
 643-6477

March 19, 1969

State Department of Assessments and Taxation
 301 West Preston Street
 Baltimore, Maryland 21201

Gentlemen:

We wish to change the address of our resident agent to the following:

William H. Bittorf
 8 East Pleasant Street
 Post Office Box 85
 Baltimore, Maryland 21203

Our check in the amount of \$5.00 is enclosed.

Very truly yours,

KENT ISLAND RAMBLER, INC.

E. H. Bittorf

E. H. Bittorf, Secretary

MAR 25 9 31 AM '69

EHB/pbb
 Enclosure

LIBER

2 PAGE 213

original marked 6 - E. H. Bittorf, Sec. Change of Agent, Inc. 9-4-69

LIBER 2 PAGE 214

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT
OF
KENT ISLAND RAMBLER, INC.

received for record March 26, 1969

, at 9:31 A. M.

and recorded in Liber F No.

720

Folio No. 331 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the Clerk of the Circuit Court of Queen Anne's County.

AA N^o 5908

SPECIAL FEE PAID \$3.00

Recording Fee Paid 2.00

\$5.00

Mr. Clerk - please mail to Mr. E. H. Bittorf, Secretary
Kent Island Rambler, Inc.
US ROUTE #50 & COX NECK ROAD
Chester, Md. 21619

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SGT.
I HEREBY CERTIFY THAT
Change of Resident Agent
THIS *Change of Resident Agent* HAS
BEEN RECEIVED FOR RECORD THIS 13
DAY OF *Aug* 1969. AT 12:30 P. M.
RE 30946 AND RECORDED IN
LIBER *600*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

7

8.50 pd

RECEIVED FOR RECORD Aug 13, 1967

PHEASANT REALTY, INC.

CHESTER, MARYLAND 21619

PHONE: 301-643-5077

March 19, 1969

State Department of Assessments and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Gentlemen:

We wish to change the address of our resident agent to the following:

William H. Bittorf
8 East Pleasant Street
Post Office Box 85
Baltimore, Maryland 21203

Our check in the amount of \$5.00 is enclosed.

Very truly yours,

PHEASANT REALTY, INC.

E. H. Bittorf

E. H. Bittorf, Vice-President

EHB/pbb

MAR 25 9 31 AM '69

LIBER

2 PAGE 215

Original mailed to E. H. Bittorf, Sec.
Executive Office
Chester, Md - 21619

8-4-69

NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT
OF
PHEASANT REALTY, INC.

received for record March 26, 1969
and recorded in Liber F No. 720

at 9:31 A. M.
Folio No. 333 one of

the charter records of the State Department of Assessments and Taxation of Maryland.
To the Clerk of the Circuit Court of Queen Anne's County.

AA N^o 5909

SPECIAL FEE PAID \$3.00
Recording Fee Paid 2.00
\$5.00

Mr. Clerk - please mail to Mr. William H. Bittorf
8 East Pleasant Street
Post Office Box 85
Baltimore, Md. 21203

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Change of Resident Agent HAS
RECEIVED FOR RECORD THIS 13
DAY OF Aug 1969. AT 12:30 P.M.
1969 AND RECORDED IN
LIBER 720
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

(2)

B. 504 Rd

RECEIVED FOR RECORD Sept. 13, 1969

CERTIFICATION OF CORPORATE RESOLUTION

I, as Secretary of Executive Cars, Inc., a corporation duly organized and existing under the laws of the State of Maryland, hereby certify that a meeting of the Board of Directors of said corporation was duly called and held on the first day of April, 1969, and that the following resolution was duly adopted:

RESOLVED, that the post office address at which the principal office of the corporation will be located is Chester, Maryland 21619, located in Queen Anne's County. ✓

RESOLVED, that the resident agent of the corporation is William H. Bittorf, whose post office address is 8 East Pleasant Street, Baltimore, Maryland 21202, said resident agent being a citizen of the State of Maryland who actually resides therein. ✓

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of said corporation and affixed the corporate seal this 1st day of April, 1969.

E. H. Bittorf Sec'y
E. H. Bittorf,
Secretary of Executive Cars, Inc.



LIBER 2 PAGE 217

*Original mailed to.
E. H. Bittorf, Sec.
Executive Cars, Inc
Chester, Md - 21619 9-4-69*

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF ADDRESS OF RESIDENT AGENT
OF
EXECUTIVE CARS INC.

received for record April 23, 1969 at 9:23 A. M.
and recorded in Liber F No. 726 Folio No. 100 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the Clerk of the Circuit Court of Queen Anne's County.

AA N° 5959

SPECIAL FEE PAID \$3.00
Recording Fee Paid 2.00
\$5.00

Mr. Clerk - please mail to Mr. E. H. Bittorf, Secretary
Executive Cars, Inc.
Chester, Maryland 21619

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SGT.
I HEREBY CERTIFY THAT
THIS Change of Principal Office and
Resident Agent was
FILED FOR RECORD THIS 13
DAY OF Aug 1969 AT 12:30 P.M.
RECORDED AND RECORDED IN
LIBER F No. 726
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles D. Leisler CLERK.

(✓)

504 PD

RECEIVED FOR RECORD Oct. 22, 1969

CERTIFICATION OF CORPORATE RESOLUTION

I, as Secretary of Guilford Mutual Insurance, Inc., a corporation duly organized and existing under the laws of the State of Maryland, hereby certify that a meeting of the Board of Directors of said corporation was duly called and held on the 25th day of March, 1969, and that the following resolution was duly adopted:

RESOLVED, that the post office address at which the principal office of the corporation will be located is Chester, Maryland 21619, located in Queen Anne's County. ✓

RESOLVED, that the resident agent of the corporation is William H. Bittorf, whose post office address is 8 East Pleasant Street, Baltimore, Maryland 21202, said resident agent being a citizen of the State of Maryland who actually resides therein. ✓

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of said corporation and affixed the corporate seal this 25th day of April, 1969.



E. H. Bittorf
E. H. Bittorf, Secretary of
Guilford Mutual Insurance, Inc.

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF ADDRESS OF RESIDENT AGENT
OF
GUILFORD MUTUAL INSURANCE, INC.

received for record April 30, 1969, at 9:08 A. M.
and recorded in Liber F No. 727 Folio No. 622 of
the charter records of the State Department of Assessments and Taxation of Maryland.

To the Clerk of the Circuit Court of Queen Anne's County.

AA N^o 5976

SPECIAL FEE PAID \$3.00
Recording Fee Paid 2.00
\$5.00

Mr. Clerk - please mail to Mr. E. H. Bittorf, Secretary
Guilford Mutual Insurance, Inc.
Chester, Maryland, 21619

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
Change of Principal Office
RECEIVED FOR RECORD THIS 22
DAY OF Oct 1969 AT 9:08 A. M.
IN LIBER 727 AND RECORDED IN
LIBER 622 - 2 FOLIO 622
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK

LIBER 2 PAGE 219

Original mailed to
Mr. E. H. Bittorf, Sec.
Guilford Mutual Ins. Inc.
Chester, Md - 21619 1/29/70

RECEIVED FOR RECORD file 18, 1969

ARTICLES OF INCORPORATION

OF

KENT ISLAND ESTATES ROAD CONSTRUCTION & MAINTENANCE ASSOCIATION, INC.

This is to certify:

FIRST: We, the undersigned, James A. Rogers, S. Robert Schmidt and Charles R. Wineberg, whose post office addresses are each Kent Island Estates, Stevensville, Maryland 21666; each being of legal age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is KENT ISLAND ESTATES ROAD CONSTRUCTION & MAINTENANCE ASSOCIATION, INC.

THIRD: The corporation is organized as a non-profit organization to be operated for the following general purposes:

(1) To collect the sum of Ten (\$10.00) Dollars per lot per year from the purchasers and/or their heirs, successors and assigns, of each and every lot purchased in the development known as Kent Island Estates, which such purchasers have formerly covenanted and agreed to pay to the Sellers, The Queen Anne Holding Company and/or The Romancoke Holding Company, at the time such purchasers purchased any such lot or lots, and to collect the sum of Ten (\$10.00) Dollars per lot per year in the future from any future purchasers and/or their heirs, successors and assigns, of any lot or lots from future developers of the remainder of the lots in the aforesaid Kent Island Estates development, and to administer the amounts so collected for the construction of all unconstructed roads in said development and the maintenance and repair of all roads in said development.

(2) To receive from The Queen Anne Holding Company and The Romancoke Holding Company the amounts receivable for unpaid and previously billed road construction and maintenance charges

together with the cash which these two corporations have accumulated in the "Kent Island Estates Maintenance Fund" which will be assigned to this corporation by said The Queen Anne Holding Company and The Romancoke Holding Company in accordance with the authority specified in the restrictions and conditions attached to the contracts of sale for lots in said development.

(3) To accept responsibility for the completion of contracts for the construction, maintenance and repair of roads in said development which have heretofore been entered into by the present developers and to pay the balances due on any and all such contracts from the funds of this Corporation.

(4) To negotiate and enter into such contracts for the construction, maintenance and repair of roads in said Kent Island Estates development as the majority of the Board of Directors may deem proper.

(5) To accept and hold title to the beds of the roads in the development known as Kent Island Estates and the authority to convey the beds of said roads to the proper public authorities only.

(6) And for no other purpose whatsoever.

FOURTH: Every lot owner in the development known as Kent Island Estates is entitled to be a member of this corporation and has agreed by the purchase of a lot or lots in the development to become a member of this Corporation.

FIFTH: The annual meeting of the membership of this Corporation shall be on the second Monday of January in each and every year and a Board of Directors shall be elected at such annual meeting by a majority vote of those members present in person in good standing at said annual meeting, each member in good standing being entitled to one vote for each lot owned in said development. The Queen Anne Holding Company and/or The Romancoke Holding Company, or their successor developer, shall not have a right to vote lots owned by them as developer. Additional meetings of the members shall be

held at such times and places as may be determined and called by the Board of Directors.

SIXTH: The post office address of the principal office of the Corporation in this State is Route 1, Stevensville, Maryland 21666. The name and post office address of the resident agent of the Corporation are: S. Robert Schmidt, Route 1, Stevensville, Maryland 21666. Said resident agent is a citizen of the State of Maryland actually residing in said State.

SEVENTH: The corporation is not authorized to issue capital stock.

EIGHTH: (a) The number of Directors of the Corporation shall be no less than three nor more than seven. The names of the Directors who shall act as the Board of Directors until their successors are duly chosen and qualified are: James A. Rogers, S. Robert Schmidt and Charles R. Wineberg.

(b) The Board of Directors, for the purpose of replacing a Director or filling a vacancy on the Board of Directors shall elect Directors by a majority vote of the Directors then present at a meeting of the Board of Directors properly called.

(c) Consistent with the purposes of the Corporation, the powers of the Board of Directors shall include the power to represent the Corporation in all matters; to elect, by a majority vote, the officers of the Corporation, including but not limited to, a President, Vice President, Secretary and Treasurer; and to exercise all powers vested in the Corporation.

(d) The Board of Directors may appoint standing and special committees, on each of which at least two Board members shall serve.

(e) The Board of Directors may delegate its powers, or any of them, to an Executive Director and to any officers of the Corporation, provided it shall have the right to review the exercise of all delegates powers and to revoke powers previously delegated.

(f) The Board of Directors shall have authority to do all things necessary to carry out the purposes for which the Corporation has been formed, including specifically but not limited to, the authority to enter into contracts for the construction, maintenance and repair of all roads in the said development.

(g) That no Director or Officer shall be entitled to any compensation for services rendered.

NINTH: The Corporation reserves the right from time to time to make any amendment of its Charter, as then in effect, which may now or hereafter be authorized by law, subject to the restrictions imposed by previous agreements or contracts with private or governmental agencies, except that in no event shall Articles Third and Seventh be amended (other than corrections of form).

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and acknowledged the same to be our act on this 13 day of ^{May}~~April~~, 1969.

Test:

Daphne A. Duncan
Daphne A. Duncan

Daphne A. Duncan
Daphne A. Duncan

Daphne A. Duncan
Daphne A. Duncan

James A. Rogers (SEAL)
James A. Rogers

S. Robert Schmidt (SEAL)
S. Robert Schmidt

Charles R. Wineberg (SEAL)
Charles R. Wineberg

Baltimore

STATE OF MARYLAND, COUNTY OF QUEEN-ANNE'S, to wit:

I Hereby Certify that on this 13 day of ^{May}~~April~~, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared

James A. Rogers, S. Robert Schmidt and Charles R. Wineberg, the within Incorporators, and they acknowledged the Articles of Incorporation of Kent Island Estates Road Construction & Maintenance Association, Inc. to be their act and deed.

As Witness my hand and Notarial Seal.

Daphne A. Duncan
Daphne A. Duncan Notary Public



ARTICLES OF INCORPORATION

OF

KENT ISLAND ESTATES ROAD CONSTRUCTION & MAINTENANCE ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 16, 1969 at 1:45 o'clock P. M. as in conformity with law and ordered recorded.

A 10344

Recorded in Liber 10344, folio 57 of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 29.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H Keller



STATE OF MARYLAND,

QUEEN ANNE'S COUNTY, SCT.

I HEREBY CERTIFY THAT THIS *Articles of Incorporation* RECEIVED FOR RECORD THIS *18* DAY OF *May* 1969 AT *9:45 A.M.* RE *32525* AND RECORDED IN LIBER *10344* folio *57* RECORD BOOK FOR QUEEN ANNE'S COUNTY

Charles W. Coffey CLERK.

LIBER

2 PAGE 223

RECEIVED FOR RECORD Dec. 18, 1969

ARTICLES OF INCORPORATION

OF

DEPINE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John M. Ashley, Jr., J. Wilson Clark and Sydney G. Ashley, whose post office addresses are all Centreville, Maryland 21617, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of corporation (which is hereafter called the "Corporation"), is:

"DEPINE, INC."

THIRD: That the purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To buy, sell, lease and deal in motors, automobiles, motor trucks and their appliances, fuels and accessories; to operate and maintain garages and service stations and terminal freight points, and to store, repair, rent and lease motors, automobiles, motor trucks and other vehicles; to organize, maintain and operate for hire a transportation service in all parts of the world for the purpose of transporting merchandise and freight of every description whatsoever by means of automobiles, motor trucks and vehicles of every kind, however propelled; to do generally all and every other thing necessary and incident to the business of a trucking company, or necessary and incident to the enjoyment of the powers and privileges herein granted.

(b) To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon roads, side walks and highways; and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction, and to execute contracts or to receive assignments of contracts therefor, or relating thereto; also, to furnish the building materials and supplies connected herewith.

(c) To sell and deal in limestone in all forms; to excavate, sell and deal in earth; to excavate, wash, screen and deal in gravel and sand; to manufacture, buy, sell and deal in concrete and cement products.

(d) To purchase, build, lease or otherwise acquire land and buildings, in order to conduct and operate the above enumerated businesses and to convey, mortgage, pledge, transfer or otherwise acquire or dispose of land, buildings and other structures and all other property, both real and personal, of every kind and description, or any interest therein necessary or desirable for the carrying on of the business of the corporation.

(e) To carry on custom farming for others of grain crops, including the cultivation, harvest and improvement of farms, gardens and agriculture lands, including the right to haul such crops or products, as well as seeds and such incidental products as may be necessary to conduct such work and to own such personal property as necessary to the conduct and operation of such business.

(f) To carry on any other business which may seem to the corporation to be necessary or advantageous, either directly or indirectly to carry out the aforesaid objects or any of them.

(g) To borrow by secured and unsecured loans such funds as may be necessary to conduct said business.

(h) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire and deal in real and personal property of every name and nature.

FOURTH: The post office address of the principal office of the corporation in this State is Centreville, Queen Anne's County, Maryland, 21617. The name of the resident agent of the corporation in this State is Betty M. Comegys, whose post office address is Centreville, Queen Anne's County, Maryland 21617. Said resident agent is a citizen agent of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the Corporation shall be three (3) which number may be increased, or decreased, pursuant to the by-laws of the Corporation, but shall never be less than three (3) nor more than nine (9); or until their successors are duly chosen and qualify, are John M. Ashley, Jr., J. Wilson Clark and Sydney G. Ashley.

SIXTH: The total number of shares which the Corporation has authority to issue is one hundred thousand (100,000) shares, with par value of One (\$1.00) Dollar per share, all of one class and designated common stock.

SEVENTH: The Board of Directors are expressly authorized to make, alter, amend and rescind the by-laws of the Corporation, to fix the amount to be reserved as working capital, to authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

EIGHTH: The signers of the Articles of Incorporation, being Directors, shall have the direction of the affairs and of the organization of the corporation, and may hold meeting or meetings in person or by proxy, and at such meeting or meetings elect directors and take such steps as are proper to obtain the necessary subscriptions to the stock and to perfect the organization of the corporation.

IN WITNESS WHEREOF, we have signed the Articles of Incorporation on this 27th day of May, 1969.

WITNESS:

Betty M. Comegys

John M. Ashley, Jr. (SEAL)
John M. Ashley, Jr.

LIBER

2 PAGE 227

WITNESS:

Betty M. Comegys

J. Wilson Clark (SEAL)
J. Wilson Clark

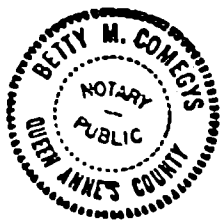
Betty M. Comegys

Sydney G. Ashley (SEAL)
Sydney G. Ashley

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, to wit:

I HEREBY CERTIFY, that on this 27th day of May, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for County aforesaid, personally appeared John M. Ashley, Jr., J. Wilson Clark and Sydney G. Ashley, and severally acknowledged the foregoing Articles of Incorporation to be their acts.

Witness my hand and Notarial Seal, the day and year last above written.



Betty M. Comegys
Notary Public

My Commission expires: July 1, 1969

ARTICLES OF INCORPORATION

OF

DEPILE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 2, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 10696

Recorded in Liber 7936, folio 576, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, BOT.
I HEREBY CERTIFY THAT
THIS Articles of Incorporation AS
RECEIVED FOR RECORD THIS 2d
DAY OF June 19 69 AT 8:30 A. M.
P. M. AND RECORDED IN
LIBER C-2 folio 576
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK
LIBER 2 PAGE 229

RECEIVED FOR RECORD Dec 18, 1969ARTICLES OF INCORPORATION
OF
ACTION APPLIANCES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Daniel J. Hill, whose post office address is Betterton, Maryland 21610, John Messick, whose post office address is Chestertown, Maryland 21620, and Patricia C. Moore, whose post office address is Millington, Maryland 21651, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is Action Appliances, Inc.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on or promoted by it are as follows:

(1) To act as agent or representative of corporations, firms, or individuals.

(2) To do a general business as commission merchant, selling agent and factor in every manner and to the same extent as a natural person could do.

(3) To carry on and undertake any business, undertaking or operation commonly carried on or undertaken by merchants, commissionmen, factors or agents and in the course of such business to direct, accept, endorse, acquire and sell all and any negotiable or transferable instruments and security.

(4) To do a general commission, merchant and selling agents business. To buy, sell or otherwise dispose of, hold, own, manufacture products, export and import, deal in, either as principal or agent and upon commission or otherwise all kinds of personal

property whatsoever without limit as to amount, to make and enter into all kinds of contracts, agreements, and obligations by or with any person or persons or corporation for the producing, acquiring, manufacturing, repairing and selling and dealing in, of any articles of personal property of any kind or nature whatsoever and all acts proper or necessary for the purposes of the business.

(5) To buy, own, sell, and lease real estate and personal property, and to install and repair heating plants and apparatus in buildings, and to do a general plumbing and gas supply business.

(6) To purchase, lease or otherwise acquire the property of every kind, including the business, good will, rights of any corporation, partnership or individual carrying on the aforesaid business, which this corporation is authorized to carry on and to undertake, guarantee, assume and pay indebtedness and liabilities thereof and to pay for such property, business, good will, rights and franchise by the issue of stock or other security of the corporation or otherwise in the manner provided by law.

(7) To apply for, register, purchase or otherwise obtain, to hold, own, develop and use, to sell, grant licenses or otherwise dispose of any and all copy rights, trademarks, trade names and brands.

(8) To have one or more offices and places of business and to carry on all or any of its operations and business and without restriction or limit, as to amount or place in any of the States of the United States.

(9) Buying, selling, trading, repairing, altering, letting, dealing in and manufacturing electric machinery and appliances of all kinds and description, incandescent and arc lamps, wireless and general electric supplies; buying and selling the same on commission or as owners, contracting for the erection and installation of electric light and power plants in the State of Maryland, and letting, hiring, erecting and installing the same

and doing general electric construction work; buying, selling, dealing in and manufacturing all other kinds of goods, products and merchandise; and transacting all other business necessary or convenient in connection therewith and in connection with the business of manufacturing and trading, and the taking, acquiring and holding of stock in any other corporation.

(10) The general nature of the business of said corporation shall be to buy or otherwise acquire, own, hold, manage, and control real and personal property of every description, including its own stock and stock in any other corporations, and to sell and convey, mortgage, pledge, lease, or otherwise dispose of such property or any part thereof, and to lend money either upon or without security.

(11) To manufacture, buy, sell, job, distribute and otherwise acquire or dispose of and deal in any and all kinds of radio apparatus, television or any other electrical or electronic apparatus, electrical supplies, all types of appliances and merchandise; to acquire, own, improve, develop, sell, lease, let and convey land, real estate, power plants, radio stations and all properties usable in connection therewith; and to transact any and all other business properly incidental to or connected with the purpose of this corporation.

(12) To conduct and operate an establishment for the selling of radios, refrigerators, and household appliances, and to do all and everything necessary or convenient for the accomplishment of any of the purposes or objects and powers above mentioned or incidental thereto.

(13) In general to carry on any business in connection therewith and incident thereto not forbidden by the laws of the State of Maryland, and with all of the powers conferred upon corporations by laws of the State of Maryland.

FOURTH: The Post Office address of the place at which the principal office of the Corporation in this State will be located

is Millington, Maryland. The resident agent of the Corporation is Daniel J. Hill, whose address is Betterton,, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides there.

FIFTH: The Corporation shall have not less than three or more than five directors and Daniel J. Hill, John Messick and Patricia C. Moore shall act until the first annual meeting of the stockholders or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00) par value divided into one thousand shares (1,000) of the par value of One Hundred Dollars (\$100.00) each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of its directors and stockholders.

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(2) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the obtainment of any of the objects and furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act, or acts, thing or things, incidental or pertinent to or growing out of, or connected with the aforesaid business or power, or any part or parts thereof; provided the same be not inconsistent with the laws under which this corporation is organized.

(3) To borrow money and to make and issue notes, bonds, debentures, obligations and evidence of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as

to amount, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

(4) To the same extent as natural persons might or could do, to purchase or otherwise acquire and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in lands and leaseholds, and any interest, estate and rights, in real property, and any personal or mixed property, and any franchises, rights, licenses, or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with all or any part of the property of the company and from time to time vary any investments or employment of the capital of the company.

(6) To acquire by purchase, subscription, or otherwise and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with, or dispose of stocks, bonds or any other obligation or securities, of any corporation or corporations; to merge or consolidate with any corporation who stocks, bonds or other obligations are held or in any manner guaranteed by the company, or in which the company is in any way interested; to do any other acts or things for the preservation and protection, improvement, or enhancement of the value of any such stocks, bonds or other obligations or to do any acts or things designed for such purpose and while owner of any such stocks, bonds or other obligations to exercise all the rights, powers and privileges of ownership thereof and to exercise any and all voting powers thereon; to guarantee the payment of any dividends upon any stock or the principal or interest or both of any bonds or obligations and the performance of any contracts.

(7) The business or purpose of the Company is from time to

time to do any one or more of the acts and things hereinabove set forth, and it shall have the power to conduct and carry on its business or any part thereof; and to have one or more offices and to exercise all or any of its corporate powers and rights in the State of Maryland, and in the various other states, territories, colonies and dependencies of the United States, in the District of Columbia, and in all or any foreign country.

(8) The number of the directors of the corporation shall be fixed and may be altered from time to time as may be provided in the by-laws. In any case of any increase in the number of directors, the additional directors may be elected by the directors or by the stockholders at an annual meeting or special meeting as shall be provided in the by-laws.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of Incorporation on the 27th day of June, 1969.

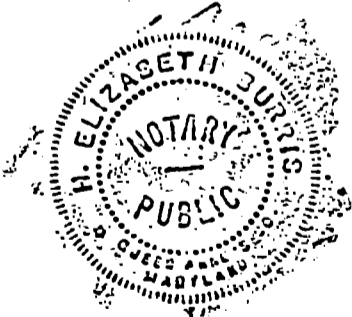
Witness:

<u>H. Elizabeth Surria</u>	<u>Daniel J. Hill</u> (SEAL)
<u>H. Elizabeth Surria</u>	<u>John Messick</u> (SEAL)
<u>H. Elizabeth Surria</u>	<u>Patricia C. Moore</u> (SEAL)

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, to wit:

I HEREBY CERTIFY, That on this 27th day of June, 1969, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Daniel J. Hill, John Messick and Patricia C. Moore, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.



H. Elizabeth Surria
Notary Public

LAW OFFICE OF
ELROY G. BOYER
COURT STREET
CHESTERTOWN, MD.
776-1630

ARTICLES OF INCORPORATION
OF
ACTON APPLIANCES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 30, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 11166

Recorded in Liber 3741-246, folio 246, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

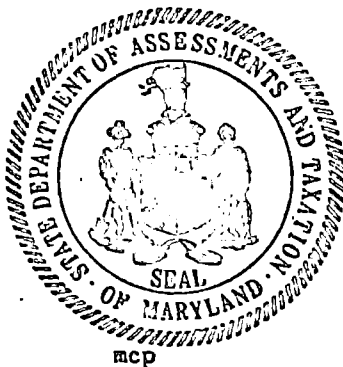
Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Article of Incorporation AS
RECEIVED FOR RECORD THIS 18
DAY OF Dec 19 69 AT 9:45 A. M.
RE 32535 AND RECORDED IN
LIBER Case-2 files Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK

RECEIVED FOR RECORD 10 Oct. 18, 1969

CAMP CORSICA, INC.

ARTICLES OF AMENDMENTS

Camp Corsica, Inc., a Maryland corporation having its principal office at Centreville, Maryland, hereinafter called the "Corporation" hereby certifies to the State Department of Assessments and Taxation:

FIRST: That the Articles of Incorporation of the corporation are hereby amended by deleting in their entirety subparagraphs (b), (d) and (e) of Article THIRD and inserting in lieu thereof the following THIRD (b), (d) and (e).

THIRD:

(b) To accept, acquire, receive, take hold by bequest, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, property, real, personal and mixed, necessary to the operation of the corporation, provided there is no conflict with the provisions of section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, and as may from time to time become necessary or desirable for the exempt purposes for which this corporation is formed to dispose of same in whole or in part.

(d) To carry on any of its activities for itself, or for the account of others, or through others, for its own account, which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is formed, provided, however, there is no conflict with the provisions of section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

(e) To carry out all or any part of the aforesaid purposes and to conduct its activities in all or any its branches

in any or all states of the United States of America.

SECOND: The amendments to the charter of the Corporation hereinabove made were approved by all three members and all three directors (who are the same individuals) at a meeting duly convened (after waiver of notice given by all three members and directors) and held on May 20, 1969, and there are no shares of stock of the Corporation entitled to vote thereon either outstanding or subscribed for the corporation being a non stock corporation.

IN WITNESS WHEREOF, Camp Corsica, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on May 20, 1969.

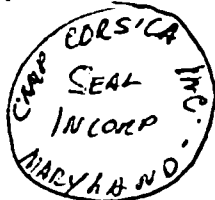
ATTEST:

CAMP CORSICA, INC.

John C. Huntington Jr.
Secretary

BY: Harry J. Duffey Jr.
President

(Corporate Seal)

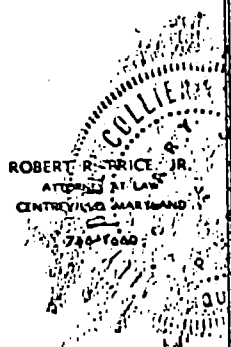


STATE OF MARYLAND
QUEEN ANNE'S COUNTY

TO WIT:

I HEREBY CERTIFY, that on this 20th day of May, 1969, before me, the Subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared Harry J. Duffey, Jr., President of Camp Corsica, Inc., a Maryland corporation, and in the name and behalf of said Corporation acknowledged the foregoing Articles of Amendments to be the corporate act of said corporation; and at the same time personally appeared John C. Huntington, Jr., and made oath in due form of law that he was the secretary of the meeting of the directors and members of said corporation at which the amendment of the Charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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



Robert R. Collier, Jr.
Notary Public (Maryland)
My commission expires: 7-1-69

ARTICLES OF AGREEMENT

ONLY CORRECT, 1938.

approved and recorded for record by the State Department of Assessments and Taxation
of Maryland June 19, 1939 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 11080

3

Recorded in L. 11080 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

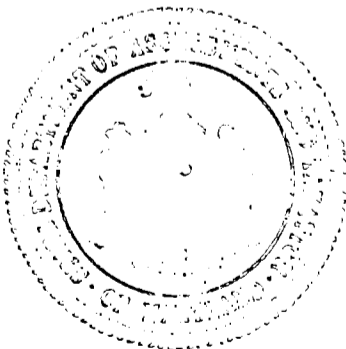
Dues tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED that the within instrument, together with all instruments thereto,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESSED my hand and seal of the said Department at Baltimore.

Richard H. Keller



CLERK OF MARYLAND,
QUEEN ANNE'S COUNTY, MD.
I HEREBY CERTIFY THAT
THIS INSTRUMENT WAS AS
RECORDED FOR RECORD THIS 19th
DAY OF JUNE 1939 AT 8:30 A. M.
IN BALTIMORE AND INDEXED IN
BOOK 239 PAGE 239
THOMAS W. COLE CLERK

2 JUN 23 1939

RECEIVED FOR RECORD JAN 8, 1970ARTICLES OF INCORPORATIONOFGEORGE, INCORPORATEDTHIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joseph M. George, 3rd, whose post office address is R.F.D. No. 1, Box 159, Millington, Maryland, Ruth M. George, whose post office address is R.F.D. No. 1, Box 159, Millington, Maryland, and Ronald Ruben, whose post office address is 725 Kahn Drive, Baltimore, Maryland, all being of full legal age do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is GEORGE, INCORPORATED.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To sell, install, and service general home, commercial, and industrial improvement products.

(b) To buy, lease, build, own, hold, equip, mortgage, sell and otherwise deal with any and all types of warehouses, offices, storage houses, display rooms, bill boards, signs and other advertising equipment, trucks, automobiles, and all other structures or equipment necessary or desirable to promote and effectuate the corporation's purposes.

(c) To purchase, lease or otherwise acquire and dispose of real estate, property rights, business, good-will, franchises and assets of every kind of corporation, firm, partnership or individual, carrying on or having carried on, in whole or in part, any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on, and to pay for the same in cash, stock, bonds or other securities of the Corporation, or otherwise.

(d) To carry on any of the functions hereinbefore enumerated or any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, to facilitate

the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value, of its property or rights.

(e) To loan or advance money with or without security, without limit as to amount, and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, indentures, notes or other obligations of any nature and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and the interest thereon, to mortgage or pledge the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(f) To exercise all and every the powers and rights conferred on corporations generally by the laws of the United States of America, the State of Maryland and all other states and countries in which the Corporation may do business; to conduct its business in the State of Maryland, and elsewhere in the United States of America, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each state in which the same may be transacted or its property may be located.

It is the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to and conferred upon corporations of this character by the laws of the State of Maryland, and that the enumeration of powers herein is not intended as exclusive or in limitation of, or as a waiver of, any other powers, rights or privileges, granted or conferred by the laws of the State of Maryland, now or hereafter in force, except as in this Article expressly limited or restricted, but in furtherance of the same.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State shall be located will be Stevensville, Maryland. The resident agent of the Corporation is Joseph M. George, 3rd, whose post office address is R.F.D. No. 1, Box 159, Millington, Maryland 21651. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have not less than three nor more than five directors, and Joseph M. George, 3rd, Ruth M. George, and Ronald Rubin shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of authorized capital stock of the Corporation is TWENTY FIVE THOUSAND DOLLARS (\$25,000.00) par value of common stock, divided into Twenty Five Hundred (2,500) shares of the par value of TEN DOLLARS (\$10.00) each.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said board of directors may deem advisable, subject to the limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 24th day of JUNE, 1969.

WITNESS:

[Signature]

Joseph M. George, 3rd
Joseph M. George, 3rd

[Signature]

Ruth M. George
Ruth M. George

[Signature]

Ronald Rubin
Ronald Rubin



STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

THIS IS TO CERTIFY, That on this 24th day of June, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, aforesaid, personally appeared JOSEPH M. GEORGE, 3RD, RUTH M. GEORGE, and RONALD RUBIN, to me personally known, and each did severally acknowledge the foregoing Articles of Incorporation to be his act.

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

Notary Seal



My commission expires July 1, 1970

*10 Hunter Rd
Leesport 27, Md*

ARTICLES OF INCORPORATION
OF
GEORGE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 7, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 11366

Recorded in Liber 481, folio 5, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

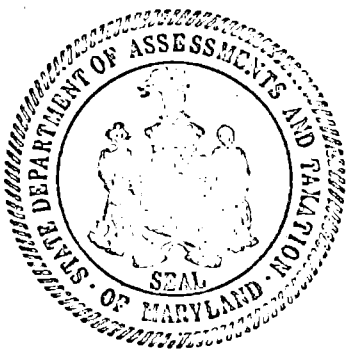
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charles WAS
RECEIVED FOR RECORD THIS 8
DAY OF Jan 1970 AT
RE 32257 AND RECORDED IN
LIBER 481 - 2 folio 5
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.


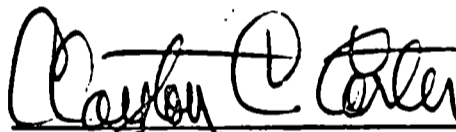
3. 75-12

RECEIVED FOR RECORD - JAN. 9, 1970

RESOLUTION OF BOARD OF DIRECTORS OF
QUEEN ANNE'S DEVELOPMENT COMPANY

RESOLVED THAT Clayton C. Carter, Esquire, of 204 North
Commerce Street, Centreville, Maryland, 21617, be and he is hereby
designated resident agent of the Corporation in the place and
stead of A. Sidney Gadd, Jr., deceased.

I HEREBY CERTIFY that the foregoing is a true and correct copy
of a resolution regularly presented to and adopted by the Board of
Directors of Queen Anne's Development Company at a meeting duly called
and held at Centreville, Maryland on the 29th day of May, 1969, at
which a quorum was present and voted, and that such resolution is
duly recorded in the minute book of this Corporation; and that said
resident agent is a citizen of Maryland and actually resides therein.



Secretary

NOTICE OF CHANGE OF RESIDENT AGENT

OF

QUEEN ANNE'S DEVELOPMENT COMPANY

received for record

August 8, 1969

at 8:30 A. M.

and recorded on Film No.

747

Frame No. 399 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Annes County.

AA No. 6217

SPECIAL FEE PAID \$3.00

Recording Fee Paid 2.00

\$5.00

Mr. Clerk - please mail to Mr. Clayton C. Carter
Attorney at Law
204 North Commerce Street
Centreville, Maryland 21617

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Change of Resident Agent* HAS
RECEIVED FOR RECORD THIS 9
DAY OF *August* 1970 AT 2:35 A.M.
RE 32771 AND RECORDED IN
LIBER *Case 1/1/70*
RECORD BOOK FOR QUEEN ANNES
COUNTY

Charles W. Cecil CLERK.

8504

C.W.

RECEIVED FOR RECORD JAN. 9, 1920

GRASONVILLE ADVENTIST

MEDICAL CENTER, INC.

Grasonville Adventist Medical Center, Inc., a Maryland corporation having its principal office at Grasonville, Queen Anne's County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland, as follows:

A. These Articles of Amendment and Restatement of Charter of the Corporation were duly advised to and approved by the Board of Directors all in compliance with the charter of the Corporation and the applicable Laws of the State of Maryland.

B. That the Corporation has 8 directors, and names and addresses of the present directors of the Corporation are as follows:

- | | | |
|--|--|---|
| <u>Howard A. Thomas</u>
<u>Chester, Maryland.</u> | <u>James A. Hart</u>
<u>Tilghman, Md.</u> | <u>John Palmer</u>
<u>Stevensville, Md.</u> |
| <u>Carville Tolson Jr.</u>
<u>Stevensville, Maryland.</u> | <u>Kenneth Hornoy</u>
<u>Grasonville, Md.</u> | <u>Mary Lee Bond</u>
<u>Grasonville, Md.</u> |
| | <u>Faulkner</u>
<u>Federalburg, Md.</u> | <u>Jane Sadder</u>
<u>Grasonville, Md.</u> |

C. That John C. Palmer, whose post office address is Stevensville, Queen Anne's County, Maryland, was designated by the corporate charter as the resident agent of the Corporation.

D. That Articles Third through Eighth of the charter of the corporation and new Articles Third through Seventh, inclusive, are inserted in lieu of the Articles so stricken out, so that the Charter of the Corporation, as so amended and completely restated, shall read as follows, to wit:

ARTICLES OF INCORPORATION

OF

GRASONVILLE ADVENTIST MEDICAL CENTER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John C. Palmer, whose post office address is Stevensville, Queen Anne's County, Maryland; Carville J. Tolson, Jr., whose post office address is Stevensville, Queen Anne's County, Maryland; and Howard Arnold Thomas, whose

post office address is Chester, Queen Anne's County, Maryland; all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is

GRASONVILLE ADVENTIST MEDICAL CENTER, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To purchase or otherwise acquire lands in Grasonville, Queen Anne's County, Maryland, adjacent to other church lands now owned by the Chesapeake Conference Association of Seventh Day Adventists (whereon the Grasonville Seventh Day Adventist Church is located), and to build, construct and erect thereon a building suitable for use as a medical center or clinic, and to equip the same, all for the purpose of attracting a qualified and licensed medical practitioner or practitioners to the community.
2. Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including the making of distributions to organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law.
3. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be in the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in

(including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income taxes under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

4. Upon the dissolution of the Corporation, the directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, or educational, or religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future Internal Revenue Law) as the directors may determine; it being the specific purpose and intent to convey said lands and improvements to the Seventh Day Adventist Church at such time as all indebtedness and encumbrance against said lands and improvements are fully paid and satisfied, to the end and intent that said lands and improvements shall be used in furtherance of the religious, charitable, educational and scientific purposes of said church.

5. To improve, manage, develop, sell, convey, assign, transfer, lease, mortgage, pledge, or otherwise dispose of all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

6. Generally to exercise the powers enumerated by the Laws

of Maryland pertaining to corporations which are in furtherance of this Corporation's purposes and objectives as hereinabove stated.

FOURTH: The post office address of the place at which the principal office of the Corporation in this state will be located is Grasonville, Maryland. The resident agent of the corporation is Howard Arnold Smith, whose post office address is Chester, Queen Anne's County, Maryland; and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall be without capital stock and shall not be operated for profit.

SIXTH: The Corporation shall have not less than three (3) directors nor more than twenty-five (25) directors, and John C. Palmer (whose post office address is Stevensville, Maryland), Carville J. Tolson, Jr., (whose post office address is Stevensville, Maryland), and Howard Arnold Thomas, (whose post office address is Chester, Maryland), shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH; The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 18th day of February, 1965.

WITNESS:

/s/ Lois T. Hoxter /s/ JOHN C. PALMER (SEAL)
John C. Palmer

/s/ Lois T. Hoxter /s/ CARVILLE J. TOLSON, JR. (SEAL)
Carville J. Tolson, Jr.

/s/ Lois T. Hoxter /s/ HOWARD ARNOLD THOMAS (SEAL)
Howard Arnold Thomas

STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, that on this 18th day of February, 1965, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared John C. Palmer, Carville J. Tolson, Jr., and Howard Arnold Thomas, and they acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

/s/ Lois T. Hoxter

NOTARY PUBLIC

(Notary Public Seal)

E. That the original corporate charter of the Corporation authorized the issuance of capital stock in the amount of \$100,000.00 par value, divided into Ten Thousand (10,000) shares of common stock at a par value of Ten Dollars (\$10.00) each, but that prior to these Articles of Amendment and Restatement of Charter, none of the authorized capital stock of the Corporation has been issued, and there are no stockholders of the Corporation in existence authorized to vote on the acceptance or rejection of the aforesaid amendments; and further, by the aforesaid amendments and restatement as is hereinabove provided that the Corporation shall hereafter be without capital stock and shall not be operated for profit.

IN WITNESS WHEREOF, Grasonville Adventist Medical Center, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed by its Secretary.

ATTEST:

GRASONVILLE ADVENTIST MEDICAL CENTER, INC.

Carville J. Tolson, Jr.
Secretary

Howard A. Thomas
President

LIBER

2 PAGE 251

(Place corporate seal here)



STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, that on this 8th day of July, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Harold Arnold Thomas, who acknowledged himself to be the 1st President of Grasonville Adventist Medical Center, Inc., a body corporate as aforesaid, and that he, as such 1st President, being authorized so to do executed the foregoing Articles of Amendment and Restatement of Charter for the purposes therein containing by signing the name of the Corporation by himself as its 1st President; and at the same time also appeared Charles J. Nelson Jr., and made oath in due form of law that he is Secretary of said Corporation and that the matters and facts set forth in said Articles of Amendment and Restatement of Charter with respect to the approval of the same are true and correct to the best of his knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.

Charles J. Nelson Jr.
NOTARY PUBLIC

(Notary Public Seal)

My Commission Expires: July 1, 1970

ARTICLES OF AMENDMENT AND RESTATEMENT
OF
GRASHTOWN ADVERTISER MEDICAL CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 9, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 11421

Recorded in Liber 11421, folio 1, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

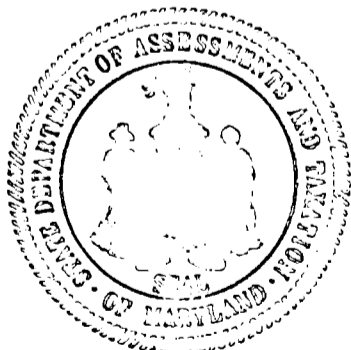
Stamp tax paid \$ Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all increments thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS instrument WAS
RECORDED IN LIBER 11421, FOLIO 1, ON
JULY 9, 1969 AT 2:35 P.M.
LIBER 11421, FOLIO 1, RECORD NO. 11421-1
RECORD NO. 11421-1, QUEEN ANNE'S
COUNTY

Charles W. Cecil CLERK

2

158R

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8

RECEIVED FOR RECORD Jan. 9, 1970ARTICLES OF INCORPORATIONCASTLE MARINA, INC.

THIS IS TO CERTIFY:

FIRST: That we the subscribers, JACK M. SKLOFF, whose post office address is 4410 Oglethorpe Street, Hyattsville, Maryland, 20781; MARILYN SKLOFF, whose post office address is 4410 Oglethorpe Street, Hyattsville, Maryland 20781; and MYER J. SKLOFF, whose post office address is 11200 Lockwood Drive, Silver Spring, Maryland 20901, all being of full age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

CASTLE MARINA, INC.

THIRD: The purpose for which the corporation is formed and business or object to be carried on and promoted by it are as follows:

1. To carry on, in any or all of its branches, the business of owning and operating a marina and the berthing of yachts, ships, boats, and every other kind of watercraft, and in connection therewith to own, lease, build, or otherwise acquire, operate and control wharves, docks, piers, slips, gas docks, bulkheads, jetties, restaurants, club house, recreational facilities, swimming pools, repair facilities, sale of gasoline and marine products, operation of a ship's store, and in general to operate a marina and any and all acts that may be necessary, convenient, or appurtenant to any of the above mentioned objects.

In aid, of, or in connection with the foregoing, or in the use, management, improvement, or disposition of its property, and in addition to all other powers conferred by law, the Corporation shall have power;

(a) To engage in any other manufacturing, mercantile, or merchandising business of any kind or character whatsoever, and to that end to acquire, own, hold, and dispose of any and all property of any nature.

(b) To purchase, lease, rent, hire, or otherwise acquire, hold, own, develop, improve and in any manner dispose of, and to aid and subscribe toward the acquisition, development or improvement, of real and personal property, and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(c) To purchase, lease, rent, hire or otherwise acquire, hold, own, contract, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of plants, mills, factories, works, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

(d) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(e) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the

business of the Corporation.

(f) To acquire the whole or any part of the good-will, rights, property, and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation.

(g) To acquire, by purchase, subscription, or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of, and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or option to receive, purchase, or subscribe for the same, or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

(h) To purchase or otherwise acquire and to hold, sell or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by laws.

(i) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law,

for monies so borrowed or in payment for property purchase, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage or pledge or conveyance of assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the Corporation for its corporate purposes.

(j) To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in which this Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such corporation or association.

(k) To carry out all or any part of the foregoing object as principal, trustee, factor, agent contractor, or otherwise, either alone or through or in conjunction with any person, firm, association, or corporation, and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things and to exercise any powers suitable, convenient or proper for the accomplishment of any of such objects and purposes.

(l) To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its

-5-

branches, in any or all states, territories, districts and possessions of the united States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from, the terms or any other clause of this or any other Article of these Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the powers, rights, and privileges granted to, or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or thereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located at Castle Marina, Cox's Neck Road, Chester, Maryland. The resident agent of the Corporation is Jack Skloff, the post office address of whom is 4410 Oglethorpe Street, Hyattsville, Maryland, 20781. Said resident agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have three (3) directors, or such larger number not in excess of seven (7). The number of directors to be chosen within the maximum and minimum limits shall be determined in the manner prescribed in the By-Laws.

Jack M. Skloff, Marilyn Skloff, and Myer J. Skloff shall act as such directors until the first annual meeting, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of the authorized capital stock of the Corporation is one hundred shares (100) of common stock of no par value.

The Corporation shall commence business with a capitalization of at least One Thousand Dollars (\$1,000.00).

SEVENTH: For the management of the business and for the conduct of the affairs of the Corporation, and in further definition, limitation, and regulation of the powers of the Corporation and of its directors and stockholders, is further provided that:

1) The number of directors of the Corporation shall be fixed as provided in its By-Laws, and may be changed from time to time by amending By-Laws as therein provided, but the number thereof shall never be less than three (3) nor more than seven (7). In the case of any increase of the number of the directors of the Corporation, any additional directorship created may be filled in the first instance in the same manner as a vacancy in the Board of Directors. A director need not be a stockholder. A majority of the directors shall constitute a quorum for the transaction of business, unless the By-Laws shall provide that a different number shall constitute a quorum, which in no case shall be less than one-third of the total number of directors, nor less than two directors. The election of directors of the Corporation need not be by ballot unless its By-Laws shall so require. The directors may hold their meetings and have an office or offices outside the State of Maryland, if the By-Laws shall so

require. The directors may hold their meetings and have an office or offices outside the State of Maryland, if the By-Laws so provide.

2) The Board of Directors may, by resolution or resolutions, passed by a majority of the whole Board, designate one or more committees, each committee to consist of two or more of the directors of the Corporation, which to the extent provide in such resolution or resolutions or By-Laws of the Corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the Corporation and may have power to authorize the seal of the Corporation to be affixed to all papers which may require it.

3) In furtherance and not in limitation of the powers conferred by the laws of the State of Maryland, the Board of Directors is expressly authorized:

(a) To make, alter and repeal additional and supplementary By-Laws not inconsistent with any of the By-Laws adopted in accordance with law, but any such additional or supplementary By-Laws may be altered or repealed by the members or stockholders.

(b) To determine, from time to time, whether and to what extent and at what times and places and under what conditions and regulations and accounts and books of the Corporation, or any of them, shall be open to the inspection of its stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation except as conferred by the laws of the State of Maryland, unless and until authority so to do by resolution of the Board of Directors or of the stockholders of the Corporation.

(c) Without the assent or vote of the stockholders of the Corporation, to authorize and issue obligations of the Corporation, secured or unsecured, on such terms and conditions and to redeemability, convertibility or otherwise, as the Board of Directors, in its sole discretion, may determine and to authorize the mortgaging or pledging of any property of the Corporation, real or personal, including after acquired property.

(d) To fix from time to time the amount of any funds or assets of the Corporation available for dividends to be reserved as working capital or for any other lawful purpose and to determine whether any and, if any, what part of the net assets or net profits of the corporation available for dividends shall be declared in dividends and paid to the stockholders of the Corporation, and all rights of the holders of the stock of the Corporation in respect of dividends shall be subject to the power of the Board of Directors so to do.

In addition to the powers and authorities hereinbefore and by said laws of the State of Maryland conferred upon it, the Board of Directors may exercise all such powers and do all such acts and things as may be exercised, done by the Corporation, subject, nevertheless, to the express provisions of said laws, of the Articles of Incorporation, and of the By-Laws of the Corporation.

4) Any director or officer elected or appointed by the stockholders of the Corporation or by the Board of Directors may be removed at any time in such manner as shall be provided in the By-Laws.

5) The Board of Directors is authorized at any time or from time to time to establish and carry out such plan or plans as the Board of Directors may determine for the distribution among or sale to the officers and employees of the Corporation or any of them, in addition to any regular payments to them by way of salaries or wages of any monies or other property of the Corporation, or any shares of stock of any class or classes, now or hereafter authorized, of the Corporation, in consideration or recognition of the services rendered by such officers or employees, and the Board of Directors is authorized at any time or from time to time to amend, alter or repeal and to re-establish in whole or in part any such plan or plans.

6) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

7) In the absence of fraud, no contract or other transaction between the Corporation and any other corporation shall be in any way invalidated or otherwise affected by the fact that any one or more of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he, individually, or as a member of

such firm or association, is so interested shall be disclosed or shall have been known to the Board of Directors or a majority of the members thereof; and any director of the Corporation who is also a director, or officer of such other corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors or of any committee of the Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation, or as if were not so interested.

Any contract, transaction, or act of the Corporation or of the directors or of any committee which shall be ratified by a majority of a quorum of the stockholders of the Corporation at any annual meeting or at any special meeting called for such purpose, shall, insofar as permitted by law, be as valid and as binding as though ratified by every stockholder of the Corporation.

8) At any time, and from time to time, any of the provisions of these Articles of Incorporation may be amended, altered, or repealed, and other provisions authorized by the statutes of the State of Maryland at the time in force may be added or inserted in the manner at the time prescribed by said statutes, and all rights at any time conferred upon the stockholders of the Corporation by its Articles of Incorporation are granted subject to the provisions of this Paragraph "8".

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 16th, 1969.

WITNESS TO ALL.

Suzanne J. Walters

Suzanne J. Walters

[Signature]

JACK M. SKLOFF

[Signature]

MARILYN SKLOFF

[Signature]

MYER J. SKLOFF

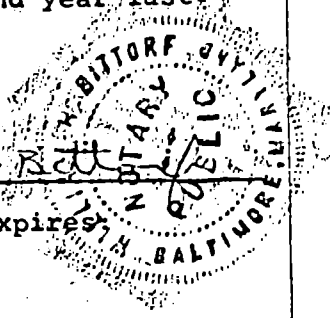
STATE OF MARYLAND, to wit:

I HEREBY CERTIFY, that on this 16th day of July 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the county of Baltimore personally appeared Jack M. Skloff, Marilyn Skloff, and Myer J. Skloff, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal the day and year last above written.

William H. Bett

NOTARY PUBLIC
My Commission Expires



ARTICLES OF INCORPORATION
OF
CASTLE MARTINA, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 16, 1939 at 2:00 o'clock P. M. as in conformity
with law and ordered recorded.

A 11567

Recorded in Liber 7745, folio 57, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Seems tax paid \$ 20.02 Recording fee paid \$ 27.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indentments thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



RECEIVED
STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOI.
CLERK OF THE CIRCUIT COURT
JUL 16 1939
RECORDED IN LIBER 7745
FOLIO 57
AT 2:00 P.M.
BY CHARLES W. DEER
CLERK OF THE CIRCUIT COURT
QUEEN ANNES COUNTY

Charles W. Deer

H 275 28

db

2 FEB 26 1939

RECEIVED FOR RECORD Jan 12, 1970

ARTICLES OF INCORPORATION

OF

CLOUDFOR CORPORATION

THIS IS TO CERTIFY:

FIRST: That the undersigned, James H. McLeod, whose post office address is Stevensville, Queen Anne's County, Maryland, 21666, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

CLOUDFOR CORPORATION

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, conduct, operate, maintain, manage and carry on a business as general and/or marine contractors; to engage in the erection or construction of concrete abutments, retaining walls, bulkheads, and construction of similar nature, and the installation of oil tanks, industrial piping and sewer line piping, and other installations of similar nature; to buy, sell, dispose of, or deal in, at wholesale or retail, building materials and supplies, pilings, concrete or metal piping materials and building machinery and equipment of every kind and nature; to make, offer, accept and/or reject bids or quotations for general and marine construction of every kind and nature; to appraise and estimate general and/or marine construction costs; to license or grant franchises to others for the manufacture, distribution, rental, leasing, or sale of any construction or building material, machine, equipment, process or product; and to engage in such similar functions or ancillary businesses as may be calculated to promote the general objectives of the corporation.
2. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of, or turn to account, or deal all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.
3. To buy, sell, mortgage, lease, build upon, improve, develop, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purpose of promoting the general development of any such land or lands of the corporation, or of enhancing its value.
4. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to or be useful in the conduct of any business of the corporation, including personal property of all types and kinds,

whether purchased on a domestic or foreign market.

5. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligations by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations

in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influenced from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located at Chester, Queen Anne's County, Maryland, 21619, and the resident agent of the corporation is James H. McLeod, whose post office address is Stevensville, Maryland, 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors, and James H. McLeod, whose post office address is Stevensville, Maryland, 21666; and Walter O. Rutherford, Jr., whose post office address is Chester, Maryland, 21619; and Vivian H. Rutherford whose post office address is Chester, Maryland, 21619; and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Hundred (100) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of the stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any heir at law, distributee, executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been

offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 10th day of September, 1969.

WITNESS:

Judith C. Conley James H. McLeod (SEAL)
James H. McLeod

STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, THAT on this 10th day of September, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared James H. McLeod, and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Judith C. Conley
NOTARY PUBLIC

My Commission Expires: July 1, 1970



ARTICLES OF INCORPORATION

OF

CLOUDFOR CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 15, 1969 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 12315

Recorded in 6 _____ of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

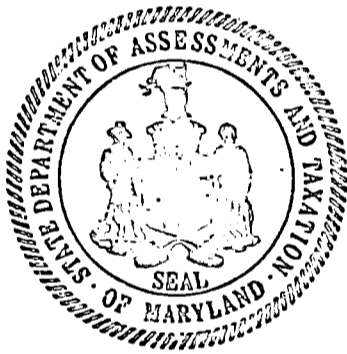
Bonus tax paid \$ 22.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charte* HAS
RECEIVED FOR RECORD THIS *17th*
DAY OF *Jan* 1970 AT 10:40 A.M.
RECORDED IN
LIBER *200-272* AND RECORDED IN *Charte*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles V. Coaf CLERK.

83-75-

NJR

RECEIVED FOR RECORD File no. 1970

TIDEWATER BANK, STEVENSVILLE, MARYLAND

ARTICLE OF AMENDMENT

Tidewater Bank, Stevensville, Maryland, a Maryland Corporation, having its principal office in Stevensville, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Charter of the Corporation is hereby amended by striking out of the Articles of Incorporation the following:

Section Four: "That the capital stock of Tidewater Bank located in the Kent Island Shopping Area on Routes 301 and 50, Stevensville, Maryland, shall be SEVENTY FIVE THOUSAND DOLLARS (\$75,000.00) to consist of 7,500 shares of common stock of the par value of TEN DOLLARS (\$10.00) each."

And insert in lieu thereof the following:

Section Four: "That the capital stock of Tidewater Bank located in the Kent Island Shopping Area on Routes 301 and 50, Stevensville, Maryland, shall be ONE HUNDRED TWELVE THOUSAND, FIVE HUNDRED DOLLARS (\$112,500.00) to consist of 11,250 shares of common stock of the par value of TEN DOLLARS (\$10.00) each."

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on December 18, 1969, adopted a Resolution in which it was set forth the foregoing Amendment to the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at the annual meeting of the stockholders of the Corporation to be held on January 8, 1970.

THIRD: Notice setting forth the said Amendment of the Charter and stating that the purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders entitled to vote thereon.

FOURTH: The Amendment of the Charter of the Corporation, as herein above set forth, was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all votes entitled to be cast thereon.

FIFTH: The Amendment of the Charter of the Corporation, as hereinabove set forth, has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, and the number and par value of the shares of each class are as follows: SEVEN THOUSAND FIVE HUNDRED (7500) shares of the par value of TEN DOLLARS (\$10.00) each.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of the shares of each class, are as follows: ELEVEN THOUSAND TWO HUNDRED FIFTY (11250) shares of the par value of TEN DOLLARS (\$10.00) each.

(c) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, the Tidewater Bank, Stevensville, Maryland, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Cashier on the 30th day of January, 1970.

ATTEST
Thurman F. Jefferson
Thurman F. Jefferson, Cashier

TIDEWATER BANK
BY *John D. Sparks, Sr.*
John D. Sparks, Sr., President

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO-WIT:

I HEREBY CERTIFY, that on the 30th day of January 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JOHN DUDLEY SPARKS, SR., President of Tidewater Bank, Stevensville, Maryland, a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Article of Amendment to be the corporate act of said Corporation; and at the same time also personally appeared THURMAN F. JEFFERSON, Cashier, and made oath in due form of law that the matters and facts set forth in said Article of Amendment are true to the best of his knowledge, information and belief. WITNESS my hand and notarial seal, the day and year last above written.

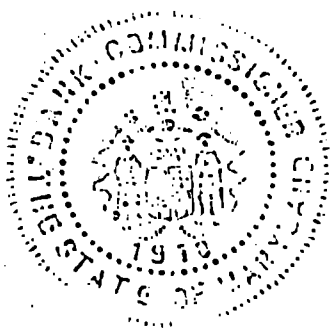
Edward L. Thomas
Notary Public
My commission expires July 1, 1970

CERTIFICATE OF APPROVAL OF BANK COMMISSIONER

I hereby approve the foregoing Article of Amendment of the
Tidewater Bank, Stevensville, Maryland.

AS WITNESS my hand this 3rd day of February 1970.

Miriam A. Graham



*Amendment to
Articles of Association
of Tidewater Bank
Stevensville, Md.
Approved by the
State Bank Commissioner
Maryland
February 3, 1970*

209 22.5

Revised to Howard Wood, City, on Nov. 16, 1970

The corporation is irrevocably dedicated to, and operated exclusively for, charitable, educational and non-profit purposes. No part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of, any individual.

To provide, on a non-profit basis, nursing home facilities and services for the accommodation of convalescents or other persons who are not acutely ill and not in need of hospital care, where no adequate housing exists for such groups;

To provide on a non-profit basis, elderly persons and handicapped persons with housing facilities and services specially designed to meet their physical, social and psychological needs, and to promote their health, security, happiness and usefulness, where no adequate housing exists for such groups;

To provide, on a non-profit basis, housing for low and moderate income families who are occupants of substandard housing or are families displaced from urban renewal areas or as a result of governmental action or of natural disaster, where no adequate housing exists for such groups;

To act as sponsor of projects, on a non-profit basis, for construction, purchase, rehabilitation, marketing, operation and rental of housing to low income families;

To foster, encourage and assist, on a non-profit basis, the development of low and moderate income residential housing units within Kent, Queen Anne's and Talbot Counties of the State of Maryland;

THIRD: That the purposes for which the corporation is formed are as follows:

"CHESAPEAKE HOUSING ASSISTANCE, INC."

SECOND: That the name of the corporation is:

FIRST: That I, the subscriber, Howard Wood, whose post office address is Centerville, Maryland, being at least twenty-one (21) years of age, am forming a corporation under the general laws of the State of Maryland.

THIS IS TO CERTIFY:

(a non-stock, non-profit Maryland Corporation)

OF
CHESAPEAKE HOUSING ASSISTANCE, INC.

ARTICLES OF INCORPORATION

RECEIVED FOR RECORD Nov. 16, 1970

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation. The corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to one or more organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or to the County Commissioners of Kent County, Maryland, the County Commissioners of Queen Anne's County, Maryland, and the County Commissioners of Talbot County, Maryland, three Maryland municipal corporations, exclusively for public purposes, in such proportions as the directors and members distributing such assets may determine.

As a means of accomplishing the foregoing purposes, and acting on a non-profit basis, the corporation shall have the following powers:

- To initiate and develop planned communities;
- To aid the development of county or town sponsored housing authorities;
- To take and assign options on land; to encourage contractors to bid on construction of dwelling houses and units;
- To coordinate and encourage efforts of contractors and individuals to qualify for and obtain financial aid for dwelling construction from the United States of America, the State of Maryland, local governments and private sources;
- To investigate available building methods and materials;
- To make and propose plans and restrictions appropriate for communities of dwellings and apartments with their allied services, open spaces and amenities;
- To employ consultants and staff;
- To purchase, acquire, hold, improve, develop and sub-develop, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, and to loan money, and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities;
- To erect, purchase, lease, own, operate and dispose of dwellings and other buildings and structures, and mobile dwellings, with such appliances, accessories, facilities, apparatus and equipment as may be necessary or convenient for the proper conduct of the business of the corporation;
- To accept gifts and loans of money and property of every kind from any donors and lenders;
- To act as project mortgagor under government or private housing programs;
- To apply for, receive, manage and account for government and private grants and loans for corporate purposes or purposes allied to or similar to those of this corporation;

- To receive bequests and devises of funds and other property, and to hold, manage, invest and reinvest the same for any of the corporate purposes;
- To act as principal or agent and to contract with other organizations and agencies for any of the corporate purposes;
- To borrow or raise money for any of the corporate purposes;
- To train individuals in building trades and to encourage such training of individuals on the job by contractors constructing planned communities and units thereof;

FOURTH: The post office address of the principal office of the corporation is Centreville, Maryland. The name and address of the resident agent of the corporation is Howard Wood, Centreville, Maryland. He is a citizen of Maryland, actually residing therein.

FIFTH: The corporation shall not be authorized to issue any capital stock.

SIXTH: The corporation may have members of such classes as may be prescribed by the by-laws of the corporation.

SEVENTH: The corporation may have seven (7) directors, which number may be increased or decreased pursuant to the by-laws 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 qualify, are:

Henry T. Caldwell, whose post office address is Galena, Maryland;
Arthur R. Sparrow, whose post office address is Still Pond, Maryland;
Howard R. Grumpelt, whose post office address is Washington College, Chestertown, Maryland;
Sidney V. Wilson, whose post office address is RFD 1, box 114 A, Chestertown, Maryland;
William A. Hardy, Sr., whose post office address is Centreville, Maryland;
Robert Sharp II, whose post office address is Easton, Maryland, and
William V. Sewell, whose post office address is 112 South Hanson Street, Easton, Maryland.

EIGHTH: The corporation is specifically authorized to enter into undertakings with the United States Department of Housing and Urban Development, the Federal Housing Commissioner and Farmers Home Administration for financing purposes, which shall be binding upon the corporation and may limit its right to amend these Articles or the By-Laws of the corporation so long as a mortgage on the corporation's property is insured or held by the United States of America, the Federal Housing Commissioner, or Farmers Home Administrator.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 17th day of September, 1969.

TEST:

Lucy Blackiston

Howard Wood

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

On this, the 17th day of September, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared Howard Wood, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

In Witness Whereof, I hereunto set my hand and official seal.



Lucy Blackiston
Lucy BLACKISTON
Notary Public
My Commission Expires:

ARTICLES OF INCORPORATION

OF

CHESAPEAKE HOUSING ASSISTANCE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 15, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 12613

Recorded in Liber 7756-384⁵, folio 384, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

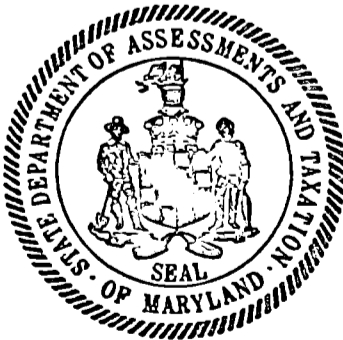
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter HAS BEEN
RECEIVED FOR RECORD THIS 6th
DAY OF May 1970 AT
RE 33451 AND RECORDED BY
LIBER 7756-384 folio 384 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coep CLERK.

RECEIVED FOR RECORD *Mar. 9, 1970*

SUDLERSVILLE FROZEN FOOD LOCKERS, INCORPORATED
ARTICLES OF REVIVAL

Sudlersville Frozen Food Lockers, Incorporated, a Maryland corporation having its principal office in Sudlersville, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Charter of the Corporation was forfeited on November 9, 1965, for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was Sudlersville Frozen Food Lockers, Incorporated.

THIRD: The name by which the Corporation will hereafter be known is Sudlersville Frozen Food Lockers, Incorporated.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Sudlersville, Queen Anne's County, Maryland, and said principal office of the Corporation is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Walter M. Eiker, R.F.D., Sudlersville, Queen Anne's County, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on this 17th day of October 1969.

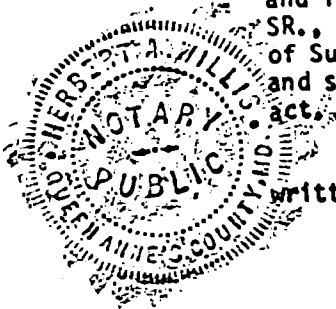
Walter M. Eiker, Sr.
Walter M. Eiker, Sr.
Last Acting President

Nan Walraven
Nan Walraven
Last Acting Secretary

STATE OF MARYLAND
COUNTY OF QUEEN ANNE'S, ss:

I HEREBY CERTIFY that on this 17th day of October 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared WALTER M. EIKER, SR., the last acting President and NAN WALRAVEN, the last acting Secretary of Sudlersville Frozen Food Lockers, Incorporated, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their

WITNESS my hand and Notarial Seal, the day and year last above written.



[Signature]
Notary Public

My Commission expires: July 1, 1971

ARTICLES OF REVIVAL

OF

SUDLERSVILLE FROZEN FOOD LOCKERS, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland October 22, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 13350

Recorded in Liber 7464, folio 3, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

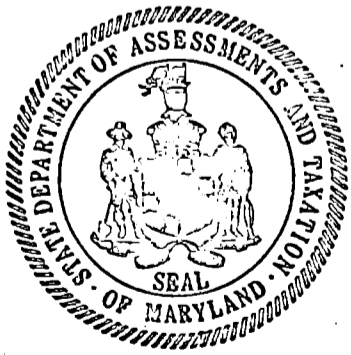
Special Fee \$ 25.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND, QUEEN ANNE'S COUNTY, SCT. I HEREBY CERTIFY THAT THIS Article of Revival WAS RECEIVED FOR RECORD THIS 9 DAY OF Oct. 19 70 AT 2:50 P.M. RR 33 50.3. AND RECORDED IN LIBER 7464. AND RECORDED IN RECORD BOOK FOR QUEEN ANNE'S COUNTY Charles W. Reed CLERK.

LIBER

PAGE 283

\$ 3.75 pp

\$ 3.75 pp

vjr.

RECEIVED FOR RECORD Mar 9, 1970ARTICLES OF INCORPORATIONLIONS CLUB OF QUEENSTOWN, MARYLAND, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, residents of the State of Maryland, desire to form a non-stock, not for profit, corporation under Section 132 et seq. of Article 23, of the Annotated Code of Maryland, and any amendments thereto, and do for the purposes and objects hereinafter stated hereby associate ourselves with the intention of forming such corporation, and do hereby agree and declare:

FIRST: The incorporators, to wit:

Elmer Whitby, Queenstown, Md. 21658,
Ralph Baker, Jr., Queenstown, Md. 21658,
F. Clifford Hane, Queenstown, Md. 21658,

are at least 21 years of age, and they associate as members, with the intention of forming a non-stock, not for profit, corporation.

SECOND: The name of the Corporation is the

"LIONS CLUB OF QUEENSTOWN, MARYLAND, INC."

THIRD: The purposes and objects of this Corporation shall be:

1. To form a body of men thoroughly representative of the business and professional interests of the area of Queenstown, Queen Anne's County, Maryland, and of the territory adjacent thereto.
2. To encourage active participation in all things that have to do with commercial, civic and industrial betterment, and service to mankind.
3. To uphold the principles of good government and foster good citizenship.
4. To teach that organization, cooperation and reciprocity are better than rivalry, strife and destructive competition.

5. To cooperate with other organizations or individuals who are engaged in worthwhile endeavors for the public welfare.

6. To encourage the application of the highest ethical standards in business, and endeavor, by the exchange of methods and ideas, to increase efficiency in all lines represented.

7. Generally, to carry out at Queenstown and elsewhere in Queen Anne's County, Maryland, and in other locations in District 22-B of the Lions International, both within and without the State of Maryland, the principles and teachings of the International Association of Lions Clubs, service club organization with whom Lions Club of Queenstown, Maryland, Inc. is affiliated.

8. That except as herein limited, this corporation shall have and exercise all the powers granted to corporations by the laws of the State of Maryland.

FOURTH: That the Lions Club of Queenstown, Maryland, Inc. is chartered by, and under the supervision of the International Association of Lions Clubs of Chicago, Illinois, and is governed by the Constitution and By-Laws of said Association.

FIFTH: This corporation shall be located in Queen Anne's County, Maryland, and the post office address of the principal office of the corporation in the State of Maryland is:

Queenstown, Maryland 21658

The name and post office address of the Resident Agent of the Corporation in the State of Maryland is:

F. Clifford Hane, Queenstown, Maryland 21658.

Said Resident Agent is a citizen of the State of Maryland and actually resides herein.

SIXTH: This Corporation shall have no capital stock, and shall not engage in business for profit, but shall be supported by gifts, bequests, benefits, contributions and fees and dues paid by members. Membership in the Corporation shall be governed and controlled as provided in the Constitution and By-Laws of this Corporation.

Except for reimbursement of expenses incurred on behalf of the Corporation, or for services, materials or supplies provided to the Corporation, no part of the receipts of this Corporation shall ever be paid or distributed to any individual member or members, nor shall any part of the earnings or income of this Corporation ever be distributed to or inure to the benefit of any individual member or members of the Corporation.

SEVENTH: The officers by whom, and the manner in which the objects and purposes of this Corporation shall be carried out, shall be as provided by the Constitution and By-Laws of this Corporation. The number of directors of the Corporation shall be as provided by the Constitution and By-Laws, but shall not be less than three (3) nor more than ten (10). The names of the persons who shall act as directors of the Corporation until the first annual meeting are:

Charles C. Callahan
Hazel Dudley
Thomas Thompson
William Stevens
Charles Bishop

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 25th day of October, 1969.

WITNESSES:

Fatherly M. Hane

as to all three

Elmer W. Whitby (SEAL)
Elmer Whitby

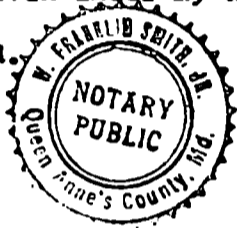
Ralph Baker, Jr. (SEAL)
Ralph Baker, Jr.

F. Clifford Hane (SEAL)
F. Clifford Hane

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, To wit:

I HEREBY CERTIFY that on this 25th day of October, 1969, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared ELMER WHITBY, RALPH BAKER, Jr. and F. CLIFFORD HANE, all 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 therein stated were truly set forth.

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



W. Franklin Smith, Jr.
Notary Public.

My Commission expires July 1, 1970

ARTICLES OF INCORPORATION

OF

LIONS CLUB OF QUEENSTOWN, MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 7, 1969 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 13613

Recorded in Liber 7769, folio 158, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

43.75 = PD

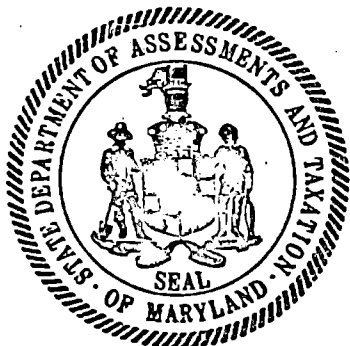
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS *Articles of Incorporation* HAS
RECEIVED FOR RECORD THIS 9th DAY
OF NOV. 1970 11:25 P.M.
RR 33503 AND RECORDED IN
LIBER *7769* FOLIO *158*
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Cecil CLERK.

RECEIVED FOR RECORD Apr 9, 1970

KENTMORR MARINA, INC.

ARTICLES OF AMENDMENT

Kentmorr Marina, Inc., a Maryland corporation having its principal office at Stevensville, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out Article Six of its Articles of Incorporation and inserting in lieu thereof the following:

"SIXTH: The total amount of the authorized capital stock of the Corporation is Five Hundred Thousand Dollars (\$500,000.00) par value, divided into Fifty Thousand (50,000) shares of common stock of a par value of Ten Dollars (\$10.00) each."

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on the 26th day of November, 1969, unanimously adopted a resolution in which was set forth the foregoing amendment to the Charter, declaring that the said amendment to the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on the 9th day of December, 1969.

THIRD: Notice setting forth said amendment of Charter and stating that a purpose of the meeting of the stockholders would be to take action thereon was given as required by law to all stockholders entitled to vote thereon; and that all stockholders of the Corporation did attend said special meeting of stockholders for the purpose of considering said Charter amendment.

FOURTH: The amendment of the Charter of the Corporation as hereinabove set forth was unanimously approved by stockholders of the Corporation at said meeting.

FIFTH: The amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

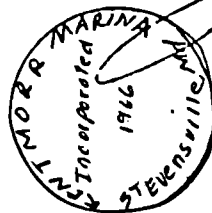
IN WITNESS WHEREOF, Kentmorr Marina, Inc., a body corporate of the State of Maryland, has caused these presents to be signed in its name and on its behalf by John E. Pepe, its President and its corporate seal to be hereunto affixed and attested by Bernadette H. Fialkowski, its Secretary, this 17th day of December, 1969.

WITNESS AND ATTEST:

KENTMORR MARINA, INC.

Bernadette H. Fialkowski
Bernadette H. Fialkowski
Secretary

By: John E. Pepe
John E. Pepe, President



(Place corporate seal here)

LIBER

2 PAGE 289

STATE OF MARYLAND

to wit:

CITY OR COUNTY OF BALTIMORE

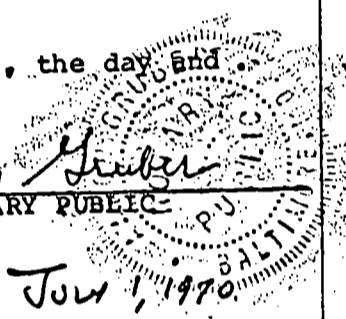
I HEREBY CERTIFY, that on this 17th day of December, 1969, before me, the subscriber, a Notary Public as aforesaid, personally appeared John E. Pepe, President of Kentmorr Marina, Inc., a body corporate as aforesaid, duly incorporated in the State of Maryland, and that he, as such President, in the name of said Corporation and on its behalf acknowledged the foregoing Articles of Incorporation to be the corporate act of said Corporation.

And at the same time also personally appeared Bernadette H. Fialkowski, and made oath in due form of law that she is the Secretary of said corporation and did act in such capacity at the meetings of both directors and stockholders of the Corporation at which the amendment was approved, and that the matters and facts set forth in the Articles of Amendment are true and correct to the best of her knowledge, information and belief.

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

Aaron Gruber
NOTARY PUBLIC

My Commission Expires: July 1, 1970



ANNOUNCE OF RECEIPT

02 -

RECEIVED MARIA, INC.

approved and recorded for record by the State Department of Assessments and Taxation of Maryland December 29, 1969 at 8:50 o'clock A. M. as in conformity with law and entered recorded.

A 14638

Recorded in Lt. *715* of the Charter Records of the State Department of Assessments and Taxation of Maryland.

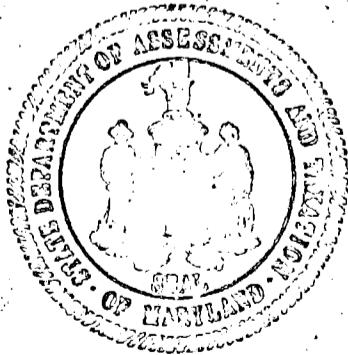
Stamp tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Kellin



OFFICE OF CLERK OF
QUEEN ANNE'S COUNTY, MD.
I HEREBY CERTIFY THAT
THIS *Charter* ...
RECEIVED FOR RECORD THIS ...
DAY OF ... 19 ...
... AND RECORDED IN
...
BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coffey
CLERK.

mfr

1000

2 291

RECEIVED FOR RECORD Apr. 9, 1970

ARTICLES OF INCORPORATION

OF

QUEEN ANNE ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Charles E. Smith, whose Post Office address is Centreville, Maryland 21617, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein after called the "corporation") is

QUEEN ANNE ENTERPRISES, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. To own, lease, operate, maintain, manage and carry on the business of a restaurant, inn, cafe, motel-hotel, and amusement enterprises of all kinds and descriptions; To sell and dispense foods, beverages and liquids of all kinds, alcoholic or non-alcoholic and to do all things pertinent to said businesses, or any of them.

2. To own, construct, repair, alter, sell, lease, equip, maintain and operate motels, hotels, restaurants, cafes and amusement enterprises of all kinds; to purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire, license, deal in and dispose of real and personal property of every kind, type, nature and description; to plan, develop and subdivide land into lots or acreage for either residential, commercial or industrial use and to dispose of the same by sale, lease, rental, mortgage, pledge or conveyance and to construct and develop roads, streets, alleys, lanes, easements, rights of ways, sewage facilities, drainage facilities and utilities therein or thereon; to build, erect, construct, maintain, operate and use dwelling houses, residences, commercial and industrial structures, and recreational facilities thereon and to dispose of the same by sale, lease, rental, mortgage, pledge, or conveyance of any kind.

3. To manufacture, purchase or otherwise acquire, hold mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

4. To carry on and transact, for itself or for account of

others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

5. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

7. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

8. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

9. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

10. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the

payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

11. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

12. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed by in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located is Grasonville, Queen Anne's County, Maryland; and the resident agent of the corporation is Charles E. Smith, whose Post Office address is 115 Lawyers Row, Centreville, Maryland 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased, pursuant to the by-laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles E. Smith, Winifred Clevenger and Barbara Ann Smith.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Thousand Shares (1000) without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorized the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificated shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 9th day of December, 1969.

WITNESS:

Yvonne W. Quire Charles E. Smith (SEAL)
Charles E. Smith

STATE OF MARYLAND

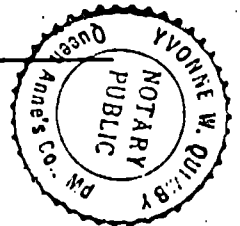
to wit

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, That on this 9th day of December, 1969, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Charles E. Smith and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Yvonne W. Quire
Notary Public



My Commission Expires 7/1/70.

LIBER

2 PAGE 297

-6-

Department of Agriculture and Education
as in conformity
with law of the State

A 1888

Department of Agriculture and Education
of the State of Maryland

Department of Agriculture and Education

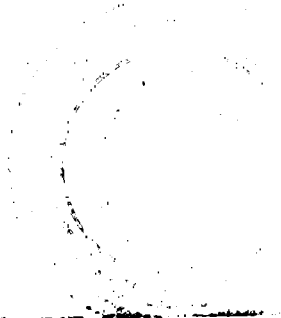
244

Department of Agriculture and Education
of the State of Maryland

Department of Agriculture and Education

Richard K. Keller

Department of Agriculture and Education
of the State of Maryland
1908



412
RECEIVED FOR RECORD, Apr. 9, 1970

MARYLAND STATE MARINE POLICE ASSOCIATION, INC.

Articles of Incorporation

FIRST: The undersigned David A. Loukonen, III, whose post office address is 225 N. Linwood Avenue, Baltimore, Maryland 21224; M. Edward Waddell, whose post office address is 207 Fourth Avenue, Lansdowne, Maryland 21227; and F. Stewart Winterson, whose post office address is 106 Wilson Street, Harve de Grace, Maryland 21078 respectively, each being at least twenty-one (21) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is MARYLAND STATE MARINE POLICE ASSOCIATION, INC.

THIRD: The purposes for which the Corporation is formed is as follows:

- a) To promote and advance the stature of the Maryland State Marine Police to the extent that they are accepted and recognized as leaders in conservation, and marine law enforcement, and the mutual aid of its members.

FOURTH: The post office address of the principal office of the Corporation in Maryland is Matapeake Terminal, Stevensville, Maryland. The name and post office address of the

resident agent of the Corporation in Maryland is David A. Loukonen, III, Matapeake Terminal, Stevensville, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The Corporation shall not be authorized to issue capital stock.

SIXTH: The number of Directors of the Corporation shall be three, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are David A. Loukonen, III, M. Edward Waddell, and F. Stewart Winterson.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and members:

a) The Board of Directors shall consist of not less than three (3) members which shall be the regularly listed officers, i.e., President, Vice President, Recording Secretary and Financial Treasurer. Each Director shall be elected for a period of one (1) year. The affairs of the Corporation shall be managed by the Board of Directors and that any vacancy occurring in the Board shall be filled by the Board of Directors until the next annual meeting of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 8th day of December, 1969.

WITNESS:

[Signature]
THOMAS J. GROGAN, JR.

[Signature]
DAVID A. LOUKONEN, III

[Signature]
THOMAS J. GROGAN, JR.

[Signature]
M. EDWARD WADDELL

[Signature]
THOMAS J. GROGAN, JR.

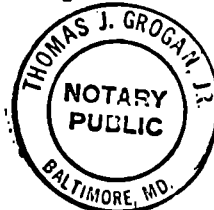
[Signature]
F. STEWART WINTERSON

STATE OF MARYLAND

I HEREBY CERTIFY, that on this _____ day of _____, 1969, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared David A. Loukonen, III, M. Edward Waddell and F. Stewart Winterston and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

[Signature]
THOMAS J. GROGAN, JR. Notary Public



RECEIVED FOR RECORD *Mar. 14, 1970*

KIMBER-PARK, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Robert R. Price, Jr., whose Post Office address is Centreville, Queen Anne's County, Maryland; Marcy F. Collier, whose Post Office address is Centreville, Queen Anne's County, Maryland; and Elizabeth G. Davis, whose Post Office address is Centreville, Queen Anne's County, Maryland, each being over twenty-one (21) 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 name of the corporation (which is hereinafter called the Corporation) is - - - -

KIMBER-PARK, INC.

THIRD: The purposes for which the Corporation is formed, are, as follows:

- A. To construct, own, buy, sell, lease, equip and operate hotels, motels, restaurants, marinas and generally deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct and operation of the foregoing.
- B. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.
- C. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.
- D. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers, and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.
- E. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any Corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay any such property, rights, business, contracts, goodwill franchises or assets by the issue, in accordance with the Laws of Maryland of stock, bonds, or other securities of the Corporation or otherwise.
- F. To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell,

ROBERT R. PRICE, JR.
ATTORNEY AT LAW
CENTREVILLE, MARYLAND
780-1660

assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States or of any foreign country and while the owner or holder of any such shares of stock, bonds, or other obligations, to possess and exercise in right thereof any and all the rights, powers, and privileges, of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, bonds or other obligations, or the proceeds thereof, among the stock holders of the Corporation.

- G. To loan or advance money with or without security, without limit as to amount, and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchase, or for any other lawful consideration and to secure the payment thereof and of the interest thereon by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.
- H. To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.
- I. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The Post Office address of the principal office in this State is 103 Lawyer's Row, Centreville, Queen Anne's County, Maryland. The resident agent of the Corporation is Robert R. Price, Jr., whose Post

Office address is 103 Lawyer's Row, Centreville, Queen Anne's County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100 shares of the par value of One Thousand (\$1,000.) Dollars a share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.) Dollars.

No stock of the Corporation shall be sold, pledged, mortgaged, given or distributed by the registered holder thereof or by an Executor or Personal Representative of a deceased stockholder or otherwise assigned, disposed of or transferred to a transferee other than the Corporation without having first been offered for sale in writing to the Corporation for a period of ninety (90) days preceding said transfer at its then book value, as determined by the most recent audit of the books, excluding goodwill from such value; failure of the Corporation to exercise its rights of purchase within the said period of ninety (90) days or a refusal to purchase in writing before such ninety (90) days shall constitute a waiver of these conditions, any transfer in violation of these conditions shall be void and shall confer no rights to the transferee except as may be required by law.

SIXTH: The number of directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the by-laws 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 qualify are, Robert Paul Weber, Jack B. Dietrich, Louise R. Weber and Filomena A. Dietrich.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions, of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(3) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classifications, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless the such change of terms shall have been authorized by the holders of three-fifths of all such stock at the time outstanding, by vote at a meeting or in

writing with or without a meeting.

(4) The Board of Directors shall have power to declare and authorize the payment of stock dividends whether or not payable in stock of one class to holders of stock or any other class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 13th day of November, 1969.

WITNESS:

William R. Turner Robert R. Price, Jr. (SEAL)
Robert R. Price, Jr.

William R. Turner Marcy F. Collier (SEAL)
Marcy F. Collier

William R. Turner Elizabeth G. Davis (SEAL)
Elizabeth G. Davis

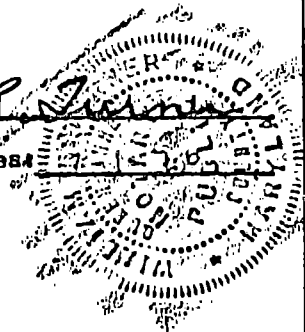
STATE OF MARYLAND

QUEEN ANNE'S COUNTY

TO WIT:

I HEREBY CERTIFY, that on this 13th day of NOVEMBER 1969, before me, the Subscriber, a Notary Public of the State and County aforesaid, personally appeared Robert R. Price, Jr., Marcy F. Collier and Elizabeth G. Davis, and each acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

William R. Turner
Notary Public
My commission expires: 11-15-71


ARTICLES OF INCORPORATION

OF

KIMBER-PARK, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 18, 1969 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 13834

Recorded in Liber 2769 ⁵/₅₆₅, folio 565, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter
RECEIVED FOR RECORD THIS 16
DAY OF Nov 1970 AT 11
RE 32566 AND RECORDED IN
LIBER 2769 folio 303 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Bief CLERK.

LIBER 2 PAGE 307

RECEIVED FOR RECORD May 12, 1970

NOTICE OF CHANGE OF RESIDENT AGENT OF

J. H. E. LEGG, INC.

State Department of Assessments and Taxation of Maryland,
301 W. Preston Street,
Baltimore, Maryland 21201

Pursuant to the provisions of Section 8, Subsection (b), of Article 23, Annotated Code of Maryland (1957 Edition), the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation of Maryland: That under resolution adopted by the board of directors of the Corporation on January 16, 1970, a certified copy of which is filed herewith, the resident agent of the Corporation in the State of Maryland has been changed to Harry Bushey Wright, Junior, whose office post office address is 114 North Commerce Street, Centreville, Queen Anne's County, Maryland, and whose residential post office address is P.O. Box 56, Denton, Caroline County, Maryland. The resident agent so designated is an individual actually residing in the State of Maryland.

J. H. E. LEGG, INC., a body corporate, By:

Harry Bushey Wright, Jr.
Harry Bushey Wright, Junior,
President.

Dated: January 16, 1970.

Filing Fee \$ 3.00
Recording Fee 4.00

\$ 7.00



~~1/19/70 at [illegible]~~

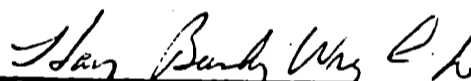
CERTIFIED COPY OF RESOLUTION OF

J. H. E. LEGG, INC.

Pursuant to the By-Laws of J. H. E. Legg, Inc., Article II, Section 5, a special meeting of the Board of Directors was held on January 16, 1970, pursuant to Notices of Meeting as required by By-Laws aforesaid, Article II, Section 6, and a majority of three out of four Directors were present and voting as follows: (1) Harry Bushey Wright, Junior; (2) Evelyn E. Wright; and, (3) Dorothy W. Browne, and the following resolution was unanimously adopted as part of said business meeting:

"RESOLVED, that the new resident agent of J. H. E. Legg, Inc., shall be Harry Bushey Wright, Junior, whose post office business address is 114 North Commerce Street, Centreville, Queen Anne's County, Maryland, and whose post office home address is P.O. Box 56, Denton, Caroline County, Maryland. The new resident agent so designated is an individual actually residing in the State of Maryland".

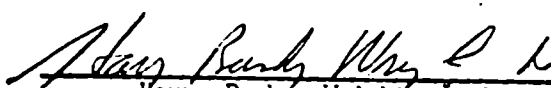
J. H. E. LEGG, INC., a body corporate, By:



Harry Bushey Wright, Junior,
President.

I HEREBY CERTIFY, That above and aforesaid true and correct as stated and that the said resolution is a correct copy from the Minute Book of J. H. E. Legg, Inc. and was adopted as such on January 16, 1970, by the Board of Directors of said Corporation.

WITNESS my hand and the Corporate Seal this 16th day of January, 1970.



Harry Bushey Wright, Junior,
President.

LIBER

2 PAGE 309

LIBER 2 PAGE 310

NOTICE OF CHANGE OF RESIDENT AGENT

-OF-

J. H. E. LEGG, INC.

received for record January 28, 1970

, at 9:51 A.M.

and recorded on Film No. 782

Frame No. 422 One of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Anne's County.

AA No. 6553

SPECIAL FEE PAID \$3.00
Recording Fee Paid 4.00
\$7.00

Mr. Clerk - please mail to Mr. Harry Bushey Wright, Junior, President
J. H. E. LEGG, INC.
107 Lawyers Row
Centreville, Queen Anne's County, Md. 21617

68492 OF MARYLAND,
QUEEN ANNE'S COUNTY, SOP.
LIBERTY 1971 3848
THIS IS TO CHANGE OF RESIDENT AGENT...
RECEIVED FOR RECORD... 3/5 P.M.
DAY OF May 1970...
RE 34349...
LIBER CASE # 2 - 1st...
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles C. Cline

100 P

3

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

HYBARC G. M. C. INCORPORATED

were received for record on, March 5, 1970,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

Albert W. Ward

Director

RECEIVED FOR RECORD June 19, 1970

HYBARC G. M. C. INCORPORATED

ARTICLES OF DISSOLUTION

Hybarc G. M. C. Incorporated, a Maryland corporation, having its principal office in Queen Anne's County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is Route #1, Chestertown, Queen Anne's County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit, or proceeding, pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, is Barclay H. Bloomgarden, Route #1, Chestertown, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

<u>Name</u>	<u>Post Office Address</u>
Arthur F. Pinder	P. O. Box 372 Chestertown, Maryland
Kathryn N. Pinder	P. O. Box 372 Chestertown, Maryland
Barclay H. Bloomgarden	Route #1 Chestertown, Maryland
Dorothy L. Bloomgarden	Route #1 Chestertown, Maryland

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

<u>Name</u>	<u>Title</u>	<u>Post Office Address</u>
Arthur F. Pinder	President	P. O. Box 372 Chestertown, Maryland
Dorothy L. Bloomgarden	Vice-President	Route #1 Chestertown, Maryland
Barclay H. Bloomgarden	Secy-Treas.	Route #1 Chestertown, Maryland
Kathryn N. Pinder	Asst. Secy.	P. O. Box 372 Chestertown, Maryland

SIXTH: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on October 31, 1969, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on October 31, 1969.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation, in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (1957), Section 76.

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland, and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation of Maryland), stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81, or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

Treasurer for Queen Anne's County, Centreville, Maryland.

IN WITNESS WHEREOF, Hybarc G. M. C. Incorporated has caused these

presents to be signed, in its name, and on its behalf, by its President, and its corporate seal to be hereunto affixed and attested by its Secretary, on the 13th day of February, 1970.

HYBARC G. M. C. INCORPORATED

By Arthur F. Pinder
President



Attest:
Barclay H. Bloomgarden
Secretary

STATE OF MARYLAND,
COUNTY OF KENT, to wit:

I HEREBY CERTIFY, that on this 13th day of February, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Arthur F. Pinder, President of Hybarc G. M. C. Incorporated, a Maryland corporation, and, in the name of and on behalf of said corporation, acknowledged the foregoing Articles of Dissolution to be the corporate act of said Corporation, and, at the same time, personally appeared Barclay H. Bloomgarden, and made oath in due form of law that he was secretary of the meeting of the Board of Directors of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Incorporation are true, to the best of his knowledge, information and belief.

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



Ellen T. Plummer
Notary Public

ROGERS & SKIPPI
ATTORNEYS AT LAW
CHESTERTOWN, MARYLAND
TELEPHONE 778-3400

WILLIAM R. WILSON, III
TREASURER
HELEN E. PARDEE
DEPUTY
ELEANOR M. HUNTER
ASSISTANT DEPUTY

TREASURER OF QUEEN ANNE'S COUNTY
CENTREVILLE, MARYLAND

January 28, 1970

TO WHOM IT MAY CONCERN:

This is to certify that all taxes due and owing the State of Maryland, or due to Queen Anne's County, payable through my office or to me as Treasurer of Queen Anne's County, by HYBARC G. M. C., INCORPORATED, have been paid through Jan. 28th, 1970.

William R. Wilson 3rd

William R. Wilson, 3rd
Treasurer of Queen Anne's County



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 - PHONE COLONIAL 6-3371
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

HYBARC G.M.C. INCORPORATED
have been paid.

WITNESS my hand and official seal this
twenty-fourth day of February A.D. 1970.



Mary Ellen Hopkins
Deputy Comptroller

ARTICLES OF DISSOLUTION
OF
HYBARC G. M. C. INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 5, 1970 at 3:00 o'clock P. M. as in conformity
with law and ordered recorded.

A 16052

Recorded in Lib. 7793-337 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

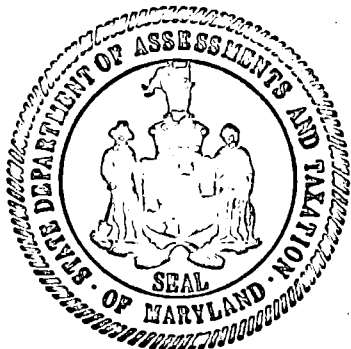
SPECIAL FEE
~~RECORDED~~ 15.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS Articles of Dissolution
RECEIVED FOR RECORD THIS 19
DAY OF March 1970. AT M.
RECORDED AND RECORDED IN
LIBER 7793-337 folio Charter
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Biel CLERK.

vjr.

LIBER 2 PAGE 315

RECEIVED FOR RECORD June 26 1970HONGA ACRES, INC.ARTICLES OF INCORPORATION

FIRST: We, the undersigned,

John L. Nafzinger, whose post office address is
Crumpton, Maryland 21628Henry J. Montgomery, whose post office address is
Rising Sun, Maryland 21911James R. Quinn, whose post office address is
Warwick, Maryland 21912Robert H. Elborne, whose post office address is
Earlville, Maryland 21919

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 name of the Corporation (which is hereinafter called the Corporation) is

HONGA ACRES, INC.

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

(1) To conduct a private hunting, fishing and recreational club for the use of the stockholders, their families and guests.

(2) To buy, own, sell, lease, finance, mortgage and otherwise deal in the necessary real estate and personal property and to employ the necessary employees to carry out the corporate purposes.

(3) To enjoy all the general powers of Corporations as set forth in Article 23, Section IX of the Annotated Code of Maryland, 1957 Edition, with Supplements.

FOURTH: The post office address of the principal office of the Corporation in this State, is Crumpton, Maryland 21628. The name and post office address of the resident agent of the Cor-

poration in this State are:

John L. Nafzinger
Crumpton, Maryland 21628

Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total numbers of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of the par value of One Hundred Dollars (\$100.00), a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of Directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified, are:

John L. Nafzinger
Henry J. Montgomery
James R. Quinn
Robert H. Elborne

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of one thousand (1000) fully paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00), a share for the following consideration, the value of

LAW OFFICES
HARRINGTON, HARRINGTON
& HARR
CAMBRIDGE, MD. 21610
TELEPHONE 888-8888

which consideration is hereby stated to be not less than the par value of the said stock, namely:

a. To issue unto John L. Nafzinger, Henry J. Montgomery, James R. Quinn and Robert H. Elborne a number of shares of stock necessary to compensate them for any and all assets, real estate, and personal property which they may convey to the said Corporation, the value of the property so conveyed to be determined by an inventory prepared by the Directors of the Corporation. It is specifically forbidden for any shares of stock to be issued for any services rendered.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 21st day of March, 1970.

TEST:

_____	<u>John L. Nafzinger</u> (SEAL) John L. Nafzinger
_____	<u>Henry J. Montgomery</u> (SEAL) Henry J. Montgomery
_____	<u>James R. Quinn</u> (SEAL) James R. Quinn
_____	<u>Robert H. Elborne</u> (SEAL) Robert H. Elborne

STATE OF MARYLAND, Cecil COUNTY, TO WIT:

I HEREBY CERTIFY that on this 21st day of March, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared John J. Nafzinger, Henry J. Montgomery, James R. Quinn and Robert H. Elborne, and severally acknowledged the foregoing Articles of Incorporation to be their act.

In Witness Whereof I have hereunto set my official seal, the day and year first above written.

David C. Giddings
My Commission Expires June 30, 1971
NOTARY PUBLIC
STATE OF MARYLAND

LAW OFFICES
HARRINGTON, HARRINGTON
& HARR
CAMBRIDGE, MD. 21613
TELEPHONE 338-8852

ARTICLES OF INCORPORATION

OF

HONGA ACRES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 24, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 16456

Recorded in Liber 777-304 of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Article 7* WAS
RECEIVED FOR RECORD THIS *26th*
DAY OF *June* 1970 at *8* H.
RE *34986* AND RECORDED IN
LIBER *777-316* *Charles*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

vjr.

LIBER 2 PAGE 319

21
RECEIVED FOR RECORD *June 26, 1970* LIBER 2 PAGE 320
ARTICLES OF INCORPORATION
OF
PETE'S CRAB HOUSE, INC.

THIS IS TO CERTIFY:

First: That I, the subscriber, Howard Wood, whose post office address is Centreville, Maryland am at least 21 years of age and am forming a corporation under the general laws of the State of Maryland.

Second: The name of the corporation is PETE'S CRAB HOUSE, INC.

Third: The purposes for which the corporation is formed and the business, or objects to be carried on and promoted by it, are as follows:

To conduct the business of preparing and selling seafood and other food and selling beverages of all kinds for consumption on or off any premises it occupies;

To purchase, acquire, hold, improve, develop, and sub-develop, sell, convey, assign, release, mortgage, encumber, lease, hire, and deal in real and personal property of every name and nature, including stocks and securities of this corporation and other corporations, and to loan money, and take securities for the payment of all sums due the corporation, and to sell, assign, and release such securities, and the doing of such other business as shall be necessary, convenient, or incident thereto.

To erect, purchase, lease, own, operate and dispose of, buildings, and structures, with such machinery, tools, apparatus, and equipment, as may be necessary for the proper conduct of the business of the corporation.

To engage in, and carry on, the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in, and with, goods, wares, and merchandise, of every class and description.

To engage in, and carry on, any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

To acquire all, or any part of the good will, rights, property, and business, of any person, firm, association, or corporation, heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy, and, in any manner, dispose of, the whole, or any part of, the rights, property, and business so acquired, and to assume, in connection therewith, any liabilities of any such person, firm, association, or corporation.

To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account, the same.

To purchase, or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire, and reissue, shares of its own stock of any class, in any manner, now or hereafter authorized or permitted by law.

To guarantee the payment of dividends upon any shares of stock, or shares, in, or the performance of any contract by, any other corporation, or association, in which this corporation has an interest, and to endorse, or otherwise guarantee, the payment of the principal and interest, or either, of any bonds, debentures, notes, or other evidences of indebtedness created or issued by any such other corporation or association.

To carry out all, or any part of, the aforesaid objects, as principal, factor, agent, contractor, or otherwise, either alone or through, or in conjunction with any person, firm, association, or corporation and in carrying on its business, and for the purpose of attaining or furthering, any of its objects and purposes, to make and perform any contracts, and to do any acts and things, and to exercise any powers suitable, convenient, or proper, for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which, at any time, may appear conducive to, or expedient for, the accomplishment of any of such objects and purposes.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this, or any other article of these Articles of Incorporation, or of any amendment thereto, and shall be regarded as independent, and construed as powers, as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges, granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted and conferred.

Fourth: The Post Office address of the place at which the principal office of the corporation in this State will be located is Queenstown, Maryland. The resident agent of the corporation is Alan V. Lovelace, whose post office address is Queen Anne, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The corporation shall not have less than three (3), nor more than nine (9) directors, and Alan V. Lovelace, Jane Lovelace and James Hunter, Sr., shall act as such until their successors are duly chosen and qualified.

Sixth: The total number of shares of stock of all classes which the corporation has authority to issue is as follows:

One Thousand (1,000) shares of common stock of the par value of One Hundred Dollars (\$100.00) each.

No stock shall be issued except pursuant to a plan adopted by the directors of the corporation to offer such stock for a period, (ending not later than two years after the adoption of the plan), specified in the plan; and the board of directors shall in all respects endeavor to see that stock is issued only under circumstances enabling it to qualify as "Section 1244 stock" as defined by the present Internal Revenue Code or similar future provisions of the federal tax laws, as the case may be.

Seventh: The following provisions are hereby adopted, for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

(a) The Board of Directors of the corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

(b) Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested, as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction, shall be thereby affected or invalidated; provided, that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof, any director of the corporation who is also a director of or officer of or interested in such other corporation, or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to

authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or association or not so interested, or a member of a firm so interested.

(c) The Board of Directors of the corporation is hereby empowered to authorize the purchase by the corporation out of its surplus, at any such time or times and in such amounts as it shall deem advisable, shares of its own stock of any class, whether now or hereafter authorized and securities convertible into shares of its own stock, whether now or hereafter authorized, at such price or prices as the Board of Directors shall deem to be the fair market value thereof; such purchase or purchases to be for the purpose of resale, reissue or retirement as the said Board may determine.

(d) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth, or imposed by Law, to classify, or reclassify, any unissued shares of stock, whether now or hereafter authorized, by fixing, or altering, in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on, the time and prices of redemption of, and the conversion rights of, such shares.

(e) The corporation reserves the right, from time to time, to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any of its outstanding stock, by classification, reclassification, or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid, unless, such change in the terms thereof shall have been authorized by the holders of fifty-one per cent (51%) of the shares of such stock at the time outstanding, by a vote at a meeting, or in writing, with or without a meeting.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, on this 27th day of March, 1970.

WITNESS:

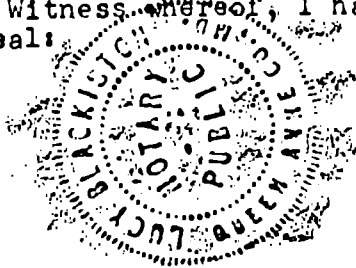
Lucy Blackiston
LUCY BLACKISTON

Howard Wood (SEAL)
HOWARD WOOD

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

On this, the 27th day of March, 1970, before me the subscriber, a Notary Public of the State and County aforesaid, personally appeared Howard Wood, satisfactorily proven to be the person described in the foregoing Articles of Incorporation, and he acknowledged that he executed the same in the capacity therein stated and for the purposes therein contained.

In Witness whereof, I have hereunto set my hand and official seal:



Lucy Blackiston
LUCY BLACKISTON
Notary Public
My Commission Expires: 7/1/70.

LIBER

2 PAGE 323

LIBER 2 PAGE 324

ARTICLES OF INCORPORATION
OF
PETE'S CRAB HOUSE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 30, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 16523

Recorded in Liber 7798-194 folio 5 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

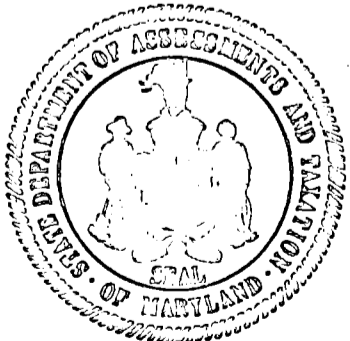
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SDT.
I HEREBY CERTIFY THAT
THIS Article of Incorporation
RECEIVED FOR RECORD THIS 26
DAY OF March 1970 AT 8:30 M.
BE 8:30 A.M. AND RECORDED IN
LIBER CWC-2 plus 320 Charters
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cal CLERK

RECEIVED FOR RECORD

June 24, 1970

HALE AND HARRIS SEAFOOD, INC.

(A CLOSE CORPORATION UNDER ARTICLE 23, SECTION 100)

THIS IS TO CERTIFY:-

That I, the subscriber, HUGH ELLIOTT HARRIS, whose Post Office Address is Chester, Maryland 21619, being of full legal age and a citizen of the State of Maryland and of the United States, do under and by virtue of the Maryland Close Corporation Law, declare my intention of forming a close corporation, and do hereby form such corporation.

FIRST: The name of the corporation (which is hereinafter called the Corporation) is HALE AND HARRIS SEAFOOD, INC.

SECOND: This Corporation shall be a close corporation authorized by Article 23, Section 100 of the General Corporation Law of Maryland.

THIRD: The purposes for which, and for any of which the Corporation is formed, and the business and objects to be carried on and promoted by it are as follows:

A. To carry on the business of general warehousemen, and particularly to maintain, conduct and operate a cold storage warehouse, dry storage warehouses, bonded warehouses and common warehouses for the storage of merchandise, seafood, meats, farm products and all other products and foods and chattels and effects of all kinds, both of foreign or domestic production, manufacture or harvest.

B. To employ any ships, tugs, boats or vessels, barges, launches, crafts, cars, wagons, carts, trucks, drays, motorcars, motor trucks, or other means of transportation in the conveyance of live stock, meat, coal, ice, seafood, fruit, farming and other produce and products, and of merchandise and materials of all kinds, to and from such ports or places as may be deemed expedient and for the best interests of the company.

C. To purchase, take or lease, or in exchange acquire such real estate and rights and privileges therein as shall be necessary for the transaction of the business of the company, and in particular any lands, buildings, easements, licenses, patents, machinery, ships, barges, rolling stock, plant and stock in trade, which shall be necessary for the transaction of the business of the company, and that it may sell and dispose of the same when not required for the uses of the company, and acquire such other lands, buildings, easements, licenses and plants as shall be necessary.

D. To sell, improve, manage, develop, lease, mortgage, exchange, surrender, dispose of, turn to account, or otherwise deal with all or any of the property and rights of the company.

E. To buy and sell at wholesale or retail all kinds of seafood and generally to carry on the trade or business of a seafood dealer in all its branches.

F. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof: Provided, the same be not inconsistent with the law under which this Corporation is organized.

FOURTH: The Post Office Address of the principal office of the Corporation in this State is Grasonville, Maryland 21638. The name and post office of the resident agent of the Corporation in this State is Hugh Elliott Harris, Chester, Maryland 21619. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of No Par Value, having no aggregate par value.

SIXTH: The number of Directors of the Corporation shall be one (1), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than one (1); the name of the Director who shall act until the first annual meeting or until his successor is duly chosen and qualified is HUGH ELLIOTT HARRIS, Chester, Maryland 21619.

SEVENTH: The Board of Directors or Director of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

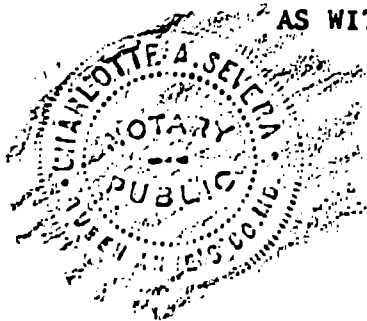
IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this *16th* day of April, 1970.

Hugh Elliott Harris (SEAL)
Hugh Elliott Harris

STATE OF MARYLAND, COUNTY OF QUEEN ANNE'S, to wit:

I HEREBY CERTIFY, that on this *16th* day of April, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County and State aforesaid, personally appeared HUGH ELLIOTT HARRIS, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.



Charlotte A. Severn
Notary Public

ARTICLES OF INCORPORATION
OF
HALE AND HARRIS SEAFOOD, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 20, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 16986

Recorded in Lib 7802, folio 554 of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

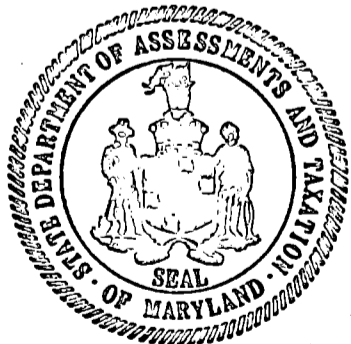
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



mfr

STATE OF MARYLAND,

QUEEN ANNE'S COUNTY, SOF.

I HEREBY CERTIFY THAT
THIS *Charter of Incorporation* AS
RECEIVED FOR RECORD THIS
DAY OF 19 .. AT H.
RE 34986 AND RECORDED IN
LIBER *CWC-3* folio *Charters*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Beaf CLERK.

RECEIVED FOR RECORD June 26, 1970

ARTICLES OF INCORPORATION

OF

W & P LUMBER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ernest S. Cookerly, whose post office address is Chestertown, Maryland; Phoebe P. Anthony, whose post office address is Chestertown, Maryland; and Patricia B. Spencer, whose post office address is Chestertown, Maryland; all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation, (which is hereinafter called the "Corporation"), is:

"W & P LUMBER, INC."

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

(a) To manufacture, buy, sell, and deal in, either for itself or as agent for others, in lumber, millwork, and building materials of all kinds and nature.

(b) To fell and lop trees, to cut timber into logs and lumber and engage in all kinds of lumber pursuits.

(c) To construct, acquire by purchase or otherwise, and maintain and operate, sell or otherwise dispose of saw mills, planing mills, or mills or factories of any kind for the purpose of manufacturing wood or timber into lumber, or the manufacturing of any product from wood, or partly consisting of wood, iron, steel, copper, or other material; to construct, acquire by purchase, or otherwise, and maintain and operate, constructions, machinery, and appliances of any and all kinds necessary or deemed necessary for any or all of these purposes;

LUMBER

2 PAGE 329

and to sell or otherwise dispose of and deal in machinery, appliances and constructions of all kinds and character that may be or be deemed to be of use for or in connection with any of these purposes.

(d) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber, or dispose of, goods, wares, merchandise, implements, and other personal property, or equipment, of every kind.

(e) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber, or dispose of, real property wherever situated.

(f) To carry on, and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of, natural products, raw materials, manufactured products, and marketable goods, wares and merchandise of every description.

(g) To purchase, lease, or otherwise acquire, all or any part of, the property, rights, businesses, contracts, good-will, franchises, and assets of every kind, of any corporation, co-partnership, or individual, (including the estate of a decedent), carrying on, or having carried on, in whole, or in part, any of the aforesaid businesses, or any other businesses, that the Corporation may be authorized to carry on, and to undertake, guarantee, assume, and pay, the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises, or assets, by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities, of the Corporation, or otherwise.

(h) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(i) To purchase, or otherwise acquire, hold, and re-issue, shares of its capital stock, of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for, any shares of stock of, or any bonds, or other securities, or evidences of indebtedness, issued or created by, any other corporation, or association, organized under the laws of the State of Maryland, or of any other state, territory, district, colony, or dependency of the United States of America, or of any foreign country; and while the owner, or holder of, any such shares of stock, voting trust certificates, bonds, or other obligations, to possess, and exercise in respect thereof, any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets, or a division of the profits, of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(j) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation, or association, in which the Corporation has an interest, and to endorse, or otherwise guarantee, the payment of the principal, and interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness, created or issued by, any such other corporation or association.

(k) To loan or advance money, with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes, or other obligations, of any nature, and in any manner permitted by law, for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by mortgage upon, or pledge, or conveyance, or assignment in trust of, the whole, or any part of, the property of the Corporation, real or personal, including contract rights, whether at the time owned, or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of, such bonds, notes, or other obligations of the Corporation, for its corporate purpose.

(l) To carry on any of the businesses hereinbefore enumerated, for itself, or for account of others, or through others, for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate, or facilitate, the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business, or rights.

The foregoing enumeration of the purposes, objects, and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object, or business, in any manner, to limit, or restrict, the generality of any other purpose, object, or business mentioned, or to limit, or restrict, any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars, to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Millington, Queen Anne's County, Maryland 21651. The resident agent of the Corporation is H. Duval Pearce, whose post office address is R.D., Chestertown, Maryland 21620. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased, or decreased, pursuant to the by-laws of the Corporation, but shall never be less than three (3) nor more than nine (9), and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are: H. Duval Pearce, Harry Warrington, and Ernest S. Cookerly.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating, the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock, and securities convertible into its shares of stock, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) No contract, or other transaction, between this Corporation, and any other corporation, and no act of this Corporation shall in any way be affected, or invalidated, by the fact that any of the directors of this Corpora-

tion are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract, or transaction, of this Corporation, provided that the fact that he, or such firm, is so interested, shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine, and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus, or net profits. The Board of Directors may, in its discretion, use, and apply, any of such surplus, or net profits, in purchasing, or acquiring, any of the shares of the stock of the Corporation, or any of its bonds, or other evidences of indebtedness, to such extent, and in such manner, and upon such lawful terms, as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make, from time to time, any amendments to its charter, which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification, or otherwise, but no such amendment, which changes the terms of any of the outstanding stock, shall be valid unless such change of terms shall have been authorized by the holders of two-thirds (2/3rds)

of all of such stock, at the time outstanding, by vote at a meeting, or in writing, with or without a meeting.

(e) Notwithstanding any provision of law requiring any action to be taken, or authorized, by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken, or authorized, by vote of the stockholders, such action shall be effective, and valid, if taken, or authorized, by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(f) The Board of Directors shall have power, subject to any limitations, or restrictions, herein set forth, or imposed by law, to classify, or reclassify, any unissued shares of stock, whether now, or hereafter, authorized, by fixing, or altering, in any one, or more, respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(g) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class, to holders of stock of another class, or classes; and shall have the authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law, or by these articles, to purchase, lease, or otherwise acquire, the business, assets, or franchises, in whole, or in part, of other corporations, or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 1st day of April, 1970.

Witness:

Barbara Sue Turner

Ernest S. Cookerly (SEAL)
Ernest S. Cookerly

Barbara Sue Turner

Phoebe P. Anthony (SEAL)
Phoebe P. Anthony

Barbara Sue Turner

Patricia B. Spencer (SEAL)
Patricia B. Spencer

STATE OF MARYLAND, COUNTY OF KENT, to wit:

I HEREBY CERTIFY, that on this 1st day of April, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Kent, aforesaid, personally appeared Ernest S. Cookerly, Phoebe P. Anthony, and Patricia B. Spencer, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Barbara Sue Turner



My commission expires:

July, 1970.

ARTICLES OF INCORPORATION

OF

W & P LUMBER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 2, 1970 at 8:30 o'clock A.M. as in conformity with law and ordered recorded.

A 16687

Recorded in Liber 2800-600, folio 69, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

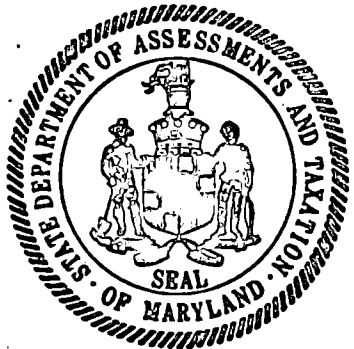
Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOF.
I HEREBY CERTIFY THAT
THIS *Article of Incorporation* AN
RECEIVED FOR RECORD THIS *26* DAY OF *June* 1970 AT *8:30* M.
HE *34986* AND RECORDED IN
LIBER *2800-600* folio *329* Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Chief CLERK

LIBER 2 PAGE 337

RECEIVED FOR RECORD June 26, 1970

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS

I, David L. Steel, Sr., do hereby certify that I am the duly elected, qualified and acting President of Baltimore Telecasters, Inc. and that by unanimous resolution of the Board of Directors of said corporation the following resolution was adopted, which said resolution remains in full force and effect:

"RESOLVED, That the resident agent of this corporation in the State of Maryland be and hereby is David L. Steel, Sr. ✓ whose post office address is RD#1, Box 219A, Greenwood Point, Grasonville, Maryland and that the principal office of this corporation be and hereby is changed from 12903 Neola Road, Wheaton, Maryland to RD#1, Box 219A, Greenwood Point, Grasonville, Maryland. ✓



David L. Steel, Sr.
David L. Steel, Sr., President

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT
OF
BALTIMORE TELECASTERS, INC.

received for record March 23, 1970, at 9:05 A. M.
and recorded on Film No. 798 Frame No. 391 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Queen Annes County

AA No. 6727

(2)
SPECIAL FEE PAID \$3.00
Recording Fee Paid 2.00
\$5.00

Mr. Clerk - please mail to Mr. David L. Steel, Sr. President
Baltimore Telecasters, Inc.
R D #1, Box 219A
Greenwood Point
Grasonville, Maryland 21638

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, BOT.
I HEREBY CERTIFY THAT
THIS *Change of Resident Agent* WAS
RECEIVED FOR RECORD THIS *26*
DAY OF *June* 1970 AT *9:05* M.
RE *37986* AND RECORDED IN
LIBER *2* plus *338* *Charters*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coyle CLERK.

LIBER 2 PAGE 340 *Recd - Memo*
 TO: Unicorn Manor, Inc.
 c/o Wilbur S. Brinsfield, President
 Crompton, Maryland 21628

FROM: FOSTER S. WILLIS
 SUDLERSVILLE
 MARYLAND 21668

REGARDING: Resignation of Resident Agent DATE: May 20, 1970

I am this date hereby giving notice of my resignation as Resident Agent of Unicorn Manor, Inc..

The effective date of my resignation is this date of which specifically is May 20, 1970.

Furthermore, a copy of this original notice is being forwarded to the State Department of Assessments and Taxation as required by law.

Yours very truly,

Foster S. Willis
 Foster S. Willis

NOTICE OF RESIGNATION
 OF FOSTER WILLIS
 AS RESIDENT AGENT

FOR

UNICORN MANOR, INC.

received for record May 21, 1970, at 9:01 A. M.
 and recorded on Film No. 810 Frame No. 99 one of
 the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Anne's County.

AA No. 6879

SPECIAL FEE PAID \$3.00
 Recording Fee Paid 2.00
 \$5.00

Mr. Clerk - please mail to Mr. Foster S. Willis
 Sudlersville, Maryland 21668

RK

RECEIVED FOR RECORD Aug 25 1970

CENTER BEVERAGE STORE, INC.

CENTER BEVERAGE STORE, INC., a Maryland Corporation having its principal office in Queen Anne County, Maryland (hereinafter called the Corporation, hereby certifies to the state Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the corporation was forfeited on 1968 for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND and these articles of revival are for the purpose of reviving and reinstating the charter of the corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was CENTER BEVERAGE STORE, INC.

THIRD: The name of the Corporation will hereafter be known as CENTER BEVERAGE STORE, INC.

FOURTH: (a) The Post Office address of the principal office of the Corporation in the state of Maryland is 109 Water street, Centreville, Queen Anne County Maryland, and said principal office is located in the same County in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and postoffice address of the resident agent of the corporation in the state of Maryland are John Fernicola, 109 Water street, Queen Anne County Centreville Maryland. Said resident agent is a citizen residing in this state or a corporation of this state.

FIFTH: At or prior to the filing of these articles of Revival the Corporation has:

- (a) Paid all fees required by law.
- (b) Filed annual reports which should have been filed by the corporation if its charter had not been forfeited.
- (c) Paid all state and local taxes (other than real estate) and all interest and penalties which, irrespective of any period of limitation otherwise proscribed by law affecting the collection of any part of such taxes, would have been payable by the corporation if its charter had not been forfeited.

In witness WHEREOF, the undersigned who was respectively the last Acting President and treasurer of the corporation has signed these articles of revival on June 12, 1970.

John Fernicola
John Fernicola

John Fernicola
Last Acting President
John Fernicola
Last acting treasurer

State of N.J.
County of Union

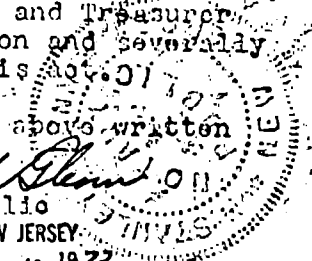
I hereby certify that on June 13, 1970 before me the subscriber a notary public of New Jersey in and for the County of Union personally appeared *John Fernicola*, the last acting President and Treasurer of the CENTER BEVERAGE STORE INC. a Maryland Corporation and severally acknowledged the foregoing articles of revival to be his act.

Witness my hand and seal, the day and year last above written

LIBER

2 PAGE 341

Stanley Stein
Notary Public
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug 10, 1972



OF
CENTER BEVERAGE STORE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 18, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 18360

Recorded in Liber 7816 folio 413², one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Books / etc / paid \$ 25.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOT.
I HEREBY CERTIFY THAT
THIS *Articles of Revival* WAS
RECEIVED FOR RECORD THIS *25*
DAY OF *July* 1970 AT *M.*
RE 357.55 AND RECORDED IN
LIBER *QAC-2* folio *341* *Charters*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Wolfert

EST

RECEIVED FOR RECORD Aug. 25, 1970

COLLINS ELECTRONICS, INC.

ARTICLES OF REVIVAL

(Under Section 85)

Collins Electronics, Inc., a Maryland corporation having its principal office in Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The Charter of the Corporation was forfeited on December 30, 1968, for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these ARTICLES of REVIVAL are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was Collins Electronics, Inc.

THIRD: The name by which the Corporation will hereafter be known is Collins Electronics, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Old Love Point Road, Stevensville, Queen Anne's County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Nancy C. Hoxter, Stevensville, Queen Anne's County, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

For Execution by Officers

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary-Treasurer of the Corporation, have signed these Articles of Revival on MAY 2, 1970.

X F. Folkers Johnson

F. Folkers Johnson, Last Acting President

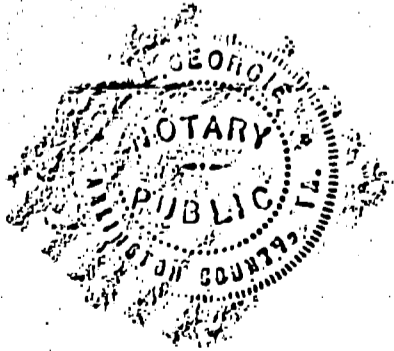
X Phyllis L. Johnson

Phyllis L. Johnson, Last Acting Secretary-Treasurer

STATE of VIRGINIA,
County of ARLINGTON, ss:

I HEREBY CERTIFY that on MAY 2, 1970, before me, the subscriber, a notary public of the State of VIRGINIA in and for the County of ARLINGTON, personally appeared PHYLLIS L. JOHNSON, the last acting ~~Secretary-Treasurer~~ President of Collins Electronics, Inc., a Maryland corporation, and acknowledged the foregoing Articles of Revival to be their act.

Witness my hand and notarial seal, the day and year last above written.



E. L. George

Notary Public

My Commission expires February 4, 1972

STATE of Illinois

County of Will, ss:

I HEREBY CERTIFY that on May 4, 1970 before me, the subscriber, a notary public of the State of Illinois in and for the County of Will, personally appeared F. Folkes Johnson the last ^{President} ~~Secretary-Treasurer~~ of Collins Electronics, Inc., a Maryland corporation, and acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and notarial seal, the day and year last above written.



F. Folkes Johnson
Notary Public

LIBER 2 PAGE 346
ARTICLES OF REVIVAL

OF

COLLINS ELECTRONICS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 2, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 18056

Recorded in Liber 7813, folio 344⁴, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
~~25.00~~ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Kella



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Charter of Revival* WAS
RECEIVED FOR RECORD THIS *25*
DAY *June* 1970 AT *8:30* A.
M. *RE 3575* AND RECORDED IN
LIBER *7813* folio *344*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cail CLERK

RECEIVED FOR RECORD Aug. 25, 1970

NORWICH ENTERPRISES, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, William E. Sylvester, whose post office address is Queen Anne, Maryland, 21657, Betty P. Sylvester, whose post office address is Queen Anne, Maryland, 21657 and Clayton C. Carter, whose post office address is No. 204 North Commerce Street, Centreville, Maryland, 21617, 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 name of the corporation (which is hereinafter called the Corporation) is NORWICH ENTERPRISES, INC.

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

(a) To carry on the business of milling, converting, treating, preparing, manufacturing, buying, selling, exchanging, and otherwise producing and dealing in feeds, seeds and farm supplies.

(b) To carry on any agricultural pursuits or agricultural related pursuits.

(c) To purchase, lease or otherwise acquire, hold, own, develop, operate, manage, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the carrying on of a real estate development and improvement business.

(d) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(e) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(f) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares, and merchandise of every description.

(g) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

(h) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(i) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or to otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other

securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(j) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(k) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of

such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(l) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(m) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Queen Anne, Maryland, 21657. The name and post office address of the resident agent of the Corporation in this State are Clayton C. Carter, No. 204 North Commerce Street, Centreville, Maryland, 21617. Said resident agent is a

*Queen
Anne's
Co.*

citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten Dollars (\$10.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are William E. Sylvester, Betty P. Sylvester and Clayton C. Carter.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such considerations as said board of directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(2) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other

transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed to the board of directors or a majority thereof.

(3) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of this Corporation.

(4) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of stock of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares of stock outstanding and entitled to vote thereon, except as otherwise provided in the charter.

(5) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments, changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

(6) The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable

in stock of one class to holders of stock to another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other Corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on May 26th, 1970.

WITNESS:

Carol M. Taylor

William E. Sylvester
William E. Sylvester

Carol M. Taylor

Betty P. Sylvester
Betty P. Sylvester

Carol M. Taylor

Clayton C. Carter
Clayton C. Carter

STATE OF MARYLAND,

COUNTY OF QUEEN ANNE'S, ss:

I HEREBY CERTIFY that on May 26th, 1970, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Queen Anne's, personally appeared William E. Sylvester, Betty P. Sylvester and Clayton C. Carter and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last

above written.

My Commission expires:

July 1, 1974



Carol M. Taylor
Notary Public

LIBER 2 PAGE 354
ARTICLES OF INCORPORATION
OF
NORWICH ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 27, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 17867

Recorded in Liber 7811, folio 445⁸ one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 19.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



BY

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SO. I
I HEREBY CERTIFY THAT
THIS *Article of Inc.* WAS
RECEIVED FOR RECORD THIS *25*
DAY OF *May* 1970 AT *8:30* M.
RE *35755* AND RECORDED IN
LIBER *7811* fol. *347* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Culp CLERK.

YMR

RECEIVED FOR RECORD Aug 25, 1970

ARTICLES OF INCORPORATION

OF

AVALON FARMS, INC.

THIS IS TO CERTIFY:

FIRST: That the subscribers, David M. Wortman of 9015 Rhode Island Avenue, College Park, Maryland, Saul M. Schwartzbach, of 10101 Green Forest Drive, Adelphi, Maryland, and Lawrence A. Shulman, of 1306 Mullins Street, Silver Spring, Maryland, do hereby associate themselves with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations. Said incorporators being adults over twenty-one (21) years of age.

SECOND: The name of the corporation is Avalon Farms, Inc.

THIRD: The purpose or purposes for which the corporation is organized are:

To acquire farm properties and other real estate, by purchase, lease or otherwise, to improve and develop the same, and thereon to plant, sow, cultivate and harvest grains, hay, forage, vegetables, fruit, flowers and all kinds of farm produce and products of the soil. To breed, raise, buy, pasture, prepare for market exhibit, sell, and deal in livestock of all kinds. To engage in dairying and the poultry, pigeon, pet stock, and market gardening business. To operate greenhouses, hot beds and cold frames for the raising of plants, shrubs, and flowers. To acquire and maintain shops, stores, stalls, market stands, peddling and delivery vehicles, routes, and all other conveniences and equipment suitable for the vending of its products. In general, to conduct in all their several departments and branches, the business of farmers,

fruit growers, dairymen, stock raisers, gardeners, nurserymen, and florists, and to do everything incidental or conducive to the full accomplishment of the foregoing objects, within or without the State of Maryland.

To own, conduct, operate, maintain and carry on a general construction, contracting business and to design, construct, erect, build, repair, remodel, alter or improve, acquire, equip, maintain, work or dispose of chicken houses, barns, farm buildings, homes, apartments, hotels, motels and dwellings of all kinds, stores, garages, shopping centers, theaters and private and public works or conveniences of all kinds.

To engage in any business, allied or kindred or associated with any of the principal objects of this corporation.

To acquire, by purchase, lease or otherwise, own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of, real property, or any interest or right therein, wherever situated, within or without the State of Maryland.

To manufacture, purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, deal and trade in and with goods, wares, merchandise, and personal property of any and every class and description, within or without the State of Maryland.

To acquire the goodwill, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation; to pay for the same in cash, the stock of this corporation, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient to and about the conduct and management of such business.

To guarantee, purchase, or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, or other such evidences of indebtedness created by other corporations and while the holder of such stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to the same extent as a natural person might or could do.

To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city, county, body, politic, state, territory, government or colony or dependency thereof.

To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures or other negotiable or non-negotiable instruments, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment hereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or part of the property of the corporation at the time owned or thereafter acquired.

To conduct business in any of the states, territories, colonies or dependencies of the United States, in the District of Columbia, and in any and all foreign countries, to have one or more offices therein, and therein to hold, purchase, mortgage, and convey real and personal property, without limit as to amount.

To do any and all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, and either alone or in company with others.

To purchase, hold and reissue any of the shares of its capital stock pursuant to the provisions of the General Laws of the State of Maryland.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through

or in conjunction with any person, firm, association or corporation, and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes to make and perform any contract and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

It is intended that each of the objects, purposes and powers hereinabove set out shall be regarded as independent objects, purposes and powers and that together with all the powers conferred by the laws of the State of Maryland, this corporation shall also have the power to carry on any other business which may be usual, useful, necessary or convenient in connection with or incidental to any of the business objects and powers of the corporation as above expressed.

The objects and purposes specified herein shall be regarded as independent objects and purposes and except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this Certificate of Incorporation.

FOURTH: The Post Office address of which the principal office of said corporation in this State shall be located will be Route 481, Queen Anne, Queen Anne's County, Maryland. The Resident Agent of the Corporation is Lawrence A. Shulman, whose Post Office address is 1306 Mullins Street, Silver Spring, Montgomery County, Maryland, said resident agent is a citizen of this State, actually residing therein.

FIFTH: The total amount of the authorized capital stock of the corporation is Five Thousand (5,000) shares of common capital stock, with Ten Dollar (\$10.00) par value, all of one class.

SIXTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

The Board of Directors shall have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations the books, accounts and documents of the corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-Laws; and, except as so provided, no stockholder shall have any right to inspect any book, account, or document of the corporation unless authorized so to do by resolution of the Board of Directors.

Any Director, individually, or any firm of which any Director may be a member, or any corporation or association of which any Director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any Director of the corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with like force and effect as if he were

not

not such director or officer of such other corporation or association or not so interested or a member of a firm so interested. Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purposes, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the corporation.

Unless the By-Laws otherwise provide, any officer or employee of the corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-Laws or by authority of the Board of Directors.

Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of a share of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the By-Laws. The corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of the outstanding stock of the corporation; but no such amendment which changes the terms of any class of the outstanding stock shall be valid unless such changes in the terms thereof shall have been authorized by the holders of Fifty-one percentum (51%) of the shares of such stock at the time outstanding, by a vote of a meeting or in writing with or without a meeting.

Upon the consent of the holders of a majority of the total number of shares of stock outstanding and at the time entitled to vote for and elect the Board of Directors, expressed in writing without or with a meeting or by vote at a meeting called for that purpose, all the property and assets of the corporation, including its goodwill and franchises, may be sold or transferred as an

entirety to a new corporation to be incorporated under the laws of the United States, the State of Maryland, or any other state of the United States, for the purpose of so taking over all the property and assets of the corporation, with the same or a different authorized number of shares of stock, and with the same preferences, voting powers, restrictions and qualifications thereof as may then attach to the classes of stock of the corporation then outstanding, provided that the whole or any part of such stock be with or without nominal or par value; the consideration for such sale or transfer to be the assumption by such new corporation of all of the then outstanding liabilities of the corporation and the issuance and delivery by the new corporation of shares of stock (any or all thereof either with or without nominal or par value) of such new corporation. In the event of such sale or transfer each holder of stock of the corporation agrees forthwith to surrender, and agrees that any and every other holder of stock of the corporation may surrender, for cancellation, his certificate or certificates for stock of the corporation and receive and accept in exchange therefor, as his full and final distributive share of the proceeds of such sale or transfer and of the property and assets of the corporation, with or without a dissolution of the corporation, a number of shares of the stock of the new corporation, of such class and at such ratio of exchange as may be fixed by the said consent of the stockholders; and in the event of such sale or transfer, no holder of any of the stock of the corporation shall have any rights or interest in or against the corporation, or in or against the property and assets so sold or transferred, except the right, upon surrender of his certificate or certificates as aforesaid, to receive from the corporation a certificate or certificates for such shares of such new corporation as herein provided. Such new corporation may, but need not, have all or any of the powers of the corporation, and the charter and By-Laws of such new corporation may, but need not, contain all or any of the provisions contained in the charter and the By-Laws of the corporation.

SEVENTH: The corporation shall not have less than three nor more than seven directors, and Bernard Adams, Paul N. Lawrence and Eva Brock shall act as directors until the first

annual meeting or until their successors are duly chosen and qualified.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this certificate of incorporation on the 16th day of June, 1970.

David M. Wortman
DAVID M. WORTMAN

Witness: Howard M. Rain

Saul M. Schwartzbach
SAUL M. SCHWARTZBACH

Lawrence A. Shulman
LAWRENCE A. SHULMAN

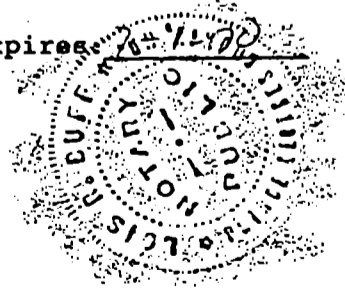
STATE OF MARYLAND)
COUNTY OF PRINCE GEORGE'S)

I HEREBY CERTIFY that on this 16th day of June, 1970, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared David M. Wortman, Saul M. Schwartzbach and Lawrence A. Shulman, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the date and year last above written.

Les B. Buff
Notary Public

My Commission Expires 7-1-72



ARTICLES OF INCORPORATION
OF
AVALON FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 18, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 18346

Recorded in Liber 2816, folio 286, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

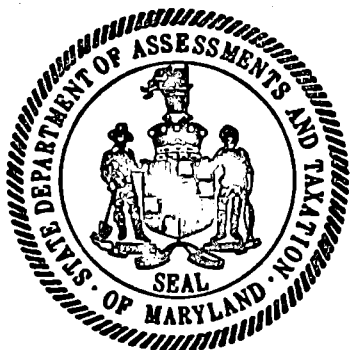
Bonus tax paid \$ 20.00 Recording fee paid \$ 21.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



mfr

STATE OF MARYLAND,

QUEEN ANNE'S COUNTY, MD.

I HEREBY CERTIFY THAT
THIS Article of Inc. HAS
RECEIVED FOR RECORD THIS 25
DAY of July 1970 AT
RE 3575 ST. AND RECORDED IN
LIBER C-2 folio 355 Charles
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles W. Cecil CLERK.

LIBER 2 PAGE 363

RECEIVED FOR RECORD Aug 25, 1970

ARTICLES OF INCORPORATION

OF

CALLAHAN'S FARMS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Herman Callahan, Jr., whose post office address is Queen Anne, Maryland 21657, James T. Horney, whose post office address is 704 South Washington Street, Easton, Maryland 21601, and J. Thomas Clark, whose post office address is 118 North Commerce Street, Centreville, Maryland 21617, all being of legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereafter called the "corporation"), is:

CALLAHAN'S FARMS, INC.

THIRD: That the purpose for which the corporation is formed and the business or object to be carried on and promoted by it are as follows:

(a) The cultivation and improvement of farms, gardens and agricultural lands, the raising and improving of livestock, including the production of milk, and incidently to own and control under lease, or otherwise, such lands, buildings and personal property necessary to the conduct and operation of such business.

(b) To carry on a general livestock commission business, that is, to buy and sell livestock, and to act as broker in the purchase and sale of livestock, and to receive for sale, and sell on commission, livestock, and any other by products, consigned for sale, and to make advancements on such consignments, and to charge for such sales and advances; and to buy and sell livestock and other products on commission or otherwise, for its stock holders, and to do all other business properly pertaining and belonging to a corporation organized for the above stated purposes.

(c) To act as contractors in the hauling of livestock, grain and other farm products and to own, hire and rent trucks and other farm equipment in the furtherance of said businesses.

(d) To purchase and sell notions, toys, merchandise of every kind, including liquors, wines and beers and to receive and sell the same as agent or on commission.

(e) To purchase, build, lease or otherwise acquire land and buildings, in order to conduct and operate the above enumerated businesses and to convey, mortgage, pledge, transfer or otherwise acquire or dispose of land, buildings, and other structures and all other property, both real and personal, of every kind and description, or any interest therein necessary or desirable for the carrying on of the businesses of the corporation.

(f) To carry on any other business which may seem to the corporation to be necessary or advantageous, either directly or indirectly, to carry out the aforesaid objects or any of them.

(g) To borrow by secured or unsecured loans such funds as may be necessary to conduct said businesses.

(h) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature.

FOURTH: The post office address of the principal office of the corporation in this State is Queen Anne, Queen Anne's County, Maryland 21657. The name of the resident agent of the corporation is Betty M. Comegys, whose post office address is Centreville, Queen Anne's County, Maryland 21617. Said resident agent is a citizen agent of the State of Maryland and actually resides therein.

FIFTH: The number of Directors of the Corporation shall be three which number may be increased or decreased pursuant to the by-laws of the corporation, which shall never be less than three nor more than nine, or until their successors are duly chosen and qualify are Herman Callahan, Jr., James T. Horney and J. Thomas Clark.

SIXTH: The number of shares of stock which the corporation shall have authority to issue is five thousand (5,000) shares with par value of One Hundred (\$100.00) Dollars per share, all of one class and designated common stock.

SEVENTH: The Board of Directors are expressly authorized to make, alter, amend and rescind the by-laws of the corporation, to fix the amount to be reserved as working capital, to authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

EIGHTH: The signers of the Articles of Incorporation, being Directors, shall have the direction of the affairs and of the organization of the corporation and may hold meeting or meetings, in person or by proxy, and at such meeting or meetings, elect Directors and take such steps as are proper to obtain the necessary subscriptions to the stock and to perfect the organization of the corporation.

IN WITNESS WHEREOF, we have signed the Articles of Incorporation this 19th day of June, 1970.

WITNESS:

Betty M. Comegys

Herman Callahan, Jr. (SEAL)
Herman Callahan, Jr.

James T. Horney (SEAL)
James T. Horney

J. Thomas Clark (SEAL)
J. Thomas Clark

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, to wit:

I HEREBY CERTIFY, that on this 14th day of June, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for County aforesaid, personally appeared Herman Callahan, Jr., James T. Horney and J. Thomas Clark, and severally acknowledged the foregoing Articles of Incorporation to be their acts.

WITNESS my hand and Notarial Seal.



Betty M. Combs
Notary Public
My Commission expires: July 1, 1974

ARTICLES OF INCORPORATION
OF
CALLAHAN'S FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 22, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 18393

Recorded in Lib 7816 ⁴ folio 605, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

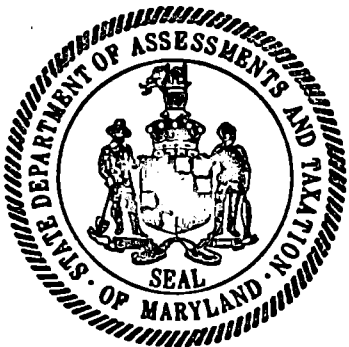
Bonus tax paid \$ 100.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Heller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SO. I HEREBY CERTIFY THAT
THIS Article 7 WAS
RECEIVED FOR RECORD THIS 25
DAY of Aug 1970. AT 8:30 M.
RE 35756 AND RECORDED IN
LIBER 7816 - 2 folio 605 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

LIBER 2 PAGE 367

RECEIVED FOR RECORD Aug 25, 1970

ARTICLES OF INCORPORATION

OF

QUEEN ANNE'S COUNTY-MARYLAND CHAPTER #677 OF
AMERICAN ASSOCIATION OF RETIRED PERSONS, INC.

(Without authorized capital stock under
Section 4 & 132 of Article 23)

* * * * *

FIRST: WE, THE UNDERSIGNED, MILTON J. L. GERMAN, whose post office address is Route 1-Box 6AA, Stevensville, Maryland, ALEXANDER W. KRAMER, whose post office address is 218 Broadway, Centreville, Maryland, MARIAN P. STEWART, whose post office address is P. O. Box 26, Stevensville, Maryland, and WILLIAM^C KERBER^A, whose post office address is Route 1, Box 169, Chester, 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 name of the corporation (which is hereinafter called the Corporation) is:

QUEEN ANNE'S COUNTY-MARYLAND CHAPTER #677 OF
AMERICAN ASSOCIATION OF RETIRED PERSONS, INC.

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

1. To understand aging as a modern social achievement measurable in terms of longer life and a shift from a work-centered society to one that is leisure-centered.

2. To offer the individual senior citizen opportunities for self-appraisal and for planning a way of life designed to attain the maximum amount of self-realization and enrichment in the years ahead.

3. To help foster equality of opportunity for the aging population by (i) promoting its continued growth and development, its self-respect, its self-confidence and its usefulness, (ii) encouraging its participation in the stream of contemporary life, and (iii) stimulating a dynamic public interest in all segments of the aging population, and recognition of their potential.

4. To study and to discuss the meaning of a longer life for retired persons in a society which offers more and more free time; and to present statistical data for gerontological purposes.

5. To identify through educational procedures, experiences which will further growth and development of personality for retired persons and lead to new, useful and creative roles which in turn will provide a sense of life-fulfillment in our changing society.

6. To devote the energies of the Corporation to furthering its educational, scientific and philanthropic objectives of prolonging and improving the mental and physical well-being of retired persons.

7. Generally, to aid retired persons in their social, physical, economic and intellectual needs by acting as a local chapter of the AMERICAN ASSOCIATION OF RETIRED PERSONS, a District of Columbia Non-Profit Corporation (hereinafter referred to as "AARP"), in accordance with and in furtherance of its purposes, objectives and ideals.

FOURTH: The post office address of the principal office of the Corporation in this State is Route 1-Box 6AA, Stevensville 21666. The name and post office address of the resident agent of the Corporation in this State are MILTON J. L. GERMAN, Route 1-Box 6AA, Stevensville 21666. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The corporation is not authorized to issue capital stock.

SIXTH: The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: LLOYD L. STEWART, CHARLES J. STERBACH, JAY T. CLOUGH, MARGARET E. KRAMER and NAOMI HARDESTY.

SEVENTH: The Corporation is to have members. The designation of the class or classes of member of the Corporation and the qualifications and rights, including voting rights of the members of each such class, shall be as follows:

1. The Corporation shall have two classes of members: national organization and individual. AARP shall be the national organization member of the Corporation. All persons who are members in good standing of AARP and who pay, in advance, to the Corporation the annual dues which may be prescribed from time to time in the By-laws of the Corporation shall be individual members.

2. Except as otherwise provided herein or in the By-laws, the national organization member of the Corporation shall not have any voting rights, but all voting rights shall be vested in the individual members, and the affirmative vote of a majority of the individual members present in person and entitled to vote at a meeting of members with respect to a question or matter brought before such meeting shall be necessary and sufficient to decide such question or matter. Notwithstanding the foregoing, the national organization member shall be entitled to vote in person or by proxy on all matters relating to the amendment of the Articles of Incorporation or By-laws, but the affirmative vote of the national organization member with respect to any such matter shall be necessary to decide such matter.

EIGHTH: The manner in which the directors of the Corporation are to be elected or appointed shall be as provided in the By-laws of the Corporation.

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation, and its directors:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director, member or other private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. The Corporation shall not participate in/or

intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

2. In the event the existence of the Corporation should for any reason be terminated, all funds of the Corporation shall, after the payment of its liabilities, be distributed exclusively for charitable purposes.

3. Notwithstanding any other provisions of these Articles the Corporation shall not engage in any transaction which is a prohibited transaction as defined in Section 503 (c) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent United States Revenue Laws.

4. Neither the Corporation nor any office or individual member of the Corporation shall have the authority to represent, contract for, or otherwise act in an official capacity for AARP. No officer or individual member shall use the Corporation to further his own personal interests.

5. The purposes and objects of the Corporation shall in all respects conform to the purposes of AARP. The Corporation shall not engage in or permit or suffer any activity detrimental to or which detracts from the best interests of AARP or its members.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles
of Incorporation on May 6, 1970.

Milton J. L. German
Milton J. L. German

Alexander W. Kramer
Alexander W. Kramer

Marian P. Stewart
Marian P. Stewart

William Kerber
William Kerber

Witness:

Carl R. Quandt

STATE OF MARYLAND
COUNTY OF QUEEN ANNE'S

} ss:

I HEREBY CERTIFY that on May 6th, 1970,
before me, the subscriber, a notary public of the State of
Maryland in and for the County of Queen Anne's, personally
appeared MILTON J. L. GERMAN, ALEXANDER W. KRAMER, MARIAN P.
STEWART and WILLIAM KERBER and severally acknowledged the
foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year
last above written.

Carl R. Quandt
Notary Public
Queen Anne's County
Maryland
Commission Expires July 1, 1970

(SEAL)

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LIBER

2 PAGE 373

LIBER 2 PAGE 374

ARTICLES OF INCORPORATION
OF

QUEEN ANNE'S COUNTY-MARYLAND CHAPTER #677 OF
AMERICAN ASSOCIATION OF RETIRED PERSONS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 21, 1970 at 1:58 o'clock P. M. as in conformity
with law and ordered recorded.

A 18474

Recorded in Liber 2817-459, folio 7, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

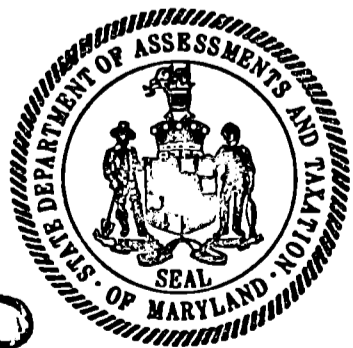
Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS *Article of Inc.* WAS
RECEIVED FOR RECORD THIS *25*
DAY OF *June* 1970 AT *1:58* P. M.
RE *35783* AND RECORDED IN
LIBER *2817-459* folio *7* Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Bell
CLERK

415

MR
RECEIVED FOR RECORD OCT 6, 1970

ARTICLES OF INCORPORATION

OF

DIJO, LTD.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, RICHARD H. PAIRO, whose post office address is 800 Court Square Building, Baltimore, Maryland 21202; Thomas E. Brown, whose post office address is 8 Nightingale Way, Lutherville, Maryland 21093; and Willie E. Wheat, whose post office address is Rt. 1, Box 59, Queenstown, Maryland, 21658, being of full and legal age, do, under and my virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is herein after called "Corporation") is -

DIJO, LTD.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To lease, own and operate a restaurant, tavern and cocktail lounge business for the sale of alcoholic beverages, food and kindred items.

2. To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate and to aid and subscribe towards the acquisition, construction or improvement of plants, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

3. To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

4. To engage in and carry on any other business which may be conveniently conducted in conjunction with any of the business of the Corporation.

5. To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation, heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of such person, firm, association or corporation.

6. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, processes, formulas and the like which may seem capable of being used for any of the purposes of the Corporation, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

7. To issue the shares of its stock of any class in the manner permitted by law, to raise money for any of the purposes of the Corporation or in payment of property purchased or for any other lawful consideration.

8. To issue bonds of the Corporation in such an amount as may be deemed advisable by the Officers, to be secured by mortgages on property owned by the corporation.

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to or inference from, the terms of any other clause of this or any other Article in this Charter, but that the objects and purposes specified in each of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as to the purposes and powers, and generally, that the Corporation shall be

authorized to exercise and enjoy all other powers, rights and privileges granted to or conferred upon corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights, or privileges granted or conferred by the laws of the said State now or hereafter in force.

FOURTH: The Principal Office and Resident Agent -
The Post Office address of the place at which the principal office of the Corporation in this State will be located is:

Castle Bar & Restaurant
Castle Marina
Chester, Maryland 21619

The Resident Agent of the Corporation is Willie E. Wheat, whose post office address is Rt. 1, Box 59 21658 Queenstown, Maryland; said agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have three Directors and Richard H. Pairo, Thomas E. Brown and Willie E. Wheat, shall act as such until the first annual meeting, or until their successors are duly chosen.

SIXTH: The total amount of the authorized capital stock of the corporation shall be five thousand shares no par value.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock without nominal or par value, for such consideration as the said Board of Directors may deem advisable (provided where the consideration is other than money, the Board, by resolution, shall state its opinion of the actual value thereof subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

IN WITNESS WHEREOF, we have signed these Articles of

Incorporation, this 14 day of April, 1970.

WITNESS:

K
K
Smith

R. H. Pauro
RICHARD H. PAIRO
Thomas E. Brown
THOMAS E. BROWN
Willie E. Wheat
WILLIE E. WHEAT

K. K. Smith

STATE OF MARYLAND, City of Balto TO WIT:

I HEREBY CERTIFY, that on this 16 day of July, 1970, before me the subscriber, a Notary Public of the State of Maryland, in and for the City & State aforesaid, personally appeared RICHARD H. PAIRO, THOMAS E. BROWN AND WILLIE E. WHEAT, and they severally acknowledged the foregoing Articles of Incorporation to be their respective act.

As Witness my hand and notarial seal.

Kay Krause Smith
NOTARY PUBLIC
Kay Krause Smith



ARTICLES OF INCORPORATION
OF
DIJO, LTD.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 24, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 19060

Recorded in Lib *7024-5*, folio *4*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

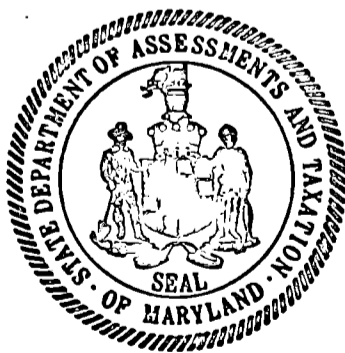
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS *Article of Incorporation* WAS
RECEIVED FOR RECORD THIS *6th*
DAY OF *Oct* 1970 AT *9:00 A.* M.
RE *AND RECORDED IN*
LIBER *CWS-2 folio 375* *Charter*
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cook CLERK.

LIBER

2 PAGE 379

LIBER

2 380

RECEIVED FOR RECORD Oct. 6, 1970

CRAB ALLEY BOAT YARD, INC.

(a "Close Corporation" as
defined in Maryland Code
Article 23, Sec. 100)

ARTICLES OF INCORPORATION

FIRST: The undersigned, Jerome J. Seidenman, whose post office address is 2000, One Charles Center, Baltimore, Maryland 21201, being at least twenty-one (21) years of age, does hereby act as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein after called the "Corporation") is:

CRAB ALLEY BOAT YARD, INC.,

THIRD: The Corporation shall be a "Close Corporation" as defined and authorized by the provisions of Article 23, Section 100, et seq., of the General Corporation Law of Maryland.

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

(a) To buy, sell, prepare, rent, lease, repair, maintain, job, or otherwise deal in marine equipment and items, including but not limited to boats, motors, gasoline, fishing equipment and fishing needs, and all other marine items of every nature and description and to do all other things necessary to conduct a retail marine business.

(b) To buy, lease or otherwise acquire, to manufacture, improve, service and repair, to own, use, operate and manage, and to sell, lease or otherwise dispose of, and generally to deal in and with personal property of every class and description.

(c) To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with any shares of stock, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase, or subscribe for the same or representing any other rights or interests therein or any property or assets issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or sub-division thereof; and to possess and exercise in respect thereto any and all rights, powers and privileges of individual holders.

(d) To borrow money and to issue, sell, pledge or otherwise dispose of, its bonds, bills of exchange, notes, debentures, warrants, trust certificates and other obligations and evidences of indebtedness, and to secure the same by mortgage, pledge, trust, assignment and reassignment of accounts receivable or other instruments evidencing property rights of this Corporation, deed or other encumbrance on property of any kind.

(e) To purchase, acquire, deal in and/or pledge shares of its own stock or other securities of any nature issued by it, without exception and limitation.

(f) To carry out all or any part of the aforesaid objects as principal, distributors, dealer, factor, broker, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform

any contracts and to do any acts and things and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the power herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

(g) To carry on any other business which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them or to facilitate the transaction by the Corporation of the aforesaid business which may be calculated directly or indirectly to enhance the value of its assets and property.

The foregoing clauses shall be construed both as objects and powers and shall be deemed to be cumulative and none of them shall be deemed as restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by the laws of the State of Maryland.

FIFTH: The post office address of the principal office of the corporation is Route 1, Box 161, Chester, Maryland 21619. The name and post office address of the Resident Agent of the Corporation in this State is Jerome J. Seidenman, 2000, One Charles Center, Baltimore, Maryland 21201. Said Resident Agent is a citizen of this State and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation shall have authority to issue is Ten Thousand (10,000) shares, par value One Dollar (\$1.00) per share, all being of one class and having an aggregate par value of Ten Thousand Dollars (\$10,000.00).

SEVENTH: The Corporation elects to have no board of directors, such election to become effective at such time as the organizational meeting of directors and the issuances of one or more shares of stock of the Corporation authorized thereat shall have been completed. Until such election becomes effective, the Corporation shall have one director whose name is Joseph Henry Johnson,

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the officers and stockholders:

(a) No shares of stock of the Corporation (including treasury stock) may be issued or sold at any time that there are shares of stock of the Corporation already outstanding, except upon the affirmative vote of the holders of all outstanding stock of the Corporation, unless otherwise provided by a stockholder's agreement to which all stockholders have actually assented.

(b) The Corporation shall not have outstanding:
(i) any securities (including stock) which are convertible into its stock; (ii) any voting securities other than stock; or (iii) any options, warrants or other rights to subscribe for or purchase any of its stock which is other than nontransferable.

(c) The Corporation reserves the right to make, from time to time, any amendments to its charter which may now or hereafter be authorized by law including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise.

(d) No action which may be taken by the stockholders on behalf of the Corporation and with respect to which any stockholder may have a personal or pecuniary interest, either on his own behalf or on behalf of any other party, shall be avoided or avoidable or otherwise affected by reason of such interest, the intent hereof being to relieve each stockholder from any disability that might otherwise exist to contract with the Corporation for the benefit of himself or the partnership, firm or corporation in which he may be in any way interested.

(e) The Corporation shall indemnify any officer or employee, or former director, officer or employee of the Corporation, or any person, who may have served at its request as a director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil, criminal or administrative, in which he is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation. The Corporation may also reimburse to any officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of the stockholders that it was to the interest of the Corporation that such settlement be made and that such officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such individual may be entitled under any by-law, agreement, vote of stockholders or otherwise.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporation has signed these Articles of Incorporation on this 17th day of July, 1970, acknowledging the same to be his act.

WITNESS:

Michael Hoam

Jerome J. Stedenman
JEROME J. STEDENMAN



-6-

LIBER

2 PAGE 385

LIBER 2 PAGE 386

ARTICLES OF INCORPORATION

OF

CRAB ALLEY BOAT YARD, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 20, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 18943

Recorded in Liber *7822* folio *439*⁷, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Articles of Incorporation* AS
RECEIVED FOR RECORD THIS *6th*
DAY OF *Oct* 19 *70* AT *9:00 A.* M.
RE AND RECORDED IN
LIBER *7822* folio *439*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY.
Charles W. Carl CLERK.

vjr.

RECEIVED FOR RECORD Oct 28, 1970

PLANNERS ENGINEERING CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned Edwin C. Hammerly, Jr. , whose post office address is 6220 Breezewood Drive, Greenbelt, Maryland 20770 , respectively being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland

SECOND: The name of the corporation (which is hereinafter called the Corporation) is PLANNERS ENGINEERING CORPORATION.

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

a. To carry on the business of manufacturers of and dealers in electrical, electronic, and mechanical equipment, apparatus, devices, and machinery of all kinds, and to manufacture, import, buy, sell, deal in, prepare for market, and market electrical, electronic, and mechanical equipment, apparatus, devices, and machinery of all kinds; and other equipment, apparatus, devices, and machinery of all kinds used or dealt in in the electrical, electronic, or mechanical field, and any electrical, electronic, or mechanical equipment, apparatus, devices, or machinery, and any products, raw materials, or by-products incidental to the manufacture, production, or sale of any of the foregoing which are conveniently or advantageously manufactured, produced, or dealt in in connection therewith.

b. To manufacture, construct, build, buy, sell, or otherwise deal in any machinery, plant, devices, implements, tools, and equipment now or hereafter used in connection with the manufacture or production of electrical, electronic, and mechanical equipment, apparatus, devices, and machinery, or any products or by-products of any of the foregoing operations or businesses.

c. To carry on any other business incidental to or conveniently or advantageously carried on in connection with the business of manufacturing or dealing in electrical, electronic and mechanical equipment, apparatus, devices and machinery.

d. To develop, apply for, purchase, or otherwise acquire, hire, hold, own, use, sell, grant, let, assign, or otherwise dispose of or deal in trade marks, trade

UBER

2 PAGE 357

names, trade rights, copyrights, inventions, improvements, processes, secret or otherwise, formulas and letters patent of the United States or any foreign country, and licenses or other rights in, under, or relating to any thereof.

e. To purchase, lease, or otherwise acquire all or any part of the property, rights, business contracts, good-will, franchises and assets of every kind of any corporation, co-partnership, or individual carrying on in whole or in part any of the aforesaid businesses or any other businesses that this Corporation may be authorized to carry on, and to undertake, guarantee, assume, and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue in accordance with the laws of Maryland of stocks, bonds, or other securities of this Corporation or otherwise.

f. To carry on any of the businesses hereinbefore enumerated for itself or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business or any of them, or any part thereof, or to enhance the value of its property, business, or rights.

g. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, and other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by such other corporation or association.

h. To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all rights, powers and

privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

i. To advance money with or without security, and without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

j. To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm, or corporation.

The foregoing enumeration of the purposes, objects, and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object, or business, in any manner to limit or restrict the generality of any other purpose, object, or business mentioned, or to limit or restrict any of the powers of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in Maryland is Old Love Point Road, Stevensville, Queen Annes County 21666. The name and post office address of the resident agent of the Corporation in Maryland is Edwin C. Hammerly, Jr., 6220 Breezewood Drive, Greenbelt, Prince Georges 20770. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares^{of no}/par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified:

Edwin C. Hammerly, Jr.
Ted Daggett
Robert Richards

The Board of Directors of the Corporation is hereby empowered to authorize the insurance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

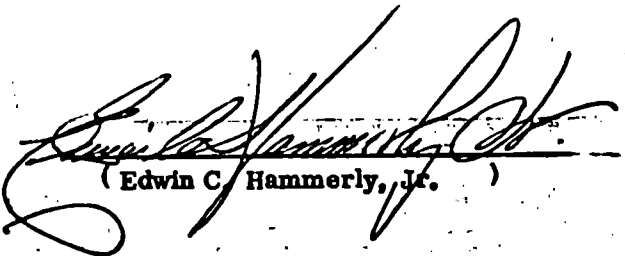
SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on August 14th, 1970, and acknowledge them to be my act.

Witness:



(Nancy C. Hoxter)



(Edwin C. Hammerly, Jr.)

ARTICLES OF INCORPORATION
OF
PLANNERS ENGINEERING CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 20, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 19494

Recorded in Liber f-828 , folio 5 409, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 25th
DAY OF Oct 19 72 AT M.
RE AND RECORDED IN
LIBER ewc-2 folio Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

William W. Conf CLERK.

LIBER 2 PAGE 391

RECEIVED FOR RECORD Oct. 25, 1970

ARTICLES OF INCORPORATION

OF

RADA AND MITCHELL, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Henry A. Rada, whose Post Office address is Grasonville, Maryland 21638, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

Rada and Mitchell, Inc.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire, license, deal in and dispose of real and personal property of every kind, type, nature and description; to plan, develop and subdivide land into lots or acreage for either residential, commercial or industrial use and to dispose of the same by sale, lease, rental, mortgage, pledge or conveyance and to construct and develop roads, streets, alleys, lanes, easements, right of ways, sewage facilities, drainage facilities and utilities therein or thereon; to build, erect, construct, maintain, operate and use dwelling houses, residences, commercial and industrial structures, and recreational facilities thereon and to dispose of the same by sale, lease, rental, mortgage, pledge, or conveyance of any kind,

2. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

3. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers, and sellers of, dealers in importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

4. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities and any other property or appliance which may appertain to the or be useful in the conduct of any business

of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

5. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in

carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign, or pledge any stocks, bonds, accounts receivable or to guarantee any dividends or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the forgoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed by in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located in Grasonville, Queen Anne's County, Maryland, and the resident agent of the corporation is Henry A. Rada, whose Post Office Address is Grasonville, Maryland 21638. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased, pursuant to the by-laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Howard Mitchell, Henry A. Rada, and Mary Virginia Rada.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Thousand Shares (1000) without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof,

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. 4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness to such and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be pertetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 28th day of July, 1970.

WITNESS:

Charles E. Smith

Henry A. Rada (SEAL)
Henry A. Rada

STATE OF MARYLAND
COUNTY OF QUEEN ANNE'S

to wit:

I HEREBY CERTIFY, That on this 28th day of July, 1970, before me, the subscriber a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Henry A. Rada and he did acknowledge the foregoing Articles of Incorporation to be his act.



WITNESS my hand and Notarial Seal.

Charles E. Smith
Notary Public

My Commission Expires: 7/1/70.

ARTICLES OF INCORPORATION
OF

RADA AND MITCHELL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 4, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 19194

Recorded in Liber 7825-259, folio 39, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

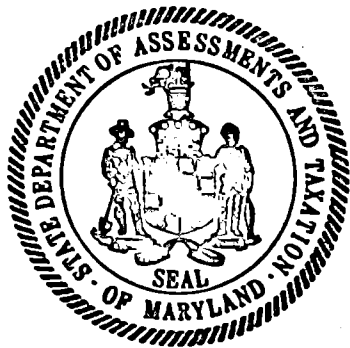
Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.

TRULY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 28
DAY OF Oct 19 70 AT M.
RE AND RECORDED IN
LIBER 7825-259 folio 39 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl
CLERK.

RECEIVED FOR RECORD 7/15/20/1970

NOTICE OF CHANGE OF RESIDENT AGENT AND PRINCIPAL OFFICE

State Department of Assessments and Taxation of Maryland
301 West Preston Street
Baltimore, Maryland

Pursuant to the provisions of Section 8 of Article 23 of the Annotated Code of Maryland (L.1951, ch. 135), the undersigned Maryland corporation hereby notifies the State Department of Assessments and Taxation of Maryland:

1. That pursuant to a resolution adopted by the Board of Directors of the corporation on November 6, 1969, a certified copy of which is filed herewith, the resident agent of the corporation in the State of Maryland has been changed to Raymond D. Martin, Jr., whose post office address is Post Office Box 326, Centreville, Maryland, 21617. The resident agent so designated is an individual actually residing in the State of Maryland. ✓

2. That pursuant to a resolution adopted by the Board of Directors of the corporation on November 6, 1969, a certified copy of which is filed herewith, the principal office of the corporation in the State of Maryland has been changed from 2824 West Street, Annapolis, Maryland, to Post Office Box 326, Centreville, Maryland, 21617. ✓

CENTREVILLE TAG-A-LONG TRAILERS, INC.

By: Raymond D. Martin, Jr.
Raymond D. Martin, Jr., President

Dated: November 6, 1969

LIBER

2 PAGE 399

CERTIFIED COPY OF RESOLUTIONS OF BOARD OF DIRECTORS

I, DAVID STEIN, do hereby certify that I am the duly elected, qualified and acting Secretary of CENTREVILLE TAG-A-LONG TRAILERS, INC., and that at a meeting of the Board of Directors of said corporation, held on the 6th day of November, 1969, the following Resolutions were adopted, which said Resolutions remain in full force and effect:

"RESOLVED, That the Resident Agent of this Corporation in the State of Maryland be and it hereby is changed to: RAYMOND D. MARTIN, JR., the post-office address of whom is: Post Office Box 326, Centreville, Maryland 21617. The said Resident Agent is an individual, citizen of the State of Maryland and actually residing therein.

"FURTHER RESOLVED, That the Principal Office of this Corporation be and it hereby is changed from 2824 West Street, Annapolis, Maryland to Post Office Box 326, Centreville, Maryland 21617."



DAVID STEIN, Secretary



NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

CENTREVILLE TAG-A-LONG TRAILERS, INC.

received for record September 24, 1970

, at 9:42 A. M.

and recorded on Film No. 835

Frame Nos. 218 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Anne's County.

AA No. 7257

(3) SPECIAL FEE PAID \$3.00
Recording Fee Paid 4.00

\$7.00

Mr. Clerk - please mail to Mr. David C. Bryan
Attorney at Law
111 Lawyers Row
Centreville, Maryland 21617

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Resident Agent's Address* WAS
RECEIVED FOR RECORD THIS *29*
DAY OF *Sept* 1970 AT *.....* M.
RE *36970* AND RECORDED IN
LIBER *CWC-7* folio *389* *Charters*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

LIBER 2 PAGE 401

RECEIVED FOR RECORD Nov. 30, 1970

PINEY NARROWS MARINE, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers David Freishtat, whose post office address is Box 319, Old Court Road, Pikesville, Maryland, 21208; J. William Sause, Kent Narrows Bridge, Route 50, Chester, Maryland, 21619; and Kenneth^P Nelson, Kent Narrows Bridge, Route 50, Chester, Maryland 21619, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of a corporation, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is PINEY NARROWS MARINE, INC.

THIRD: The purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- A. Dealing, selling, leasing, repairing and financing boats and marine equipment.
- B. The foregoing objects and purposes shall not, by reason of any specific enumeration above or herein be regarded as a restriction of limitation, but this Corporation shall possess all such papers, rights, franchises, and privileges as are granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Kent Narrows Bridge, Route 50, Chester, Md., 21619. The resident agent of the Corporation is David Freishtat, whose post office address is 1700 Tower Building, Baltimore, Maryland 21202. Said resident agent is a citizen of the State

DAVID FREISHTAT
ATTORNEY AT LAW
807 TOWER BUILDING
BALTIMORE, MARYLAND 21202

727-7740

of Maryland and actually resides therein.

FIFTH: The Board of Directors shall have three directors and David Freishtat, William Sause and Kenneth Nelson shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total number of the authorized capital stock of the Corporation is One Thousand (1,000) shares of par value stock at One Hundred Dollars (\$100.00) per share.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized and to do the same with securities convertible into shares of stock, whether now or hereafter authorized, provided it be with the consent of the majority holders of the common stock (which consent shall be required to be in writing) for such consideration as the directors may deem advisable, subject to such restrictions and limitations, if any, as may be set forth in the By-Laws of the Corporation.

2. The Corporation reserves the right to make from time to time any amendments to its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: No contract or other transaction between this Corporation and any other Corporation and no act of this Corporation shall in any way be affected and invalidated by the fact that any of the directors, officers, stockholders or employees of this Corporation are pecuniarily or otherwise interested in, or are directors, stockholders, officers or employees of this Corporation may individually be a party to, or any firm which they may be such directors, stockholders,

DAVID FREISHTAT
ATTORNEY AT LAW
307 TOWER BUILDING
BALTIMORE, MARYLAND 21202

787-7740

LIBER

2 PAGE 403

officers of employees may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided; that, the fact that he is or they are so interested or connected shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director, officer, stockholder or employee of this Corporation who is also a director, officer, stockholder or employee of such other corporation or who is so interested or connected may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize such contract or transaction, with like force and effect as if he or they were not so connected or so interested in or with such other corporation.

IN WITNESS WHEREOF, we have hereunto signed these Articles of Incorporation of PINEY NARROWS MARINE, INC. this 3rd day of September, 1970.

WITNESS:

Carol Westheimer David Freishtat
DAVID FREISHTAT

Carol Westheimer William Sause
WILLIAM SAUSE

Carol Westheimer Kenneth P. Nelson
KENNETH NELSON

STATE OF MARYLAND, COUNTY OF Baltimore, to wit:

I hereby certify that on this 3rd day of Sept., 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Baltimore personally appeared David Freishtat, William Sause and Kenneth

Nelson and severally, acknowledged the foregoing Articles
of Incorporation to be their act.

AS WITNESS my hand and notarial seal.



William M. Langville
NOTARY PUBLIC

My Commission expires July 1, 1974.

LIBER 2 PAGE 406
ARTICLES OF INCORPORATION
OF
PINEY NARROWS MARINE INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 4, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 19783

Recorded in L⁷⁸³¹ folio ⁵ 492 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

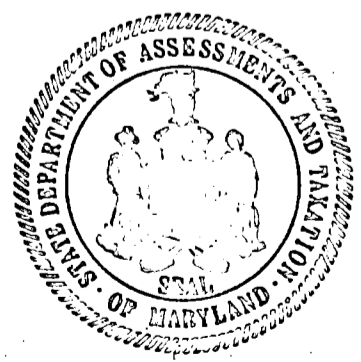
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *20*
DAY OF *Nov* 1970 AT *8:30* A.
M. AND RECORDED IN
LIBER *CWC-2* folio *492* *Charter*
RECORD BOOK NO. QUEEN ANNE'S
COUNTY
Charles Wood CLERK.

vjg.

RECEIVED FOR RECORD Nov. 20, 1970.

ARTICLES OF INCORPORATION

OF

CUMMINGS ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Vachel A. Downes, Jr., whose post office address is 115 Lawyers Row, Centreville, Maryland, 21617, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein after called the "Corporation") is

CUMMINGS ENTERPRISES, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, construct, repair, alter, sell, lease, maintain and operate motels, hotels, restaurants, cocktail lounges or bars, and amusement enterprises of all kinds, to purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire, deal in and dispose of real and personal property of every kind, nature and description; to build, erect, construct, maintain, operate and use commercial structures and recreational facilities thereon and to dispose of the same by sale, lease, rental, mortgage, pledge or conveyance of any kind; and to improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, to deal in, all or any part of the property and estate of the corporation, and from time to time vary any investment or employment of capital of the corporation.

2. To sell and dispense foods, beverages and liquids of all kinds, alcoholic or non-alcoholic; to hold, own and operate under such municipal, county, state or federal governmental licenses as may be necessary for the conduct of any of the businesses in which the corporation is engaged, and to do any and all things pertinent to said business, or any of them.

3. To buy, sell, mortgage, lease, build upon, improve, develop, dispose of and otherwise deal in and with any lands or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry out any other business which may be considered necessary, advisable or convenient for the purpose of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

4. To purchase, lease or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of lands, buildings, machinery, equipment, facilities and any other property or appliance which may appertain to or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

5. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage or pledge any stocks, bonds, accounts receivable, or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the power set forth by the Public General Laws of Maryland, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized bylaw; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Stevensville, Queen Anne's County, Maryland, (21666), and the resident agent of the corporation is Lewis C. Fender, whose post office address is Chester, Queen Anne's County, Maryland, (21619). Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The corporation shall have three directors, and Oliver Gordon Cummings, whose post office address is Betterton, Maryland, 21610, and Virginia M. Cummings, whose post office address is Chestertown, Maryland, 21620, and Lewis C. Fender, whose post office address is Chester, Maryland, 21619, shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is Five Hundred (500) shares, without par value, all of which shares are of one class and are designated as common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of the stock of the corporation, of any class, whether or not hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall previous to such contract or transaction be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 28 day of August, 1970.

WITNESS:

Judith C. Conley Vachel A. Downes, Jr. (SEAL)
Vachel A. Downes, Jr.

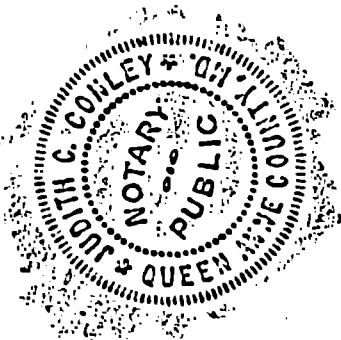
STATE OF MARYLAND

to wit:

COUNTY OF Queen Anne's

I HEREBY CERTIFY, that on this 28th day of August, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Vachel A. Downes, Jr., and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.



Judith C. Conley
NOTARY PUBLIC

My Commission Expires: July 1, 1974

LBTR 2 CASE 110

ARTICLES OF INCORPORATION
OF
CUMINGS ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 11, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 19873

4

Recorded in 2832-478, folio 478, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

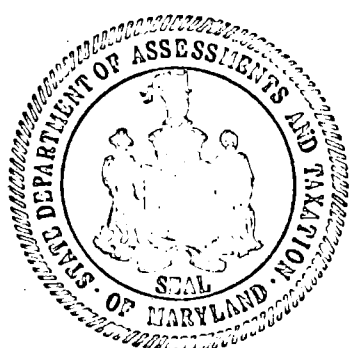
Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all increments thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS Charles RECEIVED FOR RECORD THIS 20
DAY OF Sept. 1970 AT MD
RECORDED IN 2832-478 AND RECORDED IN
LIBER 2832-478 FOLIO 407
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK

vjg.

RECEIVED FOR RECORD *Nov 23, 1970*

file copy

ELIZABETH G. MERRICK, INC.

ARTICLES OF INCORPORATION

FIRST: I, THE UNDERSIGNED, ELIZABETH G. MERRICK, whose Post Office address is 303 North Commerce Street, Centreville, Maryland 21617, being at least twenty-one (21) years of age, do hereby act as incorporator with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (hereinafter called "Corporation") is ELIZABETH G. MERRICK, INC.

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

To operate and manage farms, till the soil, harvest the crops and sell the produce thereof.

To buy, exchange, hold, manage, rent, lease, sublease, encumber, assign, build upon, improve, sell, or otherwise dispose of, improved real estate, leaseholds, machinery, fixtures, or contracts relating thereto, in this State or elsewhere, for cash or credit, and to finance the purchase or sale thereof by mortgage, vendor's lien, or in any other appropriate manner.

To buy, hold, sell, guarantee, discount, pledge all manner of commercial paper, accounts, choses in action, bills of lading, and warehouse receipts.

To pay any obligation of this Corporation in cash, stock, promissory notes or other negotiable instruments, or in real or personal property; and to do every act or thing necessary or suitable for the accomplishment of any or all of the objects and purposes above enumerated, either alone or associated with other persons, firms, corporations or associations.

To loan to any person, firm, corporation, or association any monies, or other valuable things, and to take, as collateral security for the repayment of such loan, mortgages on real or personal property, stocks, bonds, or other security, bills of lading and warehouse receipts, as the Directors of the Corporation may see fit.

To borrow, from time to time, such monies as in the opinion of the Directors are necessary for the proper conduct of the Corporation's business and to pledge or mortgage the Corporation's real or personal property as security therefor.

To act as agent, broker, commission merchant, for any person, firm, corporation or association, and to carry on any other business, whether manufacturing, wholesaling, or retailing, which may seem to the Corporation to be calculated directly or indirectly to effectuate all or any of the objects recited herein or to enhance the value of its property and rights.

To acquire by purchase, lease, or otherwise, the property, business, rights, good will, franchises, contracts and assets of every kind of any person, firm, or corporation carrying on any business which this Corporation may deem necessary in carrying on its own business.

To do any or all of the above mentioned things without limit as to amount, either as principal or agent, or broker, and to do any act or thing calculated to further the business of this Corporation.

Before any shares of stock in this Corporation shall be transferred, whether by sale, gift, or otherwise, it shall be required that the owner of such stock shall extend to the Corporation, or to the stockholders, an option



*10/2/70
Copy of original left with
Elizabeth Merrick*

for a period of sixty (60) days, dating from the day upon which said Corporation receives notice in writing of his desire to sell his stock. Whenever such sale is made to the Corporation, or to other stockholders, it shall be at a price determined by the book value of the stock as of the date of sale.

And, provided that a copy of this restriction is endorsed upon the Certificate of Shares in this Corporation, in accordance with the provisions of Subtitle 8, Section 8-204 of Article 95B of the Annotated Code of Maryland (1957 Edition), known as and entitled, "Uniform Commercial Code", and any amendments thereto; the owner or owners of stock in this Corporation hereby binds his, her, or their heirs, personal representatives and assigns, to extend to the Corporation, or to other stockholders, an option for a period of sixty (60) days, dating from the day upon which the said Corporation receives notice in writing of the desire of such heirs, personal representatives and assigns, of his, her or their intention to sell stock of a living or deceased stockholder. No stock shall be transferable on the books of the Corporation until this condition has been complied with.

FOURTH: The Post Office address of the principal office of the Corporation in this State is Centreville, Maryland. The name and Post Office address of the Resident Agent of the Corporation in this State is Edward Turner, 109 Lawyers Row, Centreville, Maryland 21617. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is THIRTY-FIVE HUNDRED (3500) shares, having an aggregate par value of THREE HUNDRED FIFTY THOUSAND DOLLARS (\$350,000.00), divided into FIFTEEN HUNDRED SHARES (1500) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) a share of Class A Stock, having an aggregate par value of ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000.00), and TWO THOUSAND (2000) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) a share of Class B Stock, having an aggregate par value of TWO HUNDRED THOUSAND DOLLARS (\$200,000.00).

Each share of Class A Stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of stockholders; but Class B Stock shall be non-voting stock and shall not be entitled to vote on any matter submitted at a meeting of stockholders.

SIXTH: The number of Directors shall be three (3), which number may be increased pursuant to By-Laws of the Corporation, but shall never be less than three; and the names of the Directors, who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are Elizabeth G. Merrick, Ann B. Turnor, and Edward Turner.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize issuance from time to time of shares of stock, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable.

EIGHTH: A stockholder may vote the shares owned of record by him, either in person or by proxy, executed in writing by the stockholder, or his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from its date, unless otherwise provided in the proxy.

NINTH: The Board of Directors are authorized to appoint, from among its members, an Executive Committee and other Committees, composed of two or more Directors, and delegate to such Committees, in the intervals between meetings of the Board of Directors, any or all the powers of the Board of Directors, in the management of the business and affairs of the Corporation, except the power to declare dividends, issue stock or to recommend to stockholders any action requiring stockholders' approval.

TENTH: Any action required or permitted to be taken at a meeting of stockholders may be taken without a meeting, if a consent in writing, setting forth such action, is signed by all the stockholders entitled to vote on the subject matter thereof and any other stockholders entitled to notice of a meeting of stockholders (but not to vote thereat) have waived in writing any rights which they may have to dissent from such action, and such consent and waiver are filed with the records of the Corporation.

ELEVENTH: Any action required or permitted to be taken at any meeting of the Board of Directors, or of any Committee thereof, may be taken without a meeting, if a written consent to such action is signed by all members of the Board, or such Committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or Committee.

TWELFTH: The Corporation shall have as Officers, a President, a Secretary and a Treasurer, and such number of Vice Presidents as the Board of Directors may fix. Any two or more offices, except those of President and Vice President, may be held by the same person.

THIRTEENTH: The business and affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors shall exercise all the powers of the Corporation, except such as by Law or Charter or the By-Laws are conferred upon or reserved to the stockholders.

FOURTEENTH: Any fiduciary may vote shares standing in his name as such fiduciary, either in person or by proxy, and upon proof of the fact that legal title to shares registered in the name of another has devolved upon him in a fiduciary capacity, and that he is duly qualified to act as such fiduciary; he may vote such share, either in person or by proxy, even though they have not been transferred to his name as such fiduciary.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 21st day of October, 1970.

WITNESS:

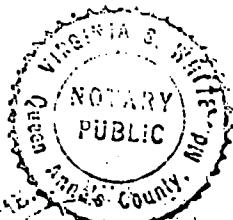
Virginia S. White

Elizabeth G. Merrick
Elizabeth G. Merrick

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on Wednesday this 21st day of October, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared ELIZABETH G. MERRICK and acknowledged the foregoing ARTICLES OF INCORPORATION to be her act.

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



Virginia S. White
Virginia S. White, Notary Public
My commission expires July 1, 1974.



LIBER

2 PAGE 414



STATE OF MARYLAND
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
301 WEST PRESTON STREET
BALTIMORE 21201

THIS IS TO CERTIFY THAT the within instrument is a true copy of the
ARTICLES OF INCORPORATION
OF
ELIZABETH G. MERRICK, INC.

as approved and received for record by the State Department of Assessments
and Taxation of Maryland, November 9, 1970

at 8:30 o'clock A. M.

AS WITNESS my hand and official seal of the said Department at
Baltimore this 12th day of November 1970.



Richard H. Keller
Richard H. Keller,
Supervisor-Charter Division

RECEIVED FOR RECORD 10.12.1970
OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF MERGER

To the Clerk of the CIRCUIT Court for QUEEN ANNE'S COUNTY

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an agreement of merger has been filed in its office by _____

C. T. CORPORATION SYSTEM, 311 N. Broadway, St. Louis, Mo. 63102

which said agreement of merger was duly approved by said Department on _____

October 7, 1970, at 8:30 A. M.
and in accordance with said Article and Section of the Code it is further certified:

(a) The names of the merging corporations are KERR-McGEE CHEMICAL CORP.
(MD. CORP.) into AMERICAN POTASH & CHEMICAL CORPORATION (DEL. CORP.) SURVIVOR

(b) The name of the new corporation is KERR-McGEE CHEMICAL CORP.
(REMAINING A DEL. CORP.)

(c) The location of the principal office of the new corporation is _____
Baltimore City

(d) The Agreement of Merger is dated October 1, 1970

(e) The time of receipt for record of the agreement of merger in the office of the State Department of Assessments and Taxation was _____
October 7, 1970, at 8:30 A. M.

CERTIFICATE OF CONVEYANCE

OF REAL PROPERTY BY ARTICLES OF MERGER

Pursuant to Article 23, Section 66(g) (2) of the Annotated Code of Maryland (1966 Replacement Volume), Title "Corporations," subtitle "Consolidation, Merger and Other Transfer of Property": We hereby certify that

the herein described property is being conveyed by Articles of ~~Merger merging~~ KERR-McGEE CHEMICAL CORP., a Maryland corporation, into AMERICAN POTASH & CHEMICAL CORPORATION, a Delaware corporation, and simultaneously changing ~~the surviving corporation's name to~~ KERR-McGEE CHEMICAL CORP.
 REAL PROPERTY AFFECTED: (Show separately for each parcel deed reference and brief description preferably as shown on recent tax bill.)

QUEEN ANNE'S COUNTY
 (see attached sheets)

Ordinary Post Office Address for receipt tax bills

Kerr-McGee Building

^{Address}
 Oklahoma City, Oklahoma 73102

Attn: Tax Department

As Witness to the act of the State Department

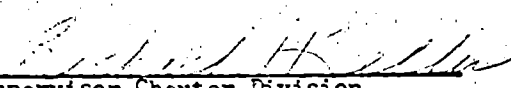
For Department
 use only.

of Assessments and Taxation at Baltimore, this

7-11 day of July 1977 I

have set my hand and caused the seal of said

Department to be hereto affixed.


 Supervisor-Charter Division

*Note: Submit in duplicate.

1886-5 FEE ROYALTY AND P.W REGISTER

County

Queen Anne's

State Maryland

Consideration

Perpetual

FOR BENEFIT OF

CENTREVILLE, MARYLAND PLANT

THIS RECORD PREPARED BY

DH

DATE

Beg. at iron peg on W br. of sd. rvr. on div. In. bet. prop. conv. & sd. "Pub. Ldg. Prop." & run. th. alg. sd. last named prop. S 60° 15" E, 290' 6" to E Br. of sd. rvr.; th. with E br. of sd. rvr. S 14° 30' W, 95' th. with div. In. bet. prop. hereby conv. & th. of sd. Florence V. Larrimore N 72° W, 320' to W br. of Corsica Rvr.; th. w/sd. rvr. N 28° E, 171' to p.o.b., cont. 3 rods & 22 sq. perches of ld., MDL.

REMARKS

* Rec. Book 6, Folio 537

DATE OF RECD	KIND	GRANTOR	GRANTEE	INTEREST ACQUIRED	NO.													
L 9 21	*MD	Malcolm W. & Melissa Hill, h & w	Edwin S. & E. Stephens Valliant, h & w	Full	Full													
WARRANTY DEED																		
<table border="0"> <tr> <td>JAN</td> <td>FEB</td> <td>MAR</td> <td>APR</td> <td>MAY</td> <td>JUNE</td> <td>JULY</td> <td>AUG</td> <td>SEPT</td> <td>OCT</td> <td>NOV</td> <td>DEC</td> <td>NO.</td> </tr> </table>						JAN	FEB	MAR	APR	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	NO.
JAN	FEB	MAR	APR	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	NO.						
												AGR 118-1						

ROYALTY AND GRANT REGISTER

Name: Queen Anne's		State: Maryland		Consideration: Perpetual		THIS RECORD PREPARED BY: DH		DATE:	
County: Queen Anne's		District: GENTERVILLE, MARYLAND PLANT		FOR BENEFIT OF:		REMARKS: *Rec. in Book #5, Folio 212			
Tract A: Beg. in cen. of pub. rd. at S'tern cor. of farm alg. ld. once of Katie Brown & run. th. N 46° 30' E, 105.8 rods to dead gum tree marked by stone; th. N 23° 30' W, 72.8 rods to pt.; th. N 70° 30' W, 44 rods to pt. & stone; th. S 89° 30' E, 9.7 rods to stone; th. N 74° 30' E, 19 rods to stone; th. N 32° 30' E, 29 rods to stone; th. N 10° 30' E, 32 rods to stone; th. N 38° 45' E, 75.4 rods to stone; th. N 63° W, 80.7 rods; th. N 21° 15' E, 9 rods to mid. of rd. fr. Rolling Bridge above ment. to pt. where a school house called "Simpson's School House" (Cont. on back)		Edwin Stephens Valliant James W. Crowl Edwin S. Valliant, Jr. & James W. Valliant		GRANT		1/2		1/2	
Last of 1878		GRANT		1/2		1/2			

ACR 119-3

once stood; th. N 76° W, 30.4 rods; th. S 55° W, 36.8 rods; th. N 65° 45' W, 18.6 rods; th. N 54° W, 9 rods; th. 73 45' W, 33.6 rods to stone; th. S 17° W 53 rods; th. S 71° 30' E, 41.28 rods to stone; th. S 22° 30' W, 92.8 rods to pt.; th. S 75° 15' W, 32.6 rods to pt. in mid. of pub. rd. opp. a stone; th. w/mid. of rd. S 26° 15' E, 220.5 rods to p.o.b. cont. 258.435 acres of ld., MOL. Tract B. Beg. in the mid. of first named pub. rd. opp. stone a cor. for ld. once owned by Bessie Perry above ment. & run th. S 49° 45' W, 140.4 rods to mid. of pub. rd. fr. St. Rd. to Starr; th. w/mid. of rd. S 44° E, 356.4 rods to inter. rd. fr. Centerville to Starr first mentioned above; th. N 48° E, 65 rods w/mid. of rd. to pt.; th. w/mid. of rd. N 40° W, 110 rods to pt. in rd.; th. N 26° 15' W & w/mid. of rd. 244.33 rods to p.o.b. cont. 213.126 acres of ld., MOL.

FEE, ROYALTY AND B W REGISTER

Figure: Queen Anne's
 County: Maryland
 Term: Perpetual
 Consideration: CENTREVILLE, MARYLAND PLANT
 FOR BENEFIT OF: * Rec. in Book 63, Folio 310
 THIN RECORDED
 PREPARED BY: DH
 DATE:

beg. at pt. in centerln. of Centreville to Spaniard's Neck Rd. Sd. pt. being SE cor. of Centreville Landing as shown on Rds. Bk. No. 2 on Plat dtd 9-19-1887, & on ln. of Valliant Lnds, & run., th. by & with other lds. of Valliant, N 59° 23' 10" W 111.33' to pt. & new div. ln. bet. the herein desc. lds. & other lds. of Centreville Ldgs.; th., by & with sd. new div. ln., N 56° 21' 5 115.52' to pt. & S 58° 06' 10" E 58.78' to centerln. of aforementioned. Centreville to Spaniard's Neck Rd. Ext.; th., by & with sd. Rd. ext., S 13° 06' 50" W 107.76' to pt. of beg. Cont. 0.238 acres of ld., MOL.

11 7 61 *MD County Commissioners of Queen Anne's E. S. Valliant & Sons, Inc. Full Full

WARRANTY DEED	JAN	FEB	MAR	APR	MAY	JUN	JULY	AUG	SEPT	OCT	NOV	DEC	JUD

AGR 118-4

FEE, ROYALTY AND REGISTER

Be. at stone & being NE cor. of Id. of Cty. Comm., km. as Centreville Pub. Ldg., th. by & with N ln. of sd. Id. of Cty. Commissioners N 58° 8' 10" W (N 58-08-10W), 183.13' to pt. in mean high wtr. ln. of W br. of Corsica Rvr.; th. down, by & with mean high wtr. ln. of sd. W Br. of Corsica Rvr.; the foll. 2 courses & dist.: (1) N 36° & 47' E, 209.12' to a nail; (2) N 63° 55' E, 221.55' to cor. of outknd. at inter. of W Br. of Corsica Rvr. with E Br. of Corsica Rvr.; th. run, up, by & with the mean high wtr. ln. of sd. E Br. of Corsica Rvr. the foll. 7 (Cont. on back)

7 9 62 *WD Gertrude S. Morgan

Consideration Perpetual
 FOR RENT OF CENTREVILLE, MARYLAND PLANT
 REMARKS * Rec. in Book 67, Folio 236
 E. S. Valliant & Son, Inc.
 FULL FULL

AGR 118-5 Name Queen Anne's State Maryland

& dist.: (1) S 46° & 22' E 135.97'; (2) S 40° 36' W, 83.25'; S 37° 43' E, 129.45' (4) N 63° 23' E, 78.0'; (5) th. by & with S abutment of "Long Bridge", which carries the county public rd. across E Br. of Corsica Rvr., S 26° 37' E, 36.0'; (6) S 12° 36' E, 192.55'; S 07° 10' W, 267.91' to pt., sd. pt. being S 76° 37' E of, & 35.0' fr. a conc. monu.; th. leav. mean high wtr. ln. of sd. S Br. of Corsica Rvr. & run, by & with N ln. of Id. of The Centreville Town Commissioners & Id. of Franklin Lane, through & over the aforesd. conc. monu., N 76° 37' W, 443.64' to conc. monu. at fr. of bank E of pub. rd. th. by same bear. & cross, sd. pub. rd., 46.04' to large granite monu., th. still by same bear. 150.02' to iron pipe in mid. of Corsica St., make a total dist. of this ln. from mean high wtr. ln. of E Br. of the Corsica Rvr. to sd. iron pipe in mid. of Corsica St., 647.7'; sd. pipe being the SE cor. of Id. of County Comm. known as the "Centreville Pub. Ld."; th. run, by & with sd. Id. the foll. five courses & dist.: (1) N 22° 2', 20" E, 159.26'; (2) S 59° 23' 10" E, 30.07' to an iron pipe; (3) N 56° 21' E, 115.52' to an iron pipe; (4) S 58° 8' 10" E, 58 & 79' to a nail in a macadam driveway; (5) N 13° 6' 50" E, 42.24' to stone, the p.o.b., cont. 3.428 acres of land in the Town of Centreville, and 3.183 acres of Id. in Queen Anne's Cty., or a total area of 6.611 acres.

REGISTER
FEE, ROYALTY AND

Name: Queen Anne's
County: Maryland

Consideration: Perpetual

THIS RECORD
PREPARED BY: DH
DATE:

Parcel No. 1: All that lot of ld., situate, lying & being in 2nd Election Dist. of Queen Anne's Cty. afore- said, adjoining town of Church Hill on the NE sd., beg. on pub. rd. ldg. from Centerville to Chestertown, at Eirly cor. of lot whereon white pub. school for. stood, being lot hereinafter conv. as Parcel No. 4, & run. th. W/sd. rd. in N'ly or NE'ly dir. 214', th. in W'ly dir. fr. sd. of said rd., 165' to lds. of Wm. Clark & wife, th. with last named ld. in S'ly dir. 259' to S edge of br. for. N'ly bound, of sd. School House lot or Parcel No. 4 & th. with sd. br. to (Cont. on back)

FOR BENEFIT OF: CHURCH HILL, MARYLAND PLANT

REMARKS: * Rec. in Book No. 6, P. 270

20 09 *MD William E. B. Faithful

Edwin S. Valliant & E. Stephens
Valliant

Full Full

MONTH	JAN	FEB	MAR	APR	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC
AMOUNT PAID												

AGR 119-1

P.O.b. Parcel No. 2. All that lot of ld., situate, lying & being in Queen Anne's Cty. aforesd., bet. what is known as Upper Church Hill & Lower Church Hill, on S sd. of puo. rd. leadg. from Centerville to Chestertown, beg. at SW cor. formed by above named rd. & rd. leadg. to Church Hill Cemetery, & run. th. in S'ly dir. with said Cemetery rd. about 200' to lot sold by M. T. Gawthrop & hereinafter conv. as Parcel No. 3 & run. th. with said last named lot in a S'ly dir. 60' th. in W'ly dir. in straight line about 190' to sd. pub. rd. th. with said pub. rd. to P.O.b. Parcel No. 3. All that lot of ld., sit., lying & being in Queen Anne's Cty. aforesaid, on S sd. of rd. ldg. to Church Hill Cemetery fr. rd. to Chestertown from Centerville, beg. at a stone set in frd. at NW cor. of Domes Farm belong. to Ira T. Clark, & run. th. N 46° E, 17 perches & 7/8 of a perch to Cemetery rd., th. S 61°, 39' E, 34 perches & 1/4 of a perch, th. S 42° W, 26 2/3 perches, th. N 46° N, 34 1/3 perches to beg., cont. 4 acres & 2 rods & 30 perches of ld. Parcel No. 4. All that lot or parcel of ld., sit., lying & being in the town of Church Hill on left sd. of pub. rd. from Centerville to Chestertown, adj. lds. for. of William Dill & Dr. John F. Tucker, & being same lot whereon a public school for. stood, beg. for the same at a stone set in the ground in the SW cor. of sd. lot, & run. th. N 30° W, 8 perches & 1/5 of perch to a stone, th. N 59° E, 11 perches & 3/5 perch to a stream or ditch th. with sd. stream or ditch, est. to be a straight line, to st. puo. rd., th. with sd. rd. S 59° W, 8 1/3 perches to P.O.b., cont. 3 rods & 1 perch of ld. Parcel No. 5. All those 2 lots of ld., now embraced in 1 lot, sit., lying & being in Queen Anne's Cty. aforesd., on left sd. of pub. rd. leading from Church Hill to I.B., adj. lds. of Woodland P. Finley, Levi Clough, & the sd. Edwin S. Valliant, & cont. 11 acres of ld., MDL. Parcel No. 6. All that lot or parcel of ld. sit., lying & being in Queen Anne's Cty. aforesd., at or near Tilghman's Sta., on the Queen Anne's & Kent RR., beg. for (Cont.)

same a stone marked "A", set in ground, on W sd. of sd. RR, about 700' in SW dir. fr. S sd. of pub. rd. ldg. from Church Hill to Ingleaside, where sd. RR crosses sd. pub. rd., & run. th. N 24°, 45" W, 70' to stone, th. N 65°, 15" E, 60' to stone, th. S 24°, 45" E, 70' to stone, on W'ly sd. of sd. RR prop., & th. with sd. RR prop. in straight ln. to beg., cont. 4200 sq. ft. of ld. Parcel No. 7. All that lot or parcel of ld., sit., lying & being in Queen Anne's Cty. aforesd., bet. what is called Upper Church Hill & Lower Church Hill, on S sd. of puo. rd. ldg. from Centerville to Chestertown, & bounded as foll: on E cy lot of ld. heretofore sold to Edwin S. Valliant et al by Mary T. Gawthrop, on W cy lot heretofore sold to sd. Edwin S. Valliant et al, by Louisa Mahaley, on S cy Starkey lot of sd. Edwin S. Valliant, & on W by sd. puo. rd. being same ld. now used as a lumber yd. by firm of Edwin S. Valliant & Son, & being same ld. granted & conveyed unto the sd. William E. B. Faithful by Edwin S. Valliant and Mary T. Valliant.

RECEIVED FOR RECORD Jan 13, 1971
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the
GUILFORD MUTUAL INSURANCE, INC.

were received for record on October 27, 1970,

in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

GUILFORD MUTUAL INSURANCE, INC.

ARTICLES OF DISSOLUTION

Guilford Mutual Insurance, Inc., a Maryland corporation having its
principal office in Chester, Queen Anne's County, Maryland (hereinafter
called the Corporation), hereby certifies to the State Department of
Assessments and Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and
the post office address of the principal office of the Corporation in
the State of Maryland is Chester, Queen Anne's County, Maryland 21619.

THIRD: The name and post office address of the resident agent of
the Corporation in the State of Maryland, service of process upon
whom shall bind the Corporation in any action, suit or proceeding
pending or hereafter instituted or filed against the Corporation for
one year after dissolution and thereafter until the affairs of the
Corporation are wound up, are William H. Bittorf, 8 East Pleasant
Street, Baltimore, Maryland 21202. Said resident agent is an
individual actually residing in the State.

FOURTH: The name and post office address of each of the directors of
the Corporation are as follows:

<u>Name</u>	<u>Address</u>
W. H. Bittorf	8 East Pleasant Street, Baltimore, Md. 21202
E. H. Bittorf	" "
P. B. Bittorf	" "
W. H. Bittorf, Jr.	Castle Harbor Estates, Chester, Md. 21619
K. P. Bittorf	" "
James H. Bittorf	" "
R. H. Stanfield	" "
E. O. Stanfield	" "
H. K. Becker	4243 Shamrock Avenue, Baltimore, Md. 21206

LIBER

2 PAGE 125

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
W. H. Bittorf	President	8 East Pleasant St., Baltimore, Md.
P. B. Bittorf	Vice-President	" "
E. H. Bittorf	Secretary-Treasurer	" "

SIXTH: The entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on October 15th, 1970, unanimously adopted a resolution declaring that dissolution of the Corporation is advisable.

SEVENTH: The dissolution of the Corporation has been duly authorized by the board of directors in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L.1951, ch135). There are no capital stock shares entitled to vote because the Corporation is a Mutual Corporation Without Capital Stock. There are no members because there are no current insurance policies.

EIGHTH: The Corporation has no known creditors.

NINTH: The Corporation is classified as a Small Mutual Insurance Company without employees and as such is not obligated to file tax returns to the Comptroller of the Treasury or Queen Anne's County of the State of Maryland.

IN WITNESS WHEREOF, Guilford Mutual Insurance, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereto affixed and attested by its Secretary, on this 15th day of October, 1970.

GUILFORD MUTUAL INSURANCE, INC.

Attest:

E. H. Bittorf
E. H. Bittorf, Secretary

By W. H. Bittorf
W. H. Bittorf, President



LISTED 2 FILE 128



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 - PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLOSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

GUILFORD MUTUAL INSURANCE, INC.
have been paid.

WITNESS my hand and official seal this
twenty-sixth day of October A.D. 1970.



Mary Ellen Hopkins
Deputy Comptroller

CERTIFICATE OF

INSURANCE COMMISSIONER

I hereby certify that the foregoing Articles of Dissolution of Guilford Mutual Insurance, Inc. have been submitted to me for examination and have been found by me to be in accordance with the Insurance Laws of the State of Maryland.

AS WITNESS My Hand and Seal, this 26th day of October, 1970.



Thomas J. Hatem
Insurance Commissioner
of Maryland

LIBER 2 PAGE 430

ARTICLES OF DISSOLUTION
OF
GUILFORD MUTUAL INSURANCE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 27, 1970 at 11:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 853

Recorded in Liber 7841-567 folio 6, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

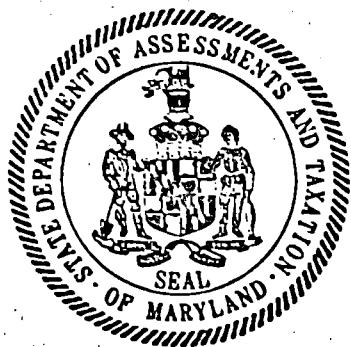
SPECIAL FEE
~~None~~ / ~~tax~~ / ~~paid~~ \$ 15.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
QUEEN ANNES COUNTY, MD.
I HEREBY CERTIFY THAT
THIS Dissolution WAS
RECEIVED FOR RECORD THIS 13th
DAY OF Jan 1971 AT 1:45 P.M.
RE 37158 AND RECORDED IN
LIBER CWC No 2 folio 25
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles H. Cecil CLERK.

LIBER 2 PAGE 132

ARTICLES OF AMENDMENT

OF

THE JUNIOR WOMAN'S CLUB OF CENTREVILLE, INC.

changing its name to

YOUNG WOMAN'S CLUB OF CENTREVILLE, INC.

approved and received for record by the State Department of Assessments and Taxation

of Maryland October 14, 1970

at 8:30 o'clock

A.M. as in conformity

with law and ordered recorded.

A 574

Recorded in Liber 7839-168 folio 28, one of the Charter Records of the State

Department of Assessments and Taxation of Maryland.

Donus tax paid \$ _____ Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Kellm



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Amendment WAS
RECEIVED FOR RECORD THIS 13th
DAY OF Jan 1971 AT 1:45 P.M.
RE 376.58 AND RECORDED IN
LIBER CWC No. 2 folio 431 Charles
County
Charles H. Cecil CLERK

RECEIVED FOR RECORD Jan. 13, 1971

LYNCH LAND COMPANY

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Robert J. Lynch, whose post office address is 521 Fifth Avenue, New York City, New York, 10017, Robert J. Lynch, Jr., whose post office address is 521 Fifth Avenue, New York City, New York, 10017, and Richard T. Lynch, whose post office address is 521 Fifth Avenue, New York City, New York, 10017, 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 name of the corporation (which is hereinafter called the Corporation) is LYNCH LAND COMPANY.

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

(a) To engage in livestock, grain and general farming operations, and in connection therewith to purchase, acquire, hold, breed, raise, care for, sell, assign, mortgage, encumber, hire or otherwise deal in sheep, cattle, hogs and all classes and descriptions of livestock, farm animals and domestic fowls, as well as to lease, purchase or otherwise acquire, use, maintain, farm, operate, manage, lease, sublease and dispose of farm property.

(b) To carry on any agricultural pursuits or agricultural related pursuits.

(c) To purchase, lease or otherwise acquire, hold, own, develop, operate, manage, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the carrying on of a real estate development and improvement business.

(d) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(e) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(f) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares, and merchandise of every description.

(g) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to

carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

(h) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(i) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or to otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(j) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(k) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(l) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(m) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is P. O. Box 187, Centreville, Maryland, 21617. The name and post office address of the resident agent of the Corporation in this State are Clayton C. Carter, 204 North Commerce Street, Centreville, Maryland, 21617. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Five Million Five Thousand (5,005,000) shares having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00), divided into 5,000 shares of par value of Ten Dollars (\$10.00) a share of Preferred Stock having an aggregate par value of Fifty Thousand Dollars (\$50,000), and Five Million shares of the par value of One Cent (\$.01) a share of Common Stock having an aggregate par value of Fifty Thousand Dollars (\$50,000).

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class:

PREFERRED STOCK

(a) Dividends--The holders of the Preferred Stock shall be entitled to receive from the surplus or net profits of the Corporation, when and as declared by its Board of Directors, dividends at the rate of six per cent (6%) per annum upon the par value thereof, payable annually on the first day of October in each year. Such dividends shall be non-cumulative. The Preferred Stock shall not be entitled to participate in or receive any dividend or share of profits, whether payable in cash, stock or property, in excess of the aforesaid dividends. No dividends on any outstanding stock of the Corporation shall be declared out of paid-in surplus.

(b) Preferences Upon Liquidation, etc.--In the event of liquidation, dissolution or winding up of the Corporation (whether voluntary or involuntary) the holders of the issued and outstanding Preferred Stock shall be entitled to receive out of the assets before any distribution to the holders of any other class of stock

a sum equal to the par value of each share plus all unpaid dividends thereon.

A consolidation or merger of the Corporation with any other corporation or corporations shall not be deemed to be a liquidation, dissolution, or winding up within the meaning of this clause.

(c) Voting Rights--Except as otherwise provided by law, the holders of the Preferred Stock shall not be entitled to vote under any circumstances, or in connection with any action taken by the Corporation.

unanimously
(d) Redemption--At the option of the Board of Directors, the whole or any part of the Preferred Stock outstanding at any time may be redeemed on any of the respective dates fixed for the payment of dividends thereon, at par value, or the net asset value attributable to such shares, whichever is less, together with all unpaid dividends accrued thereon to the date of redemption, upon not less than thirty (30) days previous notice given by mail to the holders of record of the Preferred Stock. In the event that less than all of the outstanding Preferred Stock is to be redeemed, the redemption may be effected either by lot or pro rata, in such manner as may be prescribed by resolution of the Board of Directors. After any of the outstanding Preferred Stock shall have been called for redemption and the holders thereof duly notified and the funds necessary to effect such redemption have been set aside by the Board of Directors, the holders thereof shall have no further rights as stockholders of the Corporation, but shall be entitled only upon presentation of the certificates properly endorsed to receive the redemption value thereof, as above set forth. Notice of redemption shall be deemed to have been given when addressed to such Preferred Stockholders at the addresses recorded on the books of the Corporation and mailed at the Town of Centreville, State of Maryland.

COMMON STOCK

(a) Dividends--After all accumulated dividends on the outstanding Preferred Stock shall have been declared, and the Corporation shall have paid the same or shall have set apart a sum sufficient therefor, the holders of the outstanding Common Stock shall be entitled to receive out of the remaining surplus or net profits, such dividends as may from time to time be declared by the Board of Directors. No dividends on any outstanding stock of the Corporation shall be declared out of paid-in surplus.

(b) Preferences Upon Liquidation, etc.--In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the outstanding Common Stock after the payments hereinabove provided for have been made to the holders of the outstanding Preferred Stock, shall be entitled to share equally, share for share, in all remaining assets available for distribution.

A consolidation or merger of the Corporation with any other corporation or corporations, shall not be deemed to be a liquidation or winding up within the meaning of this clause.

(c) Voting Rights--Each share of Common Stock shall entitle the holder of record thereof to one (1) vote in all proceedings in which action shall be taken by Stockholders of the Corporation.

SIXTH: The number of directors of the Corporation shall be three (3); which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Robert J. Lynch, Robert J. Lynch, Jr. and Richard T. Lynch.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such considerations as said board of directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(2) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed to the board of directors or a majority thereof.

(3) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of this Corporation.

(4) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of stock of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares of stock outstanding and entitled to vote thereon, except as otherwise provided in the charter.

(5) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments, changing the terms of any of its outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

unanimously
(6) The board of directors/shall have power to declare and authorize the payment of stock dividends, whether or not payable

in stock of one class to holders of stock of another class or classes, and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 2, 1970.

WITNESS:

Francis J. Benner

Robert J. Lynch
Robert J. Lynch

Francis J. Benner

Robert J. Lynch, Jr.
Robert J. Lynch, Jr.

Francis J. Benner

Richard T. Lynch
Richard T. Lynch

STATE OF NEW YORK,
COUNTY OF NEW YORK

, ss:
OCT

I HEREBY CERTIFY that on September 2, 1970, before me, the subscriber, a Notary Public of the State of New York, in and for the County of NEW YORK, personally appeared ROBERT J. LYNCH, ROBERT J. LYNCH, JR., and RICHARD T. LYNCH, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Alfred J. [Signature]
Notary Public

My Commission expires:

NOTARY PUBLIC
STATE OF NEW YORK
[Faint text and seal details]

ARTICLES OF INCORPORATION
OF
LYNCH LAND COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 8, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 509

Recorded in Liber 7838, folio 313, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 13th
DAY OF Oct, 1971, AT 1:45 P. M.
NO. 32658 AND RECORDED IN
LIBER CAC No. 2 folio 433 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles H. Cecil

LIBER 2 PAGE 439

Jan. 16, 1971

ARTICLES OF INCORPORATION

of

VERSEY ENTERPRISES INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John Frederick Huxster, whose post office address is Box 39B, Church Hill, Maryland 21623, Beverly Jean Huxster, whose post office address is Box 39B, Church Hill, Maryland 21623, and Frederick Greiner Huxster, whose post office address is 1408 Golden Rain Road, Walnut Creek, California 94595, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

VERSEY ENTERPRISES INC.

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

(a) To construct and build houses, buildings, roads and foundations, to excavate, handle, transport concrete materials and road building materials, to buy, sell, develop, divide, and encumber real estate, to repair, renovate and make additions to buildings and real estate, to buy, sell lumber and to manufacture wood, metal and compositions products, to buy sell, transfer and encumber household appliances, fixtures, electrical goods, plumbing supplies, to invest, re-invest funds in notes, mortgages, bonds, chosen-in-action of all kinds and shares of other corporations and to engage in manufacturing and the making, building, and assembling of products of all kinds.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufacturer products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, or stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased,

***(i) or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit, or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is; Primrose Point, Kings Town, Maryland, P. O. Box 390, Chestertown, Maryland 21620. The resident agent of the Corporation is John Frederick Huxster, Box 39B, Church Hill, Maryland 21623. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 100,000 shares of the par value of one dollar (\$1.00) each; all of which shares are of one class and are designated as common stock. The aggregate par value of all shares having par value is one hundred thousand (\$100,000.00) dollars.

2 A. Co
RHX

SIXTH: The Corporation shall have three (3) Directors, who are incorporators and they shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of the Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase,

*** (h) lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on November 5, 1970.

Witness:

Richard C O'Neal John Frederick Huxster
 Richard C O'Neal John Frederick Huxster
Richard C O'Neal Beverly Jean Huxster
 Richard C O'Neal Beverly Jean Huxster
Frederick Greiner Huxster - 007311110
 Frederick Greiner Huxster

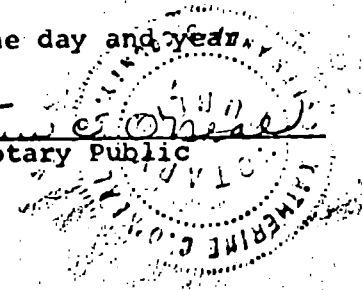
STATE OF Maryland)
) ss:
QUEEN ANNE'S COUNTY)

THIS IS TO CERTIFY, that on November 5, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County aforesaid, personally appeared John Frederick Huxster and Beverly Jean Huxster, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

Witness my hand and Notarial Seal, the day and year last above written.

My Commission expires July 1, 1974

Richard C O'Neal
Notary Public

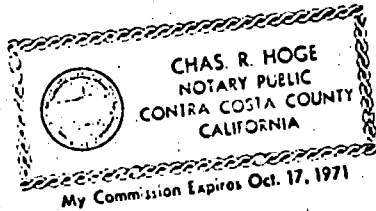


STATE OF California)
) ss:
COUNTY OF Contra Costa)

THIS IS TO CERTIFY, that on October 31st, 1970, before me, the subscriber, a Notary Public of the State of California, in and for Contra Costa county, aforesaid, personally appeared Frederick Greiner Huxster, and severally acknowledged the foregoing Articles of Incorporation to be his respective act.

Witness my hand and Notarial Seal, the day and year last written above.

Chas R Hoge
Notary Public



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ARTICLES OF INCORPORATION
OF
VERSEY ENTERPRISES INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 6, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 1060

Recorded in Liber 2844-177 folio 7, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Donus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard Kella



vjg.

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS 16TH
DAY OF *Feb* 1971 AT 9:02 A.M.
R380.43 AND RECORDED IN
LIBER *2844-177* Charter
BOOK FOR QUEEN ANNES
COUNTY
Charles W. Cecil CLERK.

RECEIVED FOR RECORD Feb 16, 1974

ARTICLES OF INCORPORATION

OF

QUEEN ANNE'S COUNTY EDUCATION ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Michael C. Wilkinson, whose post office address is Box 2, Centreville, Maryland, being over twenty-one years of age, does hereby declare himself as incorporator, with the intention of forming a non-profit corporation, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations.

SECOND: That the name of the corporation (hereinafter called "the Corporation") is:

QUEEN ANNE'S COUNTY EDUCATION ASSOCIATION, INC.

THIRD: The purpose for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) To contribute to the advancement of education.

(b) To initiate and support programs that create public understanding and interest in education, that promote the professional and economic welfare of teachers, that attempt to unify all levels of the profession, that insure the maintenance of the educator's role in shaping educational policy, and that provide guidance toward improved ethical and professional standards.

(c) To promote the welfare of school children and the improvement of educational opportunities for all.

(d) To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal, necessary or

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incident to the expansion and continuance of the purposes of the Corporation.

(e) To plan, construct, operate, maintain, and improve any property, real or personal, necessary or incident to the fulfilling of the purposes of the Corporation.

(f) To engage in any kind of activity, and to enter into, perform, and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any of the non-profit purposes of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is Box 98, Centreville, Maryland 21617. The resident agent of the Corporation is Michael C. Wilkinson, Box 2, Centreville, Maryland 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The affairs of the Corporation shall be managed by a Board of Directors consisting of six (6) directors, chosen in the manner provided by the bylaws. The names of the persons who shall serve as directors until their successors are fully qualified are as follows:

- | | |
|----------------------|------------------|
| Michael C. Wilkinson | Ronald Hill |
| Joseph Ollock | Madelyn Hollis |
| Ronald Stouter | Wilhemean Wilson |

SIXTH: The Corporation shall not be conducted or operated for profit, and shall have no capital stock; and no part of the net earnings of the Corporation shall be distributed to, or inure to the benefit of any member, director or officer of the Corporation, contributor, or private individual. In the event of dissolution, liquidation, or winding up of the Corporation, the assets thereof shall be distributed to such non-profit and charitable corporations, which have qualified for exemption under Section 501 (c) of the Internal Revenue Code, as may

be designated by the directors, for purposes similar to those of the Corporation.

SEVENTH: The Board of Directors shall adopt bylaws governing the operation of the affairs of the Corporation, which shall provide, among other things, for membership in the Corporation, the qualifications of directors, their terms of office, manner of election, removal, change of number, filling of vacancies, and their powers, duties, and liabilities, and such other matters deemed necessary or advisable by the Board, except if otherwise provided in these Articles of Incorporation or the Laws of the State of Maryland.

EIGHTH: The Corporation shall have perpetual existence.


IN WITNESS WHEREOF, I have signed these Articles of Incorporation this *6th* day of *November* 1970.

Maria Shostall
Witness:

Michael C. Wilkinson
Michael C. Wilkinson

STATE OF MARYLAND

I HEREBY CERTIFY, that on this *6th* day of *November*, 1970, before the subscriber, a Notary Public of the State of Maryland, personally appeared Michael C. Wilkinson and acknowledged the foregoing Articles of Incorporation to be his act.

Maria Shostall
Notary Public


LIBER 2 PAGE 450
ARTICLES OF INCORPORATION
OF

QUEEN ANNE'S COUNTY EDUCATION ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 16, 1970 at 3:00 o'clock P.M. as in conformity
with law and ordered recorded.

A 1188

Recorded in Liber 7846 folio 53, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOT.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *16*.....
DAY OF *Feb* 1971 AT *9* A.M.
IN *380.43* AND RECORDED IN
LIBER *7846* - *2* folio *47* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

RECEIVED

July 16, 1924

ELIZABETH G. MERRICK, INC.

ARTICLES OF INCORPORATION

FIRST: I, THE UNDERSIGNED, ELIZABETH G. MERRICK, whose Post Office address is 303 North Commerce Street, Centreville, Maryland 21617, being at least twenty-one (21) years of age, do hereby act as incorporator with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (hereinafter called "Corporation") is ELIZABETH G. MERRICK, INC.

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

To operate and manage farms, till the soil, harvest the crops and sell the produce thereof.

To buy, exchange, hold, manage, rent, lease, sublease, encumber, assign, build upon, improve, sell, or otherwise dispose of, improved real estate, leaseholds, machinery, fixtures, or contracts relating thereto, in this State or elsewhere, for cash or credit, and to finance the purchase or sale thereof by mortgage, vendor's lien, or in any other appropriate manner.

To buy, hold, sell, guarantee, discount, pledge all manner of commercial paper, accounts, choses in action, bills of lading, and warehouse receipts.

To pay any obligation of this Corporation in cash, stock, promissory notes or other negotiable instruments, or in real or personal property; and to do every act or thing necessary or suitable for the accomplishment of any or all of the objects and purposes above enumerated, either alone or associated with other persons, firms, corporations or associations.

To loan to any person, firm, corporation, or association any monies, or other valuable things, and to take, as collateral security for the repayment of such loan, mortgages on real or personal property, stocks, bonds, or other security, bills of lading and warehouse receipts, as the Directors of the Corporation may see fit.

To borrow, from time to time, such monies as in the opinion of the Directors are necessary for the proper conduct of the Corporation's business and to pledge or mortgage the Corporation's real or personal property as security therefor.

To act as agent, broker, commission merchant, for any person, firm, corporation or association, and to carry on any other business, whether manufacturing, wholesaling, or retailing, which may seem to the Corporation to be calculated directly or indirectly to effectuate all or any of the objects recited herein or to enhance the value of its property and rights.

To acquire by purchase, lease, or otherwise, the property, business, rights, good will, franchises, contracts and assets of every kind of any person, firm, or corporation carrying on any business which this Corporation may deem necessary in carrying on its own business.

To do any or all of the above mentioned things without limit as to amount, either as principal or agent, or broker, and to do any act or thing calculated to further the business of this Corporation.

Before any shares of stock in this Corporation shall be transferred, whether by sale, gift, or otherwise, it shall be required that the owner of such stock shall extend to the Corporation, or to the stockholders, an option

for a period of sixty (60) days, dating from the day upon which said Corporation receives notice in writing of his desire to sell his stock. Whenever such sale is made to the Corporation, or to other stockholders, it shall be at a price determined by the book value of the stock as of the date of sale.

And, provided that a copy of this restriction is endorsed upon the Certificate of Shares in this Corporation, in accordance with the provisions of Subtitle 8, Section 8-204 of Article 95B of the Annotated Code of Maryland (1957 Edition), known as and entitled, "Uniform Commercial Code", and any amendments thereto; the owner or owners of stock in this Corporation hereby binds his, her, or their heirs, personal representatives and assigns, to extend to the Corporation, or to other stockholders, an option for a period of sixty (60) days, dating from the day upon which the said Corporation receives notice in writing of the desire of such heirs, personal representatives and assigns, of his, her or their intention to sell stock of a living or deceased stockholder. No stock shall be transferable on the books of the Corporation until this condition has been complied with.

FOURTH: The Post Office address of the principal office of the Corporation in this State is Centreville, Maryland. The name and Post Office address of the Resident Agent of the Corporation in this State is Edward Turner, 109 Lawyers Row, Centreville, Maryland 21617. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is THIRTY-FIVE HUNDRED (3500) shares, having an aggregate par value of THREE HUNDRED FIFTY THOUSAND DOLLARS (\$350,000.00), divided into FIFTEEN HUNDRED SHARES (1500) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) a share of Class A Stock, having an aggregate par value of ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000.00), and TWO THOUSAND (2000) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) a share of Class B Stock, having an aggregate par value of TWO HUNDRED THOUSAND DOLLARS (\$200,000.00).

Each share of Class A Stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of stockholders; but Class B Stock shall be non-voting stock and shall not be entitled to vote on any matter submitted at a meeting of stockholders.

SIXTH: The number of Directors shall be three (3), which number may be increased pursuant to By-Laws of the Corporation, but shall never be less than three; and the names of the Directors, who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are Elizabeth G. Merrick, Ann B. Turner, and Edward Turner.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize issuance from time to time of shares of stock, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable.

EIGHTH: A stockholder may vote the shares owned of record by him, either in person or by proxy, executed in writing by the stockholder, or his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from its date, unless otherwise provided in the proxy.

NINTH: The Board of Directors are authorized to appoint, from among its members, an Executive Committee and other Committees, composed of two or more Directors, and delegate to such Committees, in the intervals between meetings of the Board of Directors, any or all the powers of the Board of Directors, in the management of the business and affairs of the Corporation, except the power to declare dividends, issue stock or to recommend to stockholders any action requiring stockholders' approval.

TENTH: Any action required or permitted to be taken at a meeting of stockholders may be taken without a meeting, if a consent in writing, setting forth such action, is signed by all the stockholders entitled to vote on the subject matter thereof and any other stockholders entitled to notice of a meeting of stockholders (but not to vote thereat) have waived in writing any rights which they may have to dissent from such action, and such consent and waiver are filed with the records of the Corporation.

ELEVENTH: Any action required or permitted to be taken at any meeting of the Board of Directors, or of any Committee thereof, may be taken without a meeting, if a written consent to such action is signed by all members of the Board, or such Committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or Committee.

TWELFTH: The Corporation shall have as Officers, a President, a Secretary and a Treasurer, and such number of Vice Presidents as the Board of Directors may fix. Any two or more offices, except those of President and Vice President, may be held by the same person.

THIRTEENTH: The business and affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors shall exercise all the powers of the Corporation, except such as by Law or Charter or the By-Laws are conferred upon or reserved to the stockholders.

FOURTEENTH: Any fiduciary may vote shares standing in his name as such fiduciary, either in person or by proxy, and upon proof of the fact that legal title to shares registered in the name of another has devolved upon him in a fiduciary capacity, and that he is duly qualified to act as such fiduciary; he may vote such share, either in person or by proxy, even though they have not been transferred to his name as such fiduciary.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 21st day of October, 1970.

WITNESS:

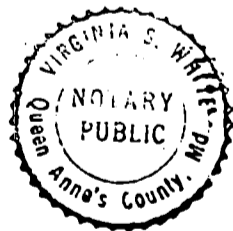
Virginia S. White

Elizabeth G. Merrick
Elizabeth G. Merrick

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on Wednesday this 21st day of October, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared ELIZABETH G. MERRICK and acknowledged the foregoing ARTICLES OF INCORPORATION to be her act.

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



Virginia S. White
Virginia S. White, Notary Public
My commission expires July 1, 1974.

LIBER 2 PAGE 454
ARTICLES OF INCORPORATION
OF
ELIZABETH G. MERRICK, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 9, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 1110

Recorded in Lib⁴ 2845-50, folio, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 70.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard K. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOT.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *16*
DAY OF *Feb* 1971 AT *9:00 A.* M.
NO *3804-3* AND RECORDED IN
LIBER *CWC-2 fol 451 Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl OLBRE.

RECEIVED FOR RECORD Feb 16, 1971

ARTICLES OF INCORPORATION
OF
WARRINGTON CONSTRUCTION COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Howard W. Warrington, whose Post Office address is Grasonville, Maryland 21638, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

WARRINGTON CONSTRUCTION COMPANY, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. To engage in the construction of highways, roads, streets, driveways, parking lots, walks, paths, railroads, bridges, piers, wharves, fortifications, power plants, transmission lines, tunnels, subways, drainage and irrigation systems, and sewerage facilities. To make estimates for itself and for others, and to bid upon and enter into, any carry out contracts for any of the above projects. To do architectural, building, structural, construction, erection, surveying, dredging shoring, wrecking, salvage, electrical, and engineering work of everykind.

2. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

3. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers, and sellers of, dealers in importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

4. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

5. To improve, manage, develop, sell, assign, transfer, lease mortgage, pledge or otherwise dispose of, or turn to account, or deal

in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment

for property purchased or acquired by the corporation, mortgage, assign, or pledge any stocks, bonds, accounts receivable or to guarantee any dividends or bonds or contracts or other obligations, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed be, in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located is Grasonville, Queen Anne's County, Maryland, ²¹⁶³⁸ and the resident agent of the corporation is Howard W. Warrington, whose Post Office address is Grasonville, Maryland 21638. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the corporation shall be three (3) which number may be increased or decreased, pursuant to the by-laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Howard W. Warrington, Helen Warrington, and Emma Schlotzhauer.

SIXTH: The total number of shares of stock which the corporation has authority to issue is one thousand shares (1000) without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limita-

tions and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock or otherwise may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness to such and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock or another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to an transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 22nd day of OCTOBER, 1970.

WITNESS:

Charles E. Smith Howard W. Warrington (SEAL)
Howard W. Warrington

STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, That on this 22nd day of OCTOBER, 1970, before me, the subscriber a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Howard W. Warrington and he did acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.



Charles E. Smith
Notary Public

My Commission Expires: 7/01/74.

LIBR

2 APR 1974

ARTICLES OF INCORPORATION
OF

WARRINGTON CONSTRUCTION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 9, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 1096

Recorded in Liber *7844*, folio *376*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Donus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *16*
DAY OF *Feb.* 1971 AT *9:27 A.* M.
IN *38043* AND RECORDED IN
LIBER *7844* - *376* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

RECEIVED

Mar 10, 1971

CERTIFIED COPY OF EXCERPT
FROM
MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS
OF
GOLDSTEIN ENTERPRISES, INC.

A Special Meeting of the Board of Directors of Goldstein Enterprises, Inc. was held on December 2, 1970 at 11:00 A.M. pursuant to notice sent to all of the Directors of the Corporation. A majority of the Directors and a quorum were present.

Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED: That the post office address of the principal office of the corporation in the State of Maryland is 305 Chesterfield Avenue, Centreville, Maryland 21617, and that Herbert Goldstein, a citizen of the State of Maryland, actually residing therein, whose post office address is 305 Chesterfield Avenue, Centreville, Maryland 21617, be and he is hereby designated as Resident Agent of the Corporation.

I hereby certify on the 2nd day of December, 1970, that the foregoing is a true and correct copy of an excerpt from the Minutes of a Special Meeting of the Board of Directors and the above-named Corporation and that said Resolution is in full force and effect.

Herbert Goldstein
Secretary of the Corporation

LIBER

2 PAGE 461



NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

GOLDSTEIN ENTERPRISES, INC.

received for record December 11, 1970

at 9:53 A. M.

and recorded on Film No. 853

Frame No. 76 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Anne's County.

AA No. 7446

SPECIAL FEE PAID \$3.00

Recording Fee Paid 2.00

\$5.00

Mr. Clerk - please mail to Blades & Rosenfeld, P. A.

912 Fidelity Building

Baltimore, Md. 21201

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.

I HEREBY CERTIFY THAT
THIS *Change of Address of Resident Agent*
RECEIVED FOR RECORD THIS *10*
DAY OF *Dec*, 1971, AT *11:40* A. M.
RE *38391* AND RECORDED IN
LIBER *CW 9-2* FILE *761* *Charles*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the
KENT ISLAND RAMBLER, INC.

were received for record on, December 19, 19 70,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

RECEIVED FOR RECORD

Mar. 10, 1971

KENT ISLAND RAMBLER, INC.

ARTICLES OF DISSOLUTION

KENT ISLAND RAMBLER, INC., a Maryland corporation having its principal office in Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is Chester, Maryland 21619, Queen Anne's County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are William H. Bittorf, 8 East Pleasant Street, Baltimore, Maryland, 21202. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
W. H. Bittorf	Castle Marina, Chester, Md. 21619
E. H. Bittorf	" " " " "
E. O. Stanfield	" " " " "

LIBER

2 PAGE 463

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

<u>Name</u>	<u>Title</u>	
W. H. Bittorf	President	8 E. Pleasant St., Baltimore, Md.
Wm. McIfrich Bittorf	Vice-President	Castle Marina, Chester, Md.
E. O. Stanfield	" "	" " " "
J. H. Bittorf	" "	" " " "
E. H. Bittorf	Secretary	8 E. Pleasant St., Baltimore, Md.
P. B. Bittorf	Treasurer	" " " "

SIXTH: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on November 12th, 1970, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on November 12th, 1970.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by a certificate of the Comptroller of the Treasury of the State of Maryland stating in effect that all taxes payable by the Corporation have been paid.

IN WITNESS WHEREOF, KENT ISLAND RAMBLER, INC., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on November 12th, 1970.

KENT ISLAND RAMBLER, INC.

Attest:

By W. H. Bittorf
W. H. Bittorf, President

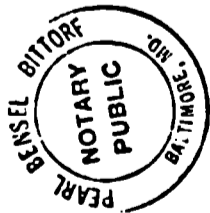
E. H. Bittorf
E. H. Bittorf, Secretary



State of Maryland)
City of Baltimore) ss:

I HEREBY CERTIFY that on November 12th, 1970, before me, the subscriber, a notary public of the State of Maryland in and for the City of Baltimore, personally appeared W. H. Bittorf, President of Kent Island Rambler, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation and at the same time personally appeared E. H. Bittorf and made oath in due form of law that she was secretary of the meeting of the board of directors of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.

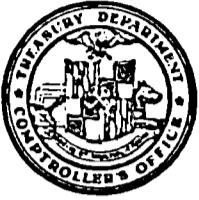


Pearl Bensei Bittorf
Pearl Bensei Bittorf, Notary Public

1888

2 Nov 1970

LIBER 2 PAGE 466



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 - PHONE COLONIAL 6-3371
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOBBEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office and of the Department of
Employment Security, as reflected in their certifi-
cation to the State Comptroller, show that all taxes
and charges due the State of Maryland, payable through
the said offices as of the date hereof by

KENT ISLAND RAMBLEF, INC.

have been paid.

WITNESS my hand and official seal this
fifteenth day of December A.D. 1970



Mary Ellen Hopkins
Deputy Comptroller

ARTICLES OF DISSOLUTION
OF
KENT ISLAND RAMBLER, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 18, 1970 at 11:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 1862

5
548

Recorded in Lib 3857, folio 377, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

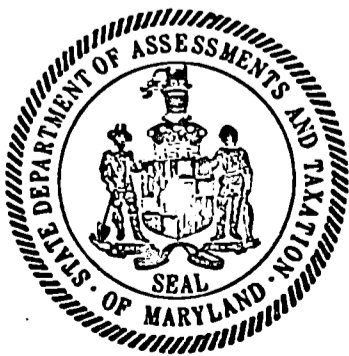
SPECIAL FEE
~~Added 1/11/71~~ \$ 15.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Kella



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SO. I HEREBY CERTIFY THAT
THIS *Article of Dissolution* WAS
RECEIVED FOR RECORD THIS 10
DAY OF Dec 1971 AT 11:30 A.M.
RE 38391 AND RECORDED IN
LIBER asc-2 fol. 463 *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Clara W. Giff CLERK.

LIBER 2 PAGE 467

Mar 10, 1971

PELCZAR LAND COMPANY, INC.

ARTICLES OF AMENDMENT

PELCZAR LAND COMPANY, INC., a Maryland corporation having its principal office in Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out paragraph "(d)" of Article "SEVENTH" of the Articles of Incorporation and inserting in lieu thereof the following:

"(d) The stock of the Corporation may be the subject of a stock purchase agreement between the holders thereof and the Corporation providing restrictions upon the disposition of stock during the lifetime or upon the death of its respective holders."

SECOND: The foregoing amendment has been duly advised by the board of directors of the Corporation and approved by the stockholders of the Corporation, as follows:

(a) The Board of Directors of the Corporation, at a meeting duly convened and held on December 9, 1970, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable, and directing that it be submitted for action thereon at the annual meeting of the stockholders of the Corporation to be held on December 9, 1970.

(b) The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said annual meeting by the unanimous vote of all of the stockholders of the Corporation, all of whom actually attended the meeting in person.

IN WITNESS WHEREOF, PELCZAR LAND COMPANY, INC., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on December 9, 1970, and said officers hereby acknowledge the foregoing Articles of Amendment to be the corporate act of PELCZAR LAND COMPANY, INC., a Maryland corporation; and said officers hereby solemnly declare, affirm and state, that, to the best of their knowledge, information and belief, all matters and facts set forth in said articles with respect to approval are true in all material respects and that such statement is made under the penalties of perjury.

PELCZAR LAND COMPANY, INC.

By *Theo. J. Carski*
(Theo. J. Carski) President

ATTEST:

Michael J. Pelczar Jr.
(Michael J. Pelczar, Secretary
Jr.)

LIBER 2 PAGE 470
ARTICLES OF AMENDMENT
OF
PELCZAR LAND COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 14, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 1715

3

Recorded in Lib 7851-93 folio 93 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Donus tax paid \$----- Recording fee paid \$ 15.00-----

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H Keller



msf

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Article 7 Amendment*
RECEIVED FOR RECORD THIS *19*
DAY *11* 1971 AT *11:40* A. M.
R3839) AND RECORDED IN
LIBER *Qwe-v* folio *468* Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

RECEIVED FOR RECORD May 10, 1971

ARTICLES OF INCORPORATION

OF

GATEWAY PROJECTS, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, James E. Thompson, Jr., whose post office address is 117 Lawyers Row, Centreville, Maryland, 21617, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

GATEWAY PROJECTS, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, lease, maintain and operate restaurants, cocktail lounges, with the customary appurtenances thereto; to sell and dispense foods, beverages and liquors of all kinds, whether or not alcoholic in content; to hold, own and operate under municipal, county, state and federal government licenses as may be necessary for the conduct of any business in which the corporation is engaged; to own, lease, maintain and operate a boatyard or a marina; to buy and sell (at wholesale or retail) boats; to service and repair boats; to provide facilities usual and customary in boatyards and marinas; to own, lease, maintain and operate a marine store and connection therewith to buy, sell and dispense gasoline, motor oils, and boat and marine supplies, parts and accessories of every kind and description (at wholesale or retail); to stock, store, buy, sell and dispense marine equipment, parts and accessories as may be necessary to accomplish the aforesaid objectives; and, in general, to do any and all things pertinent to said business, or any of them, or usual and customary within the trade and generally accepted as trade practice or custom in the State of Maryland.

2. To engage in similar functions or ancillary businesses as may be calculated to promote the general and special objectives of the corporation; to make contracts, incur liabilities and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage, deeds of trust, security agreements or financing statements encumbering all or any part of its property, franchises and income; and to transact its business, carry on its operations and exercise the powers granted by this article in any state, territory, district or possession of the United States, and

JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE, MD 21617
758-0877

LETR

2 PAGE 471

in any foreign country.

3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

4. To buy, sell, mortgage, lease, rent, build upon; improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trade marks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares

of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be

JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE, MD 21617
730-0677

located is Stevensville, Queen Anne's County, Maryland, 21666; and the resident agent of the corporation is James P. Knapp, whose post office address is Kentmorr, Stevensville, Maryland, 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors, and James P. Knapp, whose post office address is Kentmorr, Stevensville, Maryland, 21666, and Mary G. Knapp, whose post office address is Kentmorr, Stevensville, Maryland, 21666, and Irma Britt, whose post office address is Sunny Isle of Kent, Stevensville, Maryland, 21666, and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The authorized capital of the corporation shall be One Hundred Thousand Dollars (\$100,000.00). The total number of shares of stock which the corporation has authority to issue is Ten Thousand (10,000) shares of a par value of Ten Dollars (\$10.00), all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of the stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract of transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a

vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidence of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 15th day of December, 1970.

WITNESS:

  (SEAL)
James E. Thompson, Jr.

JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE, MD. 21617
756-0677

- 5 -

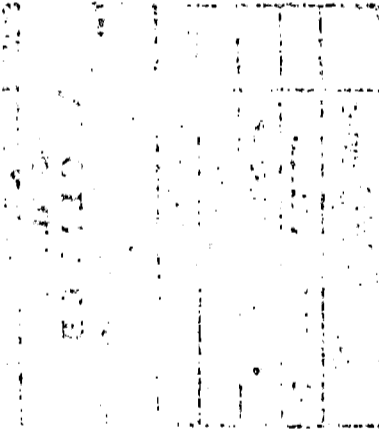
LIBR. 2 PAGE 475

STATE OF MARYLAND)
) TO WIT:
CITY OR COUNTY OF QUEEN ANNE'S)

I HEREBY CERTIFY, that on this 15th day of December, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City or County aforesaid, personally appeared James E. Thompson, Jr., and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Jean W. Anthony
NOTARY PUBLIC July 11, 1974



JAMES E. THOMPSON, JR.
ATTORNEY AT LAW
CENTREVILLE, MD 21617
786-0677

ARTICLES OF INCORPORATION

OF

GATEWAY PROJECTS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 22, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

A 1886

Recorded in Liber 7852, folio 7 ~~535~~, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS 10
DAY OF Nov 1971 AT 11:40 A. M.
RE3839.1 AND RECORDED IN
LIBER 7852 - 7 folio 471 *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Bird CLERK

vjg.

LIBER 2 PAGE 477

RECEIVED FOR RECORD *May 10, 1971*
ARTICLES OF INCORPORATION
OF
EASTERN BAY INN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JAMES R. DAFNIS, whose post office address is 6601 Dogwood Road, Baltimore, Maryland 21207, ROSALIE H. DAFNIS, whose post office address is 6601 Dogwood Road, Baltimore, Maryland 21207 and PETER DAFNIS, whose post office address is 1011 Francis Avenue, Baltimore, Maryland 21227, all being at least twenty-one of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

EASTERN BAY INN, INC.

THIRD: The purposes for which the Corporation is formed is as follows:

(a) To own, conduct, operate, maintain and carry on the business of a bar, restaurant, marina, grocery store and to sell and dispense foods, beverages and liquids of all kinds, to charge a fee to launch boats, sell and dispense fuel for boats as well as motor oil and related products and to do any and all things necessary and pertinent to said business.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership, or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake,

guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(d) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(e) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purpose, object and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the power of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is - Grasonville, Maryland, ^{21438.} The name and post

ARNOLD E. SILBIGNER
ATTORNEY AT LAW
SILBIGNER BUILDING
BALTIMORE, MT. ELLIOT
918-1018

office address of the Resident Agent of the Corporation in this State is James R. Dafnis, 6601 Dogwood Road, Baltimore, Maryland 21207. The said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1000) shares without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have three (3) directors and James R. Dafnis, Rosalie H. Dafnis and Peter Dafnis shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) No contract or other transaction between this Corporation and any other Corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or not so interested.

(b) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall

have authority to exercise without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 3rd day of December, 1970.

ATTEST:

<u><i>James R. Dafnis</i></u>	<u><i>James R. Dafnis</i></u> James R. Dafnis
<u><i>Clara E. Jackson</i></u>	<u><i>Rosalie H. Dafnis</i></u> Rosalie H. Dafnis
<u><i>Yordan H. Yellin</i></u>	<u><i>Peter Dafnis</i></u> Peter Dafnis

STATE OF MARYLAND,
COUNTY OF BALTIMORE, to wit:

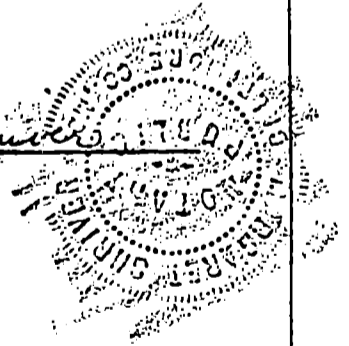
THIS IS TO CERTIFY, that on the 3rd day of December, 1970, before me, the Subscriber, a Notary Public of the State of Maryland, in and for the County of Baltimore aforesaid, personally appeared James R. Dafnis, Rosalie H. Dafnis and Peter Dafnis, and they acknowledged the foregoing Articles of Incorporation to be their respective act.

Witness My Hand and Notarial Seal, the day and year last above written.

Margaret Shivers
Notary Public

My Commission Expires:

July 1, 1974



ARNOLD E. SILBIGNER
ATTORNEY AT LAW
SILBIGNER BUILDING
BALTIMORE, MD. 21207
949-1818

LIBER 2 PAGE 482
ARTICLES OF INCORPORATION
OF
EASTERN BAY INN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 11, 1970 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 1674

Recorded in Liber 7850-519 folio ⁵, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Donus tax paid \$ 20.00 ... Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Kella



vjg.

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 10
DAY OF Dec 1971 AT 11:40 A.M.
RE 38391 AND RECORDED IN
LIBER CW-2 folio 478 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK

RECEIVED FOR RECORD *Mar. 10, 1971*

C & T LAND, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Winifred E. Clevenger, Catherine J. Clevenger and W. Ellwood Thompson, whose Post Office addresses are Grasonville, Queen Anne's County, State of Maryland, each being over twenty-one (21) 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 name of the corporation (which is hereinafter called the Corporation) is - - - - -

C & T LAND, INC.

THIRD: The purposes for which the Corporation is formed, are, as follows:

- A. To construct, own, buy, sell, lease, equip and operate sites and areas for camping and trailer parks and generally to deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct and operation of the foregoing.
- B. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.
- C. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.
- D. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers, and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.
- E. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any Corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay any such property, rights, business, contracts, goodwill franchise or assets by the issue, in accordance with the Laws of Maryland of stock, bonds, or other securities of the Corporation or otherwise.

ROBERT R. PRICE, JR.
ATTORNEY AT LAW
CENTREVILLE, MARYLAND
756-1660

UBER

2 PAGE 483

- F. To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or any other State, territory, district, colony or dependency of the United States or of any foreign country and while the owner or holder of any such shares of stock, bonds, or other obligations, to possess and exercise in right thereof any and all the rights, powers and privileges, of ownership, including the right to vote on any shares of stock so held or owned; and upon distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, bonds or other obligations, or the proceeds thereof, among the stock holders of the Corporation.
- G. To loan or advance money with or without security, without limit as to amount, and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchase, or for any other lawful consideration and to secure the payment thereof and of the interest thereon by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.
- H. To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.
- I. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to

limit or restrict any of the powers of the Corporation, The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The Post Office Address of the principal office in this State is Grasonville, Maryland, Zip Code #21638, and the resident agent of the Corporation is Winifred E. Clevenger, whose Post Office Address is Grasonville, Queen Anne's County, Maryland, Zip Code #21638. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100 shares of the par value of Five Hundred (\$500.00) Dollars, all of one class and having an aggregate par value of Fifty Thousand (\$50,000.) Dollars.

No stock of the Corporation shall be sold, pledged, mortgaged, given or distributed by the registered holder thereof or by an Executor or Personal Representative of a deceased stockholder or otherwise assigned, disposed of or transferred to a transferee other than the Corporation without having first been offered for sale in writing to the Corporation for a period of ninety (90) days preceding said transfer at its then book value, as determined by the most recent audit of the books, excluding goodwill from such value; failure of the Corporation to exercise its rights of purchase within the said period of ninety (90) days or a refusal to purchase in writing before such ninety (90) days shall constitute a waiver of these conditions, any transfer in violation of these conditions shall be void and shall confer no rights to the transferee except as may be required by law.

SIXTH: The number of directors of the Corporation shall be four (4) which number may be increased or decreased pursuant to the by-laws 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 qualify are, W. Ellwood Thompson, Margaret Lee Thompson, Winifred E. Clevenger and Catherine E. Clevenger.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions, of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of

its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(3) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classifications, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless the such change of terms shall have been authorized by the holders of three-fifths of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(4) The Board of Directors shall have power to declare and authorize the payment of stock dividends whether or not payable in stock of one class to holders of stock or any other class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have hereunto signed these Articles of Incorporation on this 7 day of Nov, 1970.

WITNESS:

James E. Irvine

Winifred E. Clevenger (SEAL)
Winifred E. Clevenger

James E. Irvine

Catherine J. Clevenger (SEAL)
Catherine J. Clevenger

James E. Irvine

W. Ellwood Thompson (SEAL)
W. Ellwood Thompson

STATE OF MARYLAND
QUEEN ANNE'S COUNTY

} TO WIT:

I HEREBY CERTIFY, that on this 7 day of Nov, 1970, before me, the Subscriber, a Notary Public of the State and County aforesaid, personally appeared Winifred E. Clevenger, Catherine J. Clevenger and W. Ellwood Thompson, and each acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

ROBERT R. PRICE, JR.
ATTORNEY AT LAW
CENTREVILLE, MARYLAND
740-1600

Winifred E. Clevenger Notary Public

My commission expires: July 1, 1974

ARTICLES OF INCORPORATION
OF
C & T LAND, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 2, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 1525

Recorded in Liber 3849 ⁵ folio 272, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOF.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS 10
DAY OF *Nov* 1971 AT 11:40 A.M.
No 38391 AND RECORDED IN
LIBER *QWC-2* folio *483* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Bell CLERK.

LIBER 2 PAGE 487

hereby gives notice that ARTICLES OF DISSOLUTION of the

B. AND H. DISTRIBUTING CORPORATION

were received for record on, December 31, 1970,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

ALBERT W. WARD

Director

RECEIVED FOR INDEX Apr 29, 1971

B. & H. DISTRIBUTING CORPORATION

ARTICLES OF DISSOLUTION

B. ^{AND} H. Distributing Corporation, a body corporate of the State of Maryland, having its principal office in Centreville, Queen Anne's County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is Centreville, Queen Anne's County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up is George O. Yewell, Sr., Centreville, Queen Anne's County, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the Directors of the Corporation is as follows:

<u>Name</u>	<u>Post Office Address</u>
George O. Yewell, Sr.	Centreville, Maryland 21617
Verla O. Yewell	Centreville, Maryland 21617
George O. Yewell, Jr.	Centreville, Maryland 21617

FIFTH: The name, title and post office address of each of the officers of the Corporation is as follows:

<u>Name</u>	<u>Title</u>	<u>Post Office Address</u>
George O. Yewell, Sr.	President	Centreville, Maryland 21617
Verla O. Yewell	Vice President	Centreville, Maryland 21617
George O. Yewell, Jr.	Treasurer and Secretary	Centreville, Maryland 21617

SIXTH: A majority of the entire Board of Directors, at a meeting of the Board of Directors of the Corporation duly convened and held on May 28, 1970, adopted a Resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon to the stockholders of the Corporation, pursuant to the provisions of Article 23, Corporations, of the Annotated Code of Maryland (1957 edition).

SEVENTH: The dissolution of the Corporation has been duly advised by the Board of Directors and authorized by the stockholders of the Corporation at a meeting of the stockholders duly convened and held on May 28, 1970, in the manner and by the vote required by Article 23, Corporations, of the Annotated Code of Maryland (1957 edition).

EIGHTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23, Corporations, of the Annotated Code of Maryland (1957 edition) was mailed on June 23, 1970, to all known creditors of the Corporation.


NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of all collectors of taxes in the list heretofore supplied to the Corporation by the State Department of Assessments and Taxation of Maryland, stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have

been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Company is to be effected.

IN WITNESS WHEREOF, B. & H. Distributing Corporation has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be affixed and attested by its Secretary on this 30th day of December, 1970.

ATTEST:

B. & H. DISTRIBUTING CORPORATION

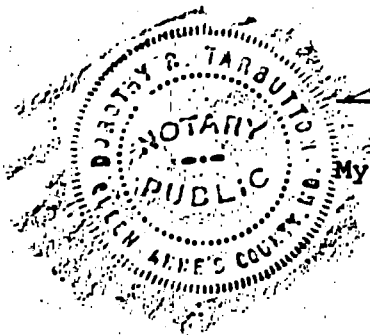

George O. Yewell, Jr.
Secretary

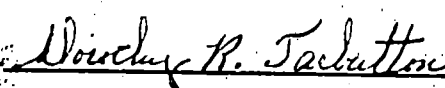
By: 
George O. Yewell, Sr.
President

STATE OF MARYLAND, COUNTY OF QUEEN ANNE'S, to wit:

I HEREBY CERTIFY, that on this 30th day of December, 1970, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared George O. Yewell, Sr., President of B. & H. Distributing Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said Corporation; and at the same time personally appeared George O. Yewell, Jr., and made oath in due form of law that he was Secretary of the meeting of the Board of Directors and of the Stockholders of said Corporation at which the dissolution of the Corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

WITNESS my hand and seal the day and year last above written.




Notary Public
My Commission Expires July 1, 1974.



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 486 — PHONE COLONIAL 6-3371
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office and of the Department of
Employment Security, as reflected in their certifi-
cation to the State Comptroller, show that all taxes
and charges due the State of Maryland, payable through
the said offices as of the date hereof by

E AND H DISTRIBUTING CORPORATION
have been paid.

WITNESS my hand and official seal this
twenty-ninth day of December A.D. 1970.



Mary Ellen Hopkins
Deputy Comptroller

LIBER

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CERTIFICATE OF PAYMENT OF TAXES

THIS IS TO CERTIFY that all taxes levied on assessments made by the State Department of Assessments and Taxation of Maryland, billed by and payable to the Town of Centreville by B. & H. Distributing Corporation, a Maryland corporation, have been paid, except taxes barred by Section 212 of Article 81, or otherwise, but including taxes billed for the year July 1, 1970, to June 30, 1971.

TOWN COMMISSIONERS OF CENTREVILLE

By: William R. Turner, Clerk

CERTIFICATE OF PAYMENT OF TAXES

THIS IS TO CERTIFY that all taxes levied on assessments made by the State Department of Assessments and Taxation of Maryland, billed by and payable to the Treasurer of Queen Anne's County by B. & H. Distributing Corporation, a Maryland corporation, have been paid, except taxes barred by Section 212 of Article 81, or otherwise, but including taxes billed for the year July 1, 1970, to June 30, 1971.

William R. Wilson III
William R. Wilson, III
Treasurer of Queen Anne's County, Maryland

ARTICLES OF DISSOLUTION
OF
B. AND H. DISTRIBUTING CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 31, 1970 at 4:30 o'clock P. M. as in conformity
with law and ordered recorded.

(A) 2194

Recorded in Liber ⁶ 855, folio 598, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

SPECIAL FEE
Recording fee paid \$15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOF.
I HEREBY CERTIFY THAT
THIS *Article of Dissolution* AS
RECEIVED FOR RECORD THIS *29th*
DAY OF *Dec* 1971 AT
NO *39198* HAD RECORDED BY
LIBR *W.C. 2458 Carter*
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Carter
CLERK

LIBER

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RECEIVED FOR RECORD Apr 29, 1976

ARTICLES OF INCORPORATION
OF
WYE NURSERY, INC.
WHICH IS A CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Norman G. Fischer, whose post office address is Queenstown, Maryland, being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, set forth and execute these Articles with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the "CORPORATION") is:

WYE NURSERY, INC.

THIRD: The purposes for which the CORPORATION is formed are as follows:

(a) To engage in the business of propagating, growing, harvesting, maintaining, replanting, selling, and generally dealing in, at wholesale and retail, trees, shrubbery, plants, flowers, vines, turf, and vegetable growths of all kinds; to acquire the necessary real estate, farms and plants properly to carry out the above objects and incidentally to engage in general farming to provide for the proper rotation of crops and the maintenance of the ground in a fertile condition.

(b) To furnish landscaping advice and engineering services, and generally deal in plant foods and equipment, lawn and

garden supplies; to erect, purchase, lease, own, operate, and dispose of green houses, hotbeds, cold frames, cellars, shops, stores, mills, factories, warehouses, yards, and other buildings and structures, with such motor trucks, trailers, automobiles, machinery, tools, apparatus and equipment as may be necessary for the proper conduct of the business of the Corporation, and to engage in and carry on any other business which may conveniently be conducted in conjunction with any of the nursery and tree surgery business of the Corporation.

(c) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares, and merchandise of every class and description.

(d) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(e) To purchase, lease, or otherwise acquire, hold, develop, subdevelop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

(f) To purchase, lease, or otherwise acquire all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind of any corporation, co-partnership, or individual (including the estate of a decedent) carrying on or having carried on in whole or in any part the aforesaid businesses or any other businesses that the CORPORATION may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness

and liabilities thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the CORPORATION, or otherwise.

(g) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae and the like, which might be used for any of the purposes of the CORPORATION; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(h) To enter into and perform contracts of every sort and description with any person, firm, association, corporation, municipality, county, state, nation, or other body politic, or with any colony, dependency, or agency of any of the foregoing.

(i) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or of any other state, territory, district, colony, possession, or dependency of the United States of America or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds, or other obligations, to possess and exercise in respect

thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this CORPORATION, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this CORPORATION.

(j) To enter into and carry out agreements in the form of options, rights of first refusal, buy and sell agreements, or otherwise, with all or some of the holders of its shares of capital stock, evidences of indebtedness, bonds or securities, or others, providing, in whole or in part, for the acquisition, purchase, redemption or disposal, or relating to the control, or restricting the transfer, of shares of its capital stock, evidences of indebtedness, bonds, or securities, by this CORPORATION and/or by others, and this provision shall also authorize any such agreements to which the CORPORATION is not a party.

(k) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation, association or other venture, entity, or enterprise in which the CORPORATION has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities, or other evidence of indebtedness created or issued by any such other corporation, association or other venture, entity, or enterprise.

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LIBER

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(l) To loan or advance money, with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the CORPORATION; and to issue bonds, debentures, notes, or other obligations of any nature (including bonds, debentures, notes and other obligations convertible into stock of the CORPORATION), and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the CORPORATION, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the CORPORATION for its corporate purposes.

(m) To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, or with others in a partnership or joint venture or other entity, whether as a limited or general partner or otherwise, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them or any part thereof, or to enhance the value of its property, business, or rights.

(n) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, possessions, and

dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies, possessions and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the CORPORATION is made in furtherance and not in limitation of the powers conferred upon the CORPORATION by law and is not intended, by the mention of any particular purpose, object, or business, in any manner to limit or restrict the generality of any other purposes, objects, or businesses mentioned, or to limit or restrict any of the powers of the CORPORATION.

FOURTH: The post office address of the place at which the principal office of the CORPORATION in this State will be located is Queenstown, Maryland. The resident agent of the CORPORATION is David C. Bryan, whose post office address is 111 Lawyers Row, Centreville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The CORPORATION is a close corporation authorized by Article 23, entitled "Corporations", of the General Public Laws of Maryland.

SIXTH: The CORPORATION shall have no directors, but Norman G. Fischer and Clara Ann Fischer shall act as directors until the organization meeting of directors and the issuance of some stock of the CORPORATION has been completed.

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LIBER

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SEVENTH: The total number of shares of stock of all classes which the CORPORATION has authority to issue is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the CORPORATION and of the stockholders.

(a) The stockholders of the CORPORATION are hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the CORPORATION.

(b) No contract or other transaction between this CORPORATION and any other corporation and no act of this CORPORATION shall in any way be affected or invalidated by the fact that any of the stockholders or officers of this CORPORATION are pecuniarily or otherwise interested in, or are stockholders, directors, or officers of such other corporation; any stockholder or officer individually, or any firm of which any stockholder or officer may be a member, may be party to or may be pecuniarily or otherwise interested in any contract or transaction of this CORPORATION, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to

all the stockholders; and any stockholder of this CORPORATION who is also a stockholder, director, or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the stockholders of this CORPORATION which shall authorize any such contract or transaction, with like force and effect as if he were not such stockholder, director or officer of such other corporation or not so interested.

(c) The stockholders shall have power, from time to time, to fix and determine and to vary the amount of working capital of the CORPORATION; and to determine whether any, and, if any, what part of the surplus of the CORPORATION or of the net profits arising from its business shall be declared in dividends and paid to said stockholders, subject, however, to the other provisions set forth in these Articles; and to direct and determine the use and disposition of any such surplus or net profits. The stockholders may in their discretion use and apply any such surplus or net profits in purchasing or acquiring any of the shares of the stock of the CORPORATION, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the stockholders shall deem expedient.

(d) The CORPORATION reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of and class of its stock by classification, re-classification or otherwise.

(e) Except as otherwise provided in this charter or the By-Laws of the CORPORATION, the stockholders shall have the power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or

classes, and shall have authority to exercise all powers of the CORPORATION, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

(f) The stockholders shall have the power to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preference, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 24th day of December, 1970.

Judy Blackiston

Norman G. Fischer

Norman G. Fischer

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, to wit:

I hereby certify that on this 24th day of December, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared Norman G. Fischer, and acknowledged the foregoing Articles of Incorporation to be his act.

Witness my hand and Notarial Seal.



Judy Blackiston
JUDY BLACKISTON
Notary Public
My Commission Expires: July 1, 1974

ARTICLES OF INCORPORATION

OF

WYE BURSERY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 28, 1970 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

1A1 2046

Recorded in Liber ¹⁰ 854, folio 327, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 23.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS 29
DAY OF *Dec* 1971 AT
NO 39188 AND RECORDED IN
LIBER *854-2* FOLIO *327*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cup CLERK.

LIBER 2 PAGE 503

vjk.

RECEIVED FOR RECORD Apr. 29 1921

ARTICLES OF INCORPORATION
OF
MARYLAND STANDARD BRED BREEDERS ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the incorporators, Raymond F. Condon, Paul Allersmeyer and Robert F. Gilhocley, all of whose post-office address is 60 Wall Street, New York, N. Y. 10005 and all full age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereafter called "the corporation") is

MARYLAND STANDARD BRED BREEDERS ASSOCIATION, INC.

THIRD: The purpose for which the corporation is formed and the business to be carried on and promoted by it are as follows:

To purchase, buy, sell, exchange, import, export, breed, raise, train or otherwise deal in or with horses, mares, stallions, colts or other animals for the purpose of conducting and maintaining a Standard Bred horse farm and breeding stable and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers including the right to give horse shows, and other public and private exhibitions and auctions.

To conduct the business of breeding, raising and training horses and pedigreed livestock; to register the same with stock associations and become associated with others engaged in the business of raising and training race horses.

To improve the livestock of the corporation, particularly Standard Bred horses, by giving exhibits and entering the same in contests of speed and races for premiums, prizes, purses and other awards at legally licensed race tracks in conformity with all regulations of racing authorities and the applicable requirements of state law.

To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in lands and leaseholds, and any interest, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

The enumeration herein of the objects and purposes of the corporation shall be construed as powers as well as objects and purposes and shall not be deemed to exclude by inference any powers, objects or purposes which the corporation is empowered to exercise, whether expressly by force of the laws of the State of Maryland now or hereafter in effect, or impliedly by the reasonable construction of the said laws.

FOURTH: The post-office address of the principal office of the corporation in the State of Maryland is Box 57B, Church Hill, Maryland, 21623, Queen Anne's County.

FIFTH: The resident agent of the corporation in the State of Maryland is Herbert C. Chace, whose post-office address is Box 57B, Church Hill, Maryland, 21623, Queen Anne's County.

Said resident agent is a citizen of this State and actually resides herein.

SIXTH: The total number of shares of stock of all classes which the corporation has authority to issue is one thousand (1,000) of the par value of one dollar (\$1.00) per share.

SEVENTH: The number of directors shall be three (3), but this number may be increased from time to time in the manner provided in the By-Laws of the corporation.

Herbert C. Chase

Arthur M. Lusby, Sr.

James R. Skinner

shall act as directors until the first annual meeting or until their successors are duly chosen and qualified.

EIGHTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, and the securities convertible into shares of its stock of any class, for consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

NINTH: The corporation is to have perpetual existence.

TENTH: The directors shall have power, if the By-Laws so provide, to hold their meetings either within or without the State of Maryland; and the corporation may have one or more offices in addition to the principal office in Maryland, and keep its books (subject to the provisions of the statutes) outside of the State of Maryland at such places as may from time to time be designated by the Board.

ELEVENTH: No directors shall be disqualified from voting or acting on behalf of the corporation, in contracting with any other corporation in which he may be a director, officer or a stockholder, nor shall any director of the corporation be disqualified from voting or acting in its behalf by reason of any personal interest.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 18th day of January, 1971.

Raymond F. Condon (L.S.)
Paul Allersmeyer (L.S.)
Robert F. Gilhcoley (L.S.)

Witness:

Ann Patalano

STATE OF NEW YORK }
COUNTY OF NEW YORK } SS.:

THIS IS TO CERTIFY, that on January 18th, 1971, before me, the subscriber, a Notary Public of the State of New York, personally appeared Raymond F. Condon, Paul Allersmeyer and Robert F. Gilhcoley, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal the day and year last above written.

2 PAGE 507
Ann Patalano

ANN PATALANO
Notary Public, State of New York
No. 41-3030103 - Qual. in Qns. Co.
Cert. Filed in New York County
Commission Expires March 30, 1971

LIBER

2 PAGE 507

ARTICLES OF INCORPORATION
OF

MARYLAND STANDARD BRED BREEDERS ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 19, 1971 at 3:00 o'clock P. M. as in conformity
with law and ordered recorded.

1A1 2436

Recorded in Liber ⁶ F-858, folio 160, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charles* WAS
RECEIVED FOR RECORD THIS *29*
DAY *Jan* 1971 AT *3:00* P.
M. *39/88* AND RECORDED IN
LIBER *CWC-2* folio *50x* *Charles*
RECORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Cuff
CLERK

RECEIVED FOR RECORD Apr. 29, 1971

BAY SHORE ROD AND GUN CLUB, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

First: That we, the subscribers, (a) Charles Nesbitt, whose post office address is Centreville, Queen Anne's County, Maryland, 21617, (b) Paul Emory, whose post office address is Centreville, Queen Anne's County, Maryland, 21617, and (c) Robert^E Newton, whose post office address is Barclay, Queen Anne's County, Maryland, 21607, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

Second: The name of the corporation (which is hereinafter called the Corporation) is

BAY SHORE ROD AND GUN CLUB, INC.

Third: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted are as follows:

a. To provide opportunities for club members to engage in the sport of hunting, skeet shooting, trap shooting, and similar sports; to promote hunter safety; to encourage the practice of good sportsmanship and compliance with local, state and federal game laws; to support wildlife conservation programs, and to assist wildlife management programs; to strengthen land-owner-hunter cooperation and understanding; to increase the knowledge and practice of hunting skills, marksmanship and other outdoor recreational skills that are in harmony therewith; to cooperate with other organizations which share the objectives aforesaid; and to do all things usual and customary for non-profit rod and gun clubs in the State of Maryland.

b. To purchase, acquire, hold, improve, develop, sell, convey, assign, mortgage, encumber, lease or otherwise dispose of or deal in or with real or personal property of every name and nature which this corporation may think necessary or convenient for the purpose of providing the aforesaid facilities and services.

c. To carry on any other business which may seem to the Board of Directors of this Corporation to be calculated, either directly or indirectly to effectuate the aforesaid objects or any of them, or any part thereof; and generally to exercise the powers enumerated by the Laws of the State of Maryland pertaining to corporations, and to do any act, matter or thing not inconsistent with said laws which may be appropriate to promote and attain the objects and purposes for which this Corporation is formed.

The foregoing enumeration of powers, purposes and objects is made in furtherance and not in limitation of the powers conferred upon the Corporation by law and is not intended by mention of any particular object or business in any manner to limit or restrict the generality of any other purposes, objects or business mentioned, or to limit or restrict any of the powers of

the Corporation.

Fourth: The post office of the place at which the principal office of the Corporation in this State will be located is Centreville, Maryland, 21617.

The resident agent of the Corporation is Charles Nesbitt, whose post office address is Centreville, Maryland, 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The Corporation shall be without capital stock and shall not be operated for profit.

Sixth: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws 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:

a. Charles Nesbitt, whose post office address is Centreville, Queen Anne's County, Maryland, 21617

b. Paul Emory, whose post office address is Centreville, Queen Anne's County, Maryland, 21617

c. Robert Newton, whose post office address is Barclay, Queen Anne's County, Maryland, 21607.

Seventh: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 21 day of December, 1970.

WITNESS:

Maria Shortall Charles Nesbitt (SEAL)
Charles Nesbitt

Maria Shortall Paul Emory (SEAL)
Paul Emory

Maria Shortall Robert Newton (SEAL)
Robert Newton

STATE OF MARYLAND

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, that on this 21 day of December, 1970, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles Nesbitt, Paul Emory and Robert Newton, and they severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Maria Shortall
NOTARY PUBLIC

ARTICLES OF INCORPORATION
OF
BAY SHORE ROD AND GUN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 23, 1970 at 8:30 o'clock A.M. as in conformity
with law and ordered recorded.

A 1951

3

Recorded in Liber L-853, folio 430, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Donor tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County.

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOU.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 29
DAY OF Dec 1971 AT
NO 39158 AND RECORDED IN
LIBER CW 2 plus 509 Charter
BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coyle

LIBER

2 PAGE 511

RECEIVED FOR RECORD July 2, 1971

EASTERN BAY INN, INC.

ARTICLES OF AMENDMENT

Eastern Bay Inn, Inc., a Maryland corporation having its principal office in Grasonville, Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments & Taxation, that:

FIRST: The charter of the Corporation is hereby amended by striking out the second paragraph of the Articles of Incorporation and inserting in lieu thereof the following:

That the name of the Corporation (which is hereinafter called the "Corporation") is:

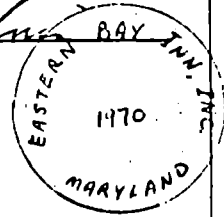
PORT SIDE, INC.

SECOND: The amendment to the charter of the Corporation herein made consist only of a change in the name of the Corporation; and the said amendment was approved by a vote of a majority of the entire Board of Directors at a meeting duly convened and held on February 19, 1971.

IN WITNESS WHEREOF, Eastern Bay Inn, Inc. has caused these presence to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on February 23, 1971.

EASTERN BAY INN, INC.

BY: James R. Dafnis
James R. Dafnis, President



ATTEST:

Rosalie H. Dafnis
Rosalie H. Dafnis, Secretary

ARNOLD R. SILBIGNER
ATTORNEY AT LAW
SILBIGNER BUILDING
BALTIMORE, MD. 21207
549-1010

USER

2 PAGE 512

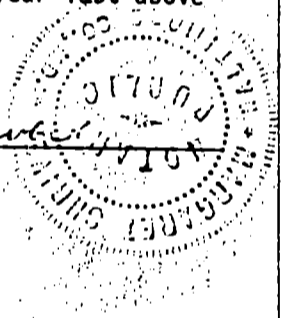
THIRD: That the said amendment was approved by an unanimous vote of all stockholders, as required in Article 23 of the Maryland Code, at a meeting duly convened and held on February 19, 1971.

STATE OF MARYLAND,
COUNTY OF BALTIMORE, ss:

I HEREBY CERTIFY, That on the 24 day of February, 1971,
before me, the subscriber, a Notary Public of the State of Maryland, in
and for the County of Baltimore, personally appeared James R. Dafnis,
President of Eastern Bay Inn, Inc., a Maryland corporation, and in the
name and on behalf of said Corporation acknowledged the foregoing Articles
of Amendment to be the corporate act of said Corporation; and at the same
time personally appeared Rosalie H. Dafnis and made oath in due form of
law that she was Secretary of the meeting of the Board of Directors of
said Corporation at which the amendment of the charter of the Corporation
therein set forth was approved, and that the matters and facts set forth
in said Articles of Amendment are true to the best of her knowledge,
information and belief.

WITNESS my hand and Notarial seal, the day and year last above
written.

Margaret Shriver
Notary Public



ARNOLD E. SILBIGER
ATTORNEY AT LAW
SILBIGER BUILDING
BALTIMORE, MD. 21207
849-1610

LIBER 2 PAGE 514

ARTICLES OF AMENDMENT
OF
EASTERN BAY INN, INC.
changing its name to
PORT SIDE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 8, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

(A) 3515

3

Recorded in Liber F-867, folio 192, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$..... Recording fee paid \$..15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Amendment* WAS
RECEIVED FOR RECORD THIS *2*
DAY *Feb* 1971 AT *11:22 A.* M.
RECORDED IN
LIBER *C-2* folio *512* Charter
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

LIBER 2 PAGE 514

RECEIVED FOR RECORD *July 2, 1971*

TIDEWATER PUBLISHING CORPORATION

ARTICLES OF AMENDMENT

Tidewater Publishing Corporation, a Maryland Corporation having its principal office in Queen Anne's County, Maryland, hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The total number of shares of stock which the Corporation is presently authorized to issue is 1,000 shares having a par value of \$100.00 each, all of which shares are of one class and are designated common stock having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SECOND: The Articles of Incorporation of the Corporation are hereby amended by hereby striking out Article Fifth of the Articles of Incorporation and setting in lieu thereof, the following: FIFTH: Total number of shares of stock which the Corporation has the authority to issue is two thousand (2,000) shares, having a par value of One Hundred Dollars (\$100.00) each, all of which shares are of one class and are designated common stock, having an aggregate par value of Two Hundred Thousand Dollars (\$200,000.00).

THIRD: The Board of Directors of the Corporation, at a meeting duly convened and held on January 2, 1970, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of charter was advisable and directing that it be submitted for approval to the sole stockholder of the Corporation.

FOURTH: Sole stockholder of the Corporation has approved the said amendment in writing, said approval and consent being on file with the papers of the Corporation.

FIFTH: The amendment of the charter, as hereinabove set

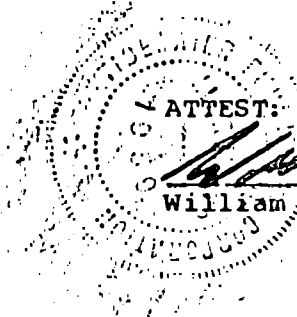
HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND

LIBER

2 PAGE 515

forth, has been duly adopted by the Board of Directors and approved by the sole stockholder of the Corporation.

IN WITNESS WHEREOF, Tidewater Publishing Corporation has caused these presents to be signed in its name and on its behalf by its President, and its Corporate seal hereunto affixed, attested by its Secretary, this 24th day of February 1971.



ATTEST:

William H. Adkins, II
Secretary

TIDEWATER PUBLISHING CORPORATION
BY
Arthur H. Kudner, Jr.,
President

STATE OF MARYLAND, COUNTY OF Talbot, to wit:

I HEREBY CERTIFY, that on this 24th day of February, 1971, before me, the subscriber, a Notary Public, in and for State and County aforesaid, personally appeared Arthur H. Kudner, Jr., President of Tidewater Publishing Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared William H. Adkins, II, Secretary, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the Articles of Amendment herein set forth was authorized, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

AS WITNESS my hand and seal the day and year last above written.

Notary Public

HENRY, HENRY & ADKINS
ATTORNEYS AT LAW
EASTON, MARYLAND



ARTICLES OF AMENDMENT
OF
TIDEWATER PUBLISHING CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 17, 1971 at 2:21 o'clock P. M. as in conformity
with law and ordered recorded.

(A) 3757

3

Recorded in Liber *F-869*, folio *207*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....*20.00*..... Recording fee paid \$.....*15.00*.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Amendment* WAS
RECEIVED FOR RECORD THIS *7*
DAY OF *July* 1971 AT 11:20 A.M.
RE *40345* AND RECORDED IN
LIBER *CWC-2* FILE *515* Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cef CLERK.

LIBER

2 PAGE 517

KENT ISLAND ESTATES ROAD CONSTRUCTION
& MAINTENANCE ASSOCIATION, INC.Articles of Amendment

Kent Island Estates Road Construction & Maintenance Association, Inc., a Maryland corporation having its principal offices in Queen Anne's County, Maryland, hereinafter called the Corporation, hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

ONE: The Articles of Incorporation are hereby amended by;

Striking out article five (5) and inserting in lieu thereof, the following:

"FIFTH: The annual meeting of the membership of this Corporation shall be on the second Saturday of May in each and every year and a Board of Directors shall be elected at such annual meeting by a majority vote of those members present in person, in good standing, at said annual meeting, each member in good standing being entitled to one vote for each lot owned in said development, (a majority vote being allowed by the By-Laws of the Corporation). The Queen Anne Holding Company and/or Romancoke Holding Company, or their successor developer, shall not have a right to vote lots owned by them as developer. Additional meetings of the members shall be held at such times and places as may be determined and called by the Board of Directors."

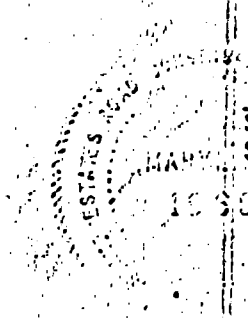
TWO: The Board of Directors of the Corporation, at a meeting duly convened and held on December 27, 1969, adopted a resolution in which was set forth the foregoing amendment, declaring that the said amendment was advisable and directing that it be submitted for action thereon at the annual meeting of the members of the Corporation to be held on January 12, 1970.

THREE: Notice setting forth the said amendment and stating that a purpose of the meeting of the members would be to take action thereon, was given as required by law, to all members of the Corporation. And at that meeting the proposed amendment was approved by a majority of those members present and eligible

to vote as is allowed by the By-Laws of this Corporation.

IN WITNESS WHEREOF, KENT ISLAND ESTATES ROAD CONSTRUCTION & MAINTENANCE ASSOCIATION, INC., has caused these presnets to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on December 30, 1970.

ATTEST:


S. Robert Schmidt
S. Robert Schmidt
Secretary

KENT ISLAND ESTATES ROAD
CONSTRUCTION & MAINTENANCE
ASSOCIATION, INC.

BY: Charles R. Wineberg
Charles R. Wineberg
President

STATE OF MARYLAND

County of Queen Anne's

SS:

I HEREBY CERTIFY that on March 8, 1971, before me the subscriber, a notary public of the State of Maryland in and for the County of Queen Anne's, personally appeared Charles R. Wineberg, President of Kent Island Estates Road Construction & Maintenance Association, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation and further made oath in due form of law that the matters and facts set forth in said Articles of Amendment with respect to the approval thereof are true to the best of his knowledge, information and belief.

WITNESS MY HAND and notarial seal, the day and year last above written.

S. Robert Schmidt
Notary Public

MY COMMISSION EXPIRES JULY 1, 1974

LIBER 2 PAGE 520
ARTICLES OF AMENDMENT
OF

KENT ISLAND ESTATES ROAD CONSTRUCTION & MAINTENANCE ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 11, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

1A 3629

3

Recorded in Liber F-868, folio 174, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$..... Recording fee paid \$..... 15.00.....

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOE.
I HEREBY CERTIFY THAT
THIS Amendment HAS
RECEIVED FOR RECORD THIS 2
DAY 11th 1971 AT 11:20 A. M.
RE 4-245 AND RECORDED IN
LIBER 3629-2 plus 518 Charter
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

LIBER 2 PAGE 520

TEMCO PARTS CO., INC.
ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Joseph S. Stradling, whose post office address is Chestertown, Maryland, 21620, Alma V. Stradling, whose post office address is Chestertown, Maryland, 21620, and Clayton C. Carter, whose post office address is No. 204 North Commerce Street, Centreville, Maryland, 21617, 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 name of the corporation (which is hereinafter called the Corporation) is TEMCO PARTS CO., INC.

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

(a) To carry on the business of selling, leasing, assembling, maintaining and servicing farm, industrial and other machinery and equipment and parts and attachments therefor.

(b) To carry on any agricultural pursuits or agricultural related pursuits.

(c) To purchase, lease or otherwise acquire, hold, own, develop, operate, manage, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the carrying on of a real estate development and improvement business.

(d) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(e) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(f) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares, and merchandise of every description.

(g) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

(h) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(i) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or to otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other

securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets of a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(j) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(k) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of

such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(1) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(m) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Route 213, Chestertown, Queen Anne's County, Maryland, ²¹⁶²⁰. The name and post office address of the resident agent of the Corporation in this State are Clayton C. Carter, No. 204 North Commerce Street, Centreville, Maryland, 21617.

Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars (\$100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; 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 S. Stradling, Alma V. Stradling and Clayton C. Carter.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(2) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other

transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed to the Board of Directors or a majority thereof.

(3) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of this Corporation.

(4) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of stock of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares of stock outstanding and entitled to vote thereon, except as otherwise provided in the Charter.

(5) The Corporation reserves the right from time to time to make any amendments of its Charter which may now or hereafter be authorized by law, including any amendments, changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

(6) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable

in stock of one class to holders of stock to another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on January 1, 1971.

WITNESS:

Ann M. Taylor

Joseph S. Stradling
Joseph S. Stradling

Ann M. Taylor

Alma V. Stradling
Alma V. Stradling

Ann M. Taylor

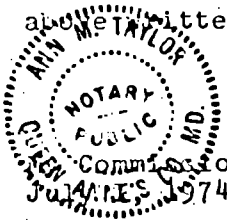
Clayton C. Carter
Clayton C. Carter

STATE OF MARYLAND,
COUNTY OF QUEEN ANNE'S, set:

I HEREBY CERTIFY that on January 1, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Anne's, personally appeared JOSEPH S. STRADLING, ALMA V. STRADLING and CLAYTON C. CARTER, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last

above written.



Ann M. Taylor
Notary Public

Commission expires:

LIBER

2 PAGE 527

LIBER 2 PAGE 528
ARTICLES OF INCORPORATION
OF
TEMCO PARTS CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 10, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

(A) 3577

8

Recorded in Liber F-867, folio 529, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00 Recording fee paid \$.....19.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 2
DAY OF July 1971. AT 11:20 AM
RE 4085 AND RECORDED IN
LIBER 2 fol. 521 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Bishop

vjg.

ARTICLES OF INCORPORATION
OF
WINCHESTER ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Charles E. Smith, whose Post Office address is Grasonville, Maryland 21638, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is

WINCHESTER ENTERPRISES, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. To own, operate, manage, and carry on the business of transporting passengers, by means of boats, ships, vessels, or other type of watercraft, for any and all lawful purposes; to engage in the business of purchasing, selling, leasing, renting, managing and repairing, any and all types of watercraft and to do all things pertinent to said businesses, or any of them.

2. To own, lease, operate, maintain, manage and carry on the business of a restaurant, inn, cafe, motel, hotel, and amusement enterprises of all kinds and descriptions; to sell and dispense foods, beverages and liquids of all kinds, alcoholic or non-alcoholic and to do all things pertinent to said businesses, or any of them.

3. To own, construct, repair, alter, sell, lease, equip, maintain and operate marinas, motels, hotels, restaurants, cafes and amusement enterprises of all kinds; to purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire, license, deal in and dispose of real and personal property of every kind, type, nature and description; to plan, develop and subdivide and subdivide land into lots or acreage for either residential, commercial or industrial use and to dispose of the same by sale, lease, rental, mortgage, pledge or conveyance and to construct and develop roads, streets, alleys, lanes, easements, rights of ways, sewage facilities, drainage facilities and utilities therein or thereon; to build, erect, construct, maintain, operate and use dwelling houses, residences, commercial and industrial structures, and recreational facilities thereon and to dispose of the same by sale, lease, rental, mortgage, pledge, or conveyance of any kind.

4. To manufacture, purchase or otherwise acquire, hold mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

5. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers, and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

6. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

7. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

8. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

9. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

10. To aid in any manner, any person, firm, association corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation; and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

11. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another

corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

12. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

13. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed by in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges granted to or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located is Grasonville, Queen Anne's County, Maryland 21638; and the resident

agent of the corporation is Charles E. Smith, whose Post Office address is Grasonville, Maryland 21638. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased, pursuant to the by-laws of the corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles E. Smith, J. Harold Thomas and Frederick C. Quimby Jr.

SIXTH: The total number of shares of stock which the corporation has authority to issue is Ten Thousand Shares (10,000) without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part

of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament), or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 17 day of February, 1971.

WITNESS:

Barbara Ann Smith

Charles E. Smith (SEAL)
Charles E. Smith

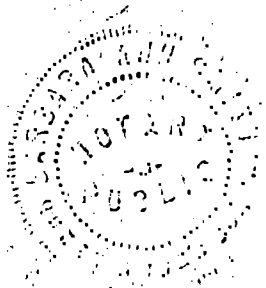
STATE OF MARYLAND

COUNTY OF QUEEN ANNE'S

to wit:

I HEREBY CERTIFY, That on this 17th day of February, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles E. Smith and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS MY HAND AND NOTARIAL SEAL.



Barbara Ann Smith
Notary Public

My Commission Expires: 7/1/74

LIBER 2 - PAGE 533.

LIBER 2 PAGE 54
ARTICLES OF INCORPORATION
OF
WINCHESTER ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 25, 1971 at 2:39 o'clock P. M. as in conformity
with law and ordered recorded.

(A) 3313

7

Recorded in Liber F-866, folio 358, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....40.00 Recording fee paid \$.....17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, BOE.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *2*
DAY *July* 1971 AT *11:20* P. M.
RE *40345* AND RECORDED IN
LIBER *2* folio *529* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY.
Charles W. Cal CLERK.

RECEIVED FOR RECORD July 14, 1971

SKIPPER & MATE'S CHOICE, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Wayne Brandt, White's Heritage, Chester, Maryland, Beverly^T Nelson, Route 1 Kentmoor, Stevensville, Maryland, Robert^H Nelson, Route 1 Kentmoor, Stevensville, Maryland, Walter^O Rutherford, Route 1, Chester, Maryland and Frederick Quimby Queenstown, Maryland, all being of full legal age, do, under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is SKIPPER & MATE'S CHOICE, INC.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- A. To sell marine equipment, boats and accessories and also miscellaneous gifts and jewelry.
- B. The foregoing objects and purposes shall not, by reason of any specific enumeration above or herein be regarded as a restriction or limitation, but this Corporation shall possess all such papers, rights, franchises and privileges as are granted to or conferred upon corporations of a similar character by the general laws of the State of Maryland.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is the Marina at Route 50 and Route 301, Chester, Maryland 21619.

The resident agent of the Corporation is DAVID FREISHTAT, whose post office address is Suite 1700, Tower Building, Baltimore, Maryland 21202. Said resident agent is a citizen of the State

DAVID FREISHTAT
ATTORNEY AT LAW
SUITE 1700 TOWER BUILDING
BALTIMORE, MARYLAND 21202

777-7740

LIBER

2 PAGE 535

of Maryland and actually resides therein.

FIFTH: The Board of Directors shall have five directors and WAYNE BRANDT, BEVERLY NELSON, ROBERT NELSON, WALTER RUTHERFORD, and FRED QUIMBY shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total number of the authorized capital stock of the Corporation is FIVE THOUSAND (\$5,000.00) DOLLARS, divided into five thousand shares of one (\$1.00) Dollar par value stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating, the powers of the Corporation and of the Directors and Stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized and to do the same with securities convertible into shares of its stock, whether now or hereafter authorized, provided it be with the consent of the majority holders of the common stock (which consent shall be required to be in writing) for such consideration as the directors may deem advisable, subject to such restrictions and limitations, if any, as may be set forth in the By-Laws of the Corporation.

2. The Corporation reserves the right to make from time to time any amendments to its Charter which may now hereafter be authorized by law, including any amendments, changing the terms of any class of its stock classification, reclassification or otherwise.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors, officers, stockholders or employees of this corporation are pecuniarily or otherwise interested in, or are directors, stockholders, officers or employees of, such other corporation; any directors, officers or employees of this Corporation may individually be a party to, or any firm which they may be such directors, stockholders, officers or employees may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation provided, that

DAVID FREISHTAT
ATTORNEY AT LAW
SUITE 1700 TOWER BUILDING
BALTIMORE, MARYLAND 21202

727-7740

the fact that he is or they are so interested or connected shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any directors, officers, stockholders or employee of this Corporation who is also a director, officer, stockholder or employee of this Corporation who is also a director, officer, stockholder or employee of such other corporation or who is so interested or connected may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he or they were not so connected or so interested in or with such other corporation.

IN WITNESS WHEREOF, we have hereunto signed these ARTICLES of Incorporation of SKIPPER & MATE'S CHOICE, INC. on this - 8 - day of April, 1971, at Baltimore, Maryland.

WITNESS:

Walter B. Trapp

Walter B. Trapp

Walter B. Trapp

Walter B. Trapp

Walter B. Trapp

Wayne Brandt
WAYNE BRANDT

Beverly D. Nelson
BEVERLY NELSON

Robert M. Nelson
ROBERT NELSON

Walter Rutherford
WALTER RUTHERFORD

Fred Quimby
FRED QUIMBY

DAVID FREISHTAT
ATTORNEY AT LAW
SUITE 1700 TOWER BUILDING
BALTIMORE, MARYLAND 21202
727-7740

-3-

LIBER

2 PAGE 5:37

STATE OF MARYLAND:
CITY OF BALTIMORE:

to wit;

I HEREBY CERTIFY that on this 8th day of April, 1971
before me, the subscriber, a Notary Public of the State of Maryland,
in and for the City of Baltimore, personally appeared WAYNE BRANDT,
BEVERLY^T NELSON, ROBERT^H NELSON, WALTER^O RUTHERFORD, and FRED QUIMBY
and severally acknowledged the foregoing Article of Incorporation
to be their act.

AS WITNESS my hand and Notarial Seal.

Evelyn M. White
Notary Public

My Commission Expires:
July 1, 1974



DAVID FREISHTAT
ATTORNEY AT LAW
SUITE 1700 TOWER BUILDING
BALTIMORE, MARYLAND 21202
727-7740

ARTICLES OF INCORPORATION
OF
SKIPPER & MATE'S CHOICE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 13, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

1A1 4375

5

Recorded in Liber F-875, folio 78, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS Charter HAS
RECEIVED FOR RECORD THIS 16.....
DAY Oct 1971. AT M.
BE 40531 AND RECORDED IN
LIBER QAC-2 folio 535 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coef CLERK.

LIBER

2 PAGE 539

RECEIVED FOR RECORD July 16, 1971

ARTICLES OF INCORPORATION

OF

EBBTIDE SEAFOODS, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, William A. Hampton, whose post office address is Chester, Maryland 21619, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "corporation") is

EBBTIDE SEAFOODS, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. The operation and maintenance of a restaurant, cafe, carry-out shop, delicatessen, Tavern, Inn, or type of food and beverages establishment.
2. To buy, sell, dispose of, deal in, distribute and generally carry on and operate laundry and dry cleaning establishments, stores and outlets for alcoholic beverages, general merchandis, food and food products, and dry goods generally without limitation as to classes of products or merchandise usually kept for sale or trade in connection with the general merchandising business, with full authority to acquire, hold, own, sell, mortgage, assign, transfer, invest, deal in or deal with such goods, wares, merchandise and property and to perform all acts and things necessary to acquire title to any such property or dispose of the same in the general conduct of the business of the corporation.
3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.
4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease, or otherwise acquire, hold, own manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds, or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the forgoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Grasonville, Queen Anne's County, Maryland 21638 and the resident agent of the corporation is William A. Hampton, whose post office address is Chester, Maryland 21619. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors and William A. Hampton, whose post office address is Chester Maryland, 21619 and Rome Joseph Strong, whose post office address is Rte. 1, Centreville, Maryland 21617, and Daniel J. McCarthy, whose post office address is 127 Bonnie Lee Drive North Field, New Jersey 08225, and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is Nine Hundred (900) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms or any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of three-fourths (3/4) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets

or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament) or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 31st day of March, 1971.

WITNESS:

Charles G. Smith

William A. Hampton (SEAL)
William A. Hampton.

STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, That on this 31st day of March, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William A. Hampton and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS MY HAND AND NOTARIAL SEAL.

Charles G. Smith
Notary Public

My Commission Expires: 7/1/74



ARTICLES OF INCORPORATION

OF

EBBTIDE SEAFOODS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 5, 1971 at 2:16 o'clock P.M. as in conformity with law and ordered recorded.

1A1 4187

6

Recorded in Liber F-873, folio 273, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$..20.00..... Recording fee paid \$..15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND, QUEEN ANNE'S COUNTY, SCT. I HEREBY CERTIFY THAT THIS Charter WAS RECEIVED FOR RECORD THIS 16 DAY OF July 1971 AT RE 40531 AND RECORDED IN LIBER WC-2 folio 540 Charter RECORD BOOK FOR QUEEN ANNE'S COUNTY Charles W. Coif CLERK.

mfr

LIBER

2 PAGE 545

The undersigned J. JOHN QUINN, whose post office address is RD 1 QUEENSTOWN, M.D. being at least twenty-one years of age, does hereby form a corporation under the general laws of the State of Maryland.

The name of the corporation is RED ARROW CENTERS SYSTEM, INC.

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

Manufacturer of Travel Trailers, Truck Campers and Caps, Mobile Homes, Mobile Offices and Modular Homes for wholesale and setting up of Mobile Parks for campers and Mobile Homes.

The post office address of the principal office of the Corporation in Maryland is U.S. HIGHWAY 50 RD 1 QUEENSTOWN, MD. 21658. The name and post office address of the resident agent of the Corporation in Maryland are CHARLES RITZ, 18 VENTUR RD. BALTIMORE, MD. ²¹²²¹ Said resident agent is a citizen of MARYLAND and actually resides therein.

The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of the par value of \$1.00 a share, all of one class, and having an aggregate par value of (\$100,000) one hundred thousand dollars.

The number of directors of the Corporation shall be 3 which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than 3: and the names of the director(s) who shall act until the first annual meeting or until their successors are duly chosen and qualified :

~~PAGE TWO OF FEB ARROW COUNTERS CERT.~~

J. JOHN QUINN, RD 1 QUEENSTOWN, MD. 21658
CHARLES RITZ, 18 VENTUR RD. BALTIMORE, MD. 21221
JOSEPH W. LAWHORNE 1305 MIMOSA LANE SILVER SPRING, MD.
20900

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
on FEBRUARY 26, 1971.

WITNESS:

Bette Hexter J. John Quinn
(BETTE HEXTER) (J. JOHN QUINN)

IN WITNESS WHEREOF, I, have signed these Articles of
Incorporation and acknowledged the same to be my act on
FEBRUARY 26, 1971.

Witness:

Bette Hexter J. John Quinn
(BETTE HEXTER) (J. JOHN QUINN)

ARTICLES OF INCORPORATION

OF

RED ARROW CENTERS SYSTEM, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 8, 1971 at 1:00 o'clock P. M. as in conformity with law and ordered recorded.

1A1 4330

F-880 3
58
~~F-874~~ ~~440~~

Recorded in Liber ~~F-874~~ ~~440~~ one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Charles* WAS
RECEIVED FOR RECORD THIS *16*
DAY OF *July* 1971. AT M.
RE *40531* AND RECORDED IN
LIBER *CWC-2* FILE *546* Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Ciel CLERK.

RECEIVED FOR RECORD July 16, 1971

THE GROVE CREEK HORSE CENTER, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Selig Chester, whose post office address is 4327 Nebraska Avenue, N. W., Washington, D. C. 20016; William B. Shew, whose post office address is 438 Equitable Building, Baltimore, Maryland 21202; and Miriam Chester, whose post office address is 4327 Nebraska Avenue, N. W., Washington, D. C. 20016, 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 name of the Corporation (which is hereinafter called the Corporation) is The Grove Creek Horse Center, Incorporated.

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

To conduct, maintain and operate the business of a horse riding school, including the furnishing of any and all facilities in connection therewith; to teach the members of the general public, including children, the art of riding horses.

To train, keep, and stable horses, both thoroughbred and riding, for the purpose of sale, racing, training, and teaching the general public to ride same and to charge admission fees, rates, rentals, and other forms of remuneration for so doing.

To sell and purchase goods, wares, merchandise and equipment pertaining to horses, to maintain a "tack"shop and other aids to teaching of riding, training, and stabling of horses; to act as agent for others in the purchase and sale, at wholesale and retail, of goods, wares, merchandise, materials and equipment relating to horses.

FOURTH: The post office address of the principal office of the Corporation in this State is Pioneer Point Farms, Centreville, Maryland 22016. The name and post office address of the Resident Agent of the Corporation in this State are William B. Shew, 438 Equitable Building, Baltimore, Maryland 21202; said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Seven Hundred (700) shares at the par value of One Dollar (\$1.00) per share, all of one class, having an aggregate par value of Seven Hundred Dollars (\$700.00).

SIXTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, and securities convertible into shares of its stock for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

SEVENTH: The number of directors of the Corporation shall be three, which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify, are Selig Chester, Miriam Chester, and Holly Chester.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 31ST day of March, 1971.

<u>[Signature]</u>	<u>[Signature]</u> Selig Chester
<u>[Signature]</u>	<u>[Signature]</u> William B. Shew
<u>[Signature]</u>	<u>[Signature]</u> Miriam Chester

STATE OF MARYLAND)

CITY OF BALTIMORE) TO WIT:

I HEREBY CERTIFY, That on this 31st day of March, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared Selig Chester, William B. Shew, and Miriam Chester, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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



[Signature]
-Notary Public

ARTICLES OF INCORPORATION
OF
THE GROVE CREEK HORSE CENTER, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1971 at 1:30 o'clock P. M. as in conformity
with law and ordered recorded.

1A1 4090

3.

Recorded in Liber *F-872*, folio *393*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00 Recording fee paid \$.....15.00

To the clerk of the Circuit Court of Queen Annes County.

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS *Charter* W. AS
RECEIVED FOR RECORD THIS *16*.....
DAY OF *July* 1971 AT M.
RE *40531* AND RECORDED IN
LIBER *QWC-2* *folio 549* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cuel CLERK.

LIBER

2 PAGE 551

*Filed - 7-16-71
Krom Cuel from Cuel, Inc. (2)*

RECEIVED FOR RECORD Aug 30, 1971

THE GROVE CREEK RIDING CLUB, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

(First) That we, the undersigned,

(a) Selig Chester, whose post office address is 4327 Nebraska Avenue, N. W., Washington, D. C. 20016;

(b) Miriam Chester, whose post office address is 4327 Nebraska Avenue, N. W., Washington, D. C. 20016; and

(c) William B. Shew, whose post office address is Pioneer Point Farms, Centreville, Maryland 22016,

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 name of the Corporation (which is hereinafter called the Corporation) is

THE GROVE CREEK RIDING CLUB, INC.

(Third) The purposes for which the Corporation is formed are as follows:

(a) To provide instruction in riding and handling horses, to encourage the sport of horseback riding, and to stable and keep horses for members who desire to do so.

(b) To purchase, acquire, hold, improve, develop, sell, convey, assign, mortgage, encumber, lease, or otherwise dispose of or deal in or with real or personal property of every name and nature, wherever situated.

(c) To carry on any businesses and activities which may seem to this Corporation to be calculated, either directly or indirectly, to effectuate the aforesaid objects or any of them, or any part thereof; and generally to exercise the powers enumerated by the Laws of the State of Maryland pertaining to corporations, and to do any act, matter or thing not inconsistent with said laws which may be appropriate to promote and attain the objects and purposes for which this Corporation is formed.

The foregoing enumeration of powers, purposes and objects is made in furtherance and not in limitation of the powers conferred upon the Corporation by law and is not intended by mention of any particular object or

business in any manner to limit or restrict the generality of any other purposes, objects or business mentioned, or to limit or restrict any of the powers of the Corporation.

(Fourth) The post office of the place at which the principal office of the Corporation in this State will be located is Pioneer Point Farms, Centreville, Maryland.

The resident agent of the Corporation is William B. Shew, whose post office address is Pioneer Point Farms, Centreville, Maryland 22016. Said resident agent is a citizen of the State of Maryland and actually resides therein.

(Fifth) The Corporation is not authorized to issue any capital stock and shall not be operated for profit. No part of its net earnings shall inure to the benefit of any member or individual. In case of its dissolution its net assets shall be applied to the special objects of the Corporation by such means as its members and directors shall determine, but shall not inure to the benefit of any member or individual.

(Sixth) The Board of Directors may choose the first members in accordance with the By-Laws.

(Seventh) The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

(a) Selig Chester, whose post office address is 4327 Nebraska Avenue, N. W., Washington, D. C. 20016;

(b) Miriam Chester, whose post office address is 4327 Nebraska Avenue, N. W., Washington, D. C. 20016; and

(c) William B. Shew, whose post office address is Pioneer Point Farms, Centreville, Maryland 22016.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation, this 5th day of May, 1971.

Witness:

<u><i>Shawn Lee Donnelly</i></u>	<u><i>Selig Chester</i></u> Selig Chester
<u><i>Shawn Lee Donnelly</i></u>	<u><i>Miriam Chester</i></u> Miriam Chester
<u><i>Shawn Lee Donnelly</i></u>	<u><i>William B. Shew</i></u> William B. Shew

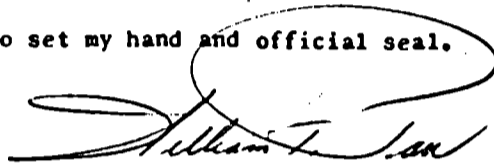
LIBER

2 MAY 553

STATE OF MARYLAND)
) TO WIT:
CITY OF BALTIMORE)

On this 5th day of May, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared Selig Chester, Miriam Chester, and William B. Shew, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained.

In Witness Whereof, I hereunto set my hand and official seal.


Notary Public

My commission expires: July 1, 1974



ARTICLES OF INCORPORATION
OF
THE GROVE CREEK RIDING CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 5, 1971 at 3:10 o'clock P. M. as in conformity
with law and ordered recorded.

1A1 4927

Recorded in Liberty 4 F-880, folio 223 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



RFr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter..... B.A.N.
RECEIVED FOR RECORD THIS 30
DAY OF May 1971. AT 9:15 A. M.
RECORDED AND RECORDED IN
LIBER Cw-2 folio 554 Charter
BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

LIBER

2 PAGE 555

RECEIVED FOR RECORD Aug 30, 1971ARTICLES OF INCORPORATION
OF

LEMAY'S WELDING, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Vachel A. Downes, Jr., whose post office address is 115 Lawyers Row, Centreville, Maryland, 21617, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is

LEMAY'S WELDING, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To own, conduct, operate, manage and carry on a general welding and machine shop, including performance of welding operations and/or welding repair work, of every kind and nature, steel fabrication and the erection and construction of steel buildings and structures.

2. To engage in similar functions or ancillary businesses as may be calculated to promote the general and special objectives of the corporation; to make contracts, incur liabilities and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage, deeds of trust, security agreements or financing statements encumbering all or any part of its property, franchises and income; and to transact its business, carry on its operations and exercise the powers granted by this article in any state, territory, district or possession of the United States, and in any foreign country.

3. To improve, manage, develop, sell, assign, transfer lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trade marks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Queenstown, Queen Anne's County, Maryland, 21658; and the resident agent of the corporation is George C. Lemay, whose post office address is Queenstown, Maryland, 21658. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three directors, and George C. Lemay, whose post office address is Queenstown, Maryland, 21658, Margaret J. Lemay, whose post office address is Queenstown, Maryland, 21658, and Margaret June Jewell, whose post office address is 201 Maple Avenue, Dundalk, Maryland, 21222, shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The authorized capital of the corporation shall be One Hundred Thousand Dollars (\$100,000.00). The total number of shares of stock which the corporation has authority to issue is Ten Thousand (10,000) shares of a par value of Ten Dollars (\$10.00), all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of the stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract of transaction of the corporation, and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make any amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidence of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without

vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 6th day of May, 1971.

WITNESS:

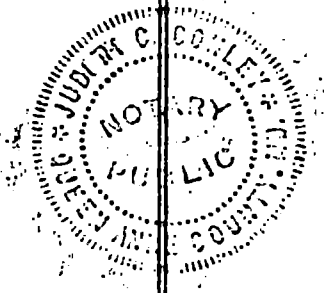
Judith C. Conley Vachel A. Downes, Jr. (SEAL)
Vachel A. Downes, Jr.

STATE OF MARYLAND

~~CITY OR COUNTY OF~~ QUEEN ANNE'S

I HEREBY CERTIFY, that on this 6th day of MAY, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City or County aforesaid, personally appeared Vachel A. Downes, Jr., and he did acknowledge the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.



Judith C. Conley
NOTARY PUBLIC
JUDITH C. CONLEY
4/1/74

ARTICLES OF INCORPORATION
OF
LEMAY'S WELDING, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 11, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

(A) 5045

Recorded in Liber 6 F-881, folio 299, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$20.00 Recording fee paid \$15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
HEREBY CERTIFY THAT
THIS Charte WAS
RECEIVED FOR RECORD THIS 30
DAY OF May 1971 AT 9:15 A.M.
RE 41167 AND RECORDED IN
LIBER C-2 folio 556 Charte
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

RECEIVED FOR RECORD Oct. 6, 1971

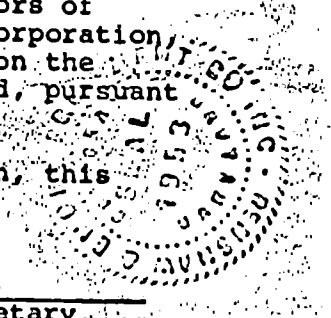
CERTIFIED COPY OF RESOLUTION
RENSHAW & EMORY EQUIPMENT COMPANY, INC.
(a Maryland corporation)

"RESOLVED, that effective this date the Resident Agent of this corporation shall be John W. Emory, whose post office address is Centreville, Maryland 21617."

I HEREBY CERTIFY that the foregoing is a true copy of a resolution unanimously adopted by the Board of Directors of Renshaw & Emory Equipment Company, Inc., a Maryland corporation, at a special meeting of said Board of Directors held on the 21st day of December, 1970, at Centreville, Maryland, pursuant to the required notice duly given or waived.

21st WITNESS my hand and the seal of said corporation, this day of December, 1970:

Ada Mills
(Ada Mills) Secretary



NOTICE OF CHANGE OF RESIDENT AGENT
OF
RENSHAW & EMORY EQUIPMENT CO., INC.

received for record June 23, 1971, at 2:12 P. M.
and recorded on Film No. 892 Frame No. 338 one of
the charter records of the State Department of Assessments and Taxation of Maryland.
To the clerk of the Circuit court of Queen Anne's County

AA N^o 7959

②

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: Howard Wood
Attorney at Law
119 Lawyers Row
Centreville, Maryland 21617

RECEIVED FOR RECORDS Oct 6 1971

ARTICLES OF INCORPORATION

OF

W. H. HARRIS SEAFOOD, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers,

1. William H. Harris whose post office address is:
Rt. 1
Box 96
Chester, Maryland 21619
2. Violet M. Harris whose post office address is:
Rt. 1
Box 96
Chester, Maryland 21619
3. Rudolph E. Tighe, Jr. whose post office address is:
607 Sussex Road
Towson, Maryland 21204

all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles:

Second: That the name of the Corporation (which is hereinafter called the "Corporation") is:

W. H. HARRIS SEAFOOD, INC.

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

(a) To engage in the business of seafood packers including oysters, clams, crabs, fish and seafood of all kinds.

(b) To engage in and carry on all other activities and other business in conjunction with or related to the enterprise and purposes set out in this Third paragraph.

(c) To purchase, lease, hire or otherwise acquire, hold own, develop, improve and dispose of, and to aid and subscribe personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part of any of aforesaid business or any other businesses that the Corporation

LIBER

2 PAGE 563

May be authorized to carry on, and to undertake, guarantee assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good will franchises, or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, rights to processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland, or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes securities or other evidences of indebtedness created or issued by any such other corporation or association

(h) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereof, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(i) To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(j) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

Fourth: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuances from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation and not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences or indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting, unless a larger vote be provided for hereafter.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this Charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

Fifth: The post office address of the principal office of the Corporation in this State is Route 1, Box 96, Chester, Queen Anne's County, Maryland 21619. The resident agent of the Corporation is William H. Harris, whose post office address is Route 1, Box 96, Chester, Maryland 21619. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

Sixth: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares of the par value of \$10.00 a share, all of one class, and having an aggregate par value of \$50,000.00.

Seventh: The Corporation shall have no less than three (3) directors, and William H. Harris, Violet M. Harris and Rudolph E. Tighe, Jr. shall act as such until the First Annual Meeting, or until their successors shall have been duly chosen and qualified.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 30, 1971, and acknowledge same to be our act.
WITNESS AS TO ALL

William H. Harris (SEAL)
William H. Harris

James H. Tighe

Violet M. Harris (SEAL)
Violet M. Harris

Rudolph E. Tighe Jr. (SEAL)
Rudolph E. Tighe Jr.

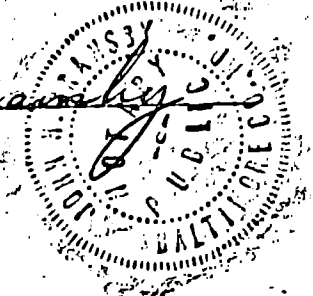
STATE OF MARYLAND, COUNTY OF BALTIMORE, to wit:

THIS IS TO CERTIFY that on June 30th, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Baltimore, personally appeared and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal, the day and year last above written.

My Commission expires
July 1, 1974

John H. Brannigan
Notary Public



LIBER 2 PAGE 568
ARTICLES OF INCORPORATION
OF
W. H. HARRIS SEAFOOD, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 30, 1971 at 4:00 o'clock P. M. as in conformity
with law and ordered recorded.

A 6327

Recorded in Liber 893, folio 68, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$...20.00..... Recording fee paid \$...15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *6*
DAY OF *Oct 19 71* AT *9:30* A.M.
RE *M. 828* AND RECORDED IN
LIBER *Vol. 2* Folio *56.3* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles H. Cail CLERK.

RECEIVED FOR RECORDS Oct 6, 1971

ARTICLES OF INCORPORATION
OF
NELSON RECREATIONAL ENTERPRISES, INC.

I
~~XX~~ the undersigned, of the age of twenty-one years or more, are forming a corporation under the general laws of the State of Maryland and do hereby adopt the following Articles of Incorporation for such Corporation:

One: The Name of this Corporation is NELSON RECREATIONAL ENTERPRISES, INC.

Two: The period of its duration is Perpetual.

Three: The purpose for which this corporation is formed are:

- (a) To engage in, carry on, promote, franchise and conduct business and activities relating to recreational and leisure products and services of every kind.
- (b) To acquire by purchase, or in any other manner, and to take, receive, own, hold, use, develop, mortgage or otherwise encumber, lease, sell exchange or otherwise dispose of real and personal property of every class and description or any rights or interest therein.
- (c) To acquire, buy lease, hire, construct, establish, maintain, sublease, license, franchise, sell or otherwise dispose of recreational facilities of all types on land, on water or on a combination of both and any and all buildings, docks, piers, slips, lodges, guest houses, hotels, motels, restaurants, athletic facilities, retail and wholesale establishments, dry-docks, repair yards, machinery, apparatus, equipment and facilities incidental to or necessary to the carrying out of the purpose of the corporation.
- (d) To manufacture, hold, own, explore, improve, maintain, use, develop, sell, exchange, mortgage, pledge, or otherwise dispose of, distribute, advertise, exhibit and deal in and with, either as principal, agent or otherwise, goods and wares related directly or indirectly to recreational activities.
- (e) To conduct operate and maintain retail and wholesale sales and distribution of items manufactured by this corporation or by any other person, corporation, association, partnership, etc. To conduct franchising activities for products and services of this corporation, to grant, sell or otherwise provide franchises to corporations, individual partnerships for the sale of products or services relating to recreational and leisure.

- (f) To acquire the whole, or any part of or any interest in the good will, rights, assets and business of any person, firm, association, or corporation heretofore or hereafter engaged in a business or enterprise in which this corporation may lawfully engage, and to hold, utilize and in any manner dispose of the whole or any part of the rights and business so acquired, and to conduct in any lawful manner the whole or any part of the business thus acquired.
- (g) To become a member of any partnership or joint venture and to enter into any lawful arrangements for sharing profits and/or losses, union of interest, reciprocal concessions or co-operation with any corporation, association, partnership, joint venture, syndicate, person, governmental, municipal or public authority domestic or foreign, in the carrying on of any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.
- (h) To do any and all things necessary or convenient for the accomplishment of the foregoing purposes; to carry on any lawful business whatsoever which the corporation may deem proper or convenient in connection with any of the foregoing purposes, or which may be calculated directly or indirectly, to promote the interest of the corporation or to enhance the value of its property; to have, enjoy and exercise all the rights, powers and privileges which are now or which may hereafter be conferred upon corporations organized under the same statutes as this corporation.
- (i) The business or purpose of this corporation is, from time to time and at any time, to do one or more of the acts and things herein set forth, and to have all the powers, rights and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations organized under the general laws of the State of Maryland authorizing the formation of corporations.
- (j) The purposes specified herein shall, except as otherwise expressed, not be limited or restricted by reference to or inference from the terms of any other clause or paragraphs of these articles.

The foregoing shall be construed as objects and powers and the inumeration thereof shall not be held to limit or restict in any manner the powers now or hereafter conferred on this corporation by the general laws of the State of Maryland. The Corporation may in its by-laws confer powers, not in conflict with law, upon its directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by statute.

Four:

The County in the State of Maryland where the principal office for the transactions of the business of this corporation is to be located is the County of Queen Annes. ~~The address of the principal office of~~
 The Post Office address of the principal office of the corporation

/21619

~~Business~~ is Route 50 and 301 Chester, Maryland. The initial registered office of the corporation is Route 50 and 301 Chester, Maryland and the name of the initial registered agent at such address is Beverly J. Nelson, who is a citizen of the State of Maryland and does actually reside therein.

Five: This corporation is authorized to issue one hundred thousand (100,000) shares of common stock, all of one class; the aggregate par value of all of said share is one hundred thousand dollars (\$100,000), and the par value of each of said share is one dollar (\$1.00).

Six: Provisions limiting or denying to shareholders the preemptive right to acquire additional shares of the corporation are:

No holder of the common stock shall be entitled as such, as a matter of right, to subscribe for or purchase any part of any issue of stock of this corporation, or of securities convertible into its stock whenever authorized; and, whether issued for cash, property, services, or by way of stock dividend, all subscriptions to stock and sales thereof are made expressly subject to this condition.

Seven: (a) The maximum number of directors of this corporation shall be ~~more than~~ five (5).

(b) The names and addresses of the persons who are appointed to act as the first directors of this corporation until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
K. P. Nelson	3 Dalebrook Drive Phoenix, Maryland 21131
I. W. Shimmel	815 Lake Drive Baltimore, Maryland 21217
C. R. Barrett	11104 Waycroft Way Rockville, Maryland 20852
L. Folger Whicker	11100 Waycroft Way Rockville, Maryland 20852
C. Ralph Lane	9853 Canal Road Gaithersburg, Maryland 20760

(c) The number of directors of the corporation stated in this Article Seven shall constitute the authorized number of directors until changed by an amendment of these articles of incorporation or by a by-law duly adopted by the vote or written consent of the holders of a majority of the then outstanding shares of stock of the Corporation, Such by-law may either fix the exact number of directors at a different number or may state that the number of directors shall be not less than a stated minimum (which in no case shall be less than three (3)) nor more than a stated maximum (which in no case shall be more than ~~more than~~ five (5)). ~~and~~, and in the event that the bylaws provide for such an indefinite number of directors shall be fixed within the limits specified in the by-laws by a by-law amendment

(d) thereof duly adopted by the shareholders or by the Board of Directors. The by-laws of the corporation may be initially adopted by the Board of Directors but except as otherwise expressly provided therein, such by-laws shall be amended in whole or in part or repealed only by the vote or written consent of the holders of the then outstanding shares of the stock of the corporation.

Eight: The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
XXXXXXXXXX	XXXXXXXXXXXXXXXXXX
^{HARLES} C. R. Barrett	11104 Waycroft Way Rockville, Maryland 20852

Nine: This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon the shareholders are granted subject to this reservation.
/ a natural person
has

IN WITNESS WHERE OF, the undersigned ~~XXXX~~ signed and acknowledged these Articles of Incorporation this 3rd day of May, 1971.

I acknowledge these Articles of Incorporation to be my act.

Charles R. Barrett
Charles R. Barrett

ARTICLES OF INCORPORATION
OF
NELSON RECREATIONAL ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 28, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

1A1 5662

Recorded in Liber 887, folio 208, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00... Recording fee paid \$.....15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 6
DAY OF Oct 1971 AT 9:20 A.M.
RE 41828 AND RECORDED IN
LIBER Cox 2 folio 569 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles A. Cecil CLERK.

LIBER 2 PAGE 573

Original delivered to Howard Wood atty. 5/10/72

LIBER 2 PAGE 574

RECEIVED FOR RECORD Oct. 6, 1971

ARTICLES OF INCORPORATION
OF
MID-SHORE SYMPHONY SOCIETY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the incorporators, Mrs. Howard Wood, III, Indiantown Farm, Centreville, Maryland, 21617, Thornton F. Hard, 222 Belvidere Avenue, Centreville, Maryland, 21617, and Mrs. Robert Sharp II, R.D. 5, Box 445, Doncaster, Easton, Maryland, 21601, all being at least twenty-one years of age and residents of the State of Maryland, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a non-profit membership corporation by the execution and filing of these Articles.

SECOND: The name of the corporation is:

MID-SHORE SYMPHONY SOCIETY, INC.

THIRD: The purposes for which the corporation is formed are as follows:

To promote means and opportunities for the education, appreciation, and enjoyment of the public with respect to music and the musical performance of the Baltimore Symphony Orchestra in the area of the Eastern Shore of Maryland;

To solicit, collect, and otherwise raise money for the promotion of the performances of the Baltimore Symphony Orchestra, and to spend, contribute, disburse, and otherwise handle and dispose of same for such purposes;

To foster the further development of the activities of, and the support for, the Baltimore Symphony Orchestra in the area of the Eastern Shore of Maryland;

To receive by gift, will or otherwise, money or other

property and by holding the same in trust, or otherwise, and distributing it as may be deemed best for said purposes;

To purchase, lease, hold, sell, mortgage, or otherwise acquire or dispose of real or personal property, to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in these Articles and not forbidden by the laws of the State of Maryland.

In general, but in connection with the foregoing, to do any and all things necessary to promote the purposes herein contained and to exercise all rights, privileges and powers to the same extent a natural person might or could do under the general laws of the State of Maryland.

To borrow money for the purposes stated in these Articles, and to issue promissory obligations for payment thereof.

FOURTH: The Post Office Address of the principal office of the corporation in the State of Maryland is Post Office Box 417, Centreville, Maryland, 21617. The name and post office address of the resident agent of the corporation who is a resident of the State of Maryland is Thornton F. Hard, 222 Belvidere Avenue, Centreville, Maryland, 21617.

FIFTH: The corporation shall be non-profit in nature, shall issue no capital stock and shall be composed of members rather than shareholders. No dividends or other pecuniary profits shall inure to the benefit of the members except compensation for reasonable services rendered thereto. The Board of Directors may choose the first members in accordance with the Bylaws and the dues and qualifications for such membership shall be established by the Bylaws.

LIBR. 2 PAGE 576

SIXTH: The number of directors shall be established by the Bylaws, but in no case shall there be less than three. The names of the directors who shall act until the first organizational meeting or until their successors are chosen and qualify are: Mrs. Howard Wood, III, Mr. Thornton F. Hard, and Mrs. Robert Sharp, II.

SEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles this third day of June, 1971.

TEST:

Robert E. Bauman

Mrs. Howard Wood, III (SEAL)

Robert E. Bauman

Mr. Thornton F. Hard (SEAL)

Robert E. Bauman

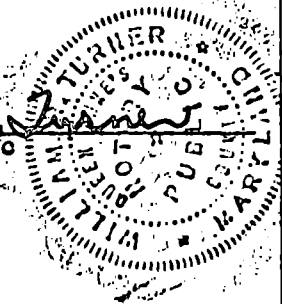
Mrs. Robert Sharp, II (SEAL)

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, to wit:

I HEREBY CERTIFY, that on this 4th day of June, in the year one thousand nine hundred and seventy-one, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County aforesaid, personally appeared Mrs. Howard Wood, III, Mr. Thornton F. Hard, and Mrs. Robert Sharp, II, who acknowledged themselves to be the persons whose names are subscribed to the within ARTICLES OF INCORPORATION, and acknowledge that they executed the same for the purposes therein contained, all of whom are known to me (or satisfactorily proven).

IN WITNESS whereof I hereunto set my hand and official seal.

William P. Turner
Notary Public



ARTICLES OF INCORPORATION
OF
MID-SHORE SYMPHONY SOCIETY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 16, 1971 at 2:41 o'clock P. M. as in conformity
with law and ordered recorded.

(A) 5942

Recorded in Liber ⁴ 889, folio 377 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SO. T.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *16*
DAY OF *Oct* 19 *71* AT *9:20* AM.
RE *41822* AND RECORDED IN
LIBER *889* FOLIO *377* CLERK'S
RECORD BOOK FOR *1971* IVY'S
OCT. 17

Charles A. Cull CLERK.

LIBER 2 PAGE 577

RECEIVED FOR RECORD Oct 6, 1971ARTICLES OF INCORPORATION
OF

BAY BRIDGE JAYCEES, INC.

W. Maurice Sanger, ^{Harbor View Chester, Maryland 21619} being at least twenty-one years of age, hereby executes and files these Articles of Incorporation for the purpose of forming a corporation under and by virtue of the General Laws of the State of Maryland.

FIRST: The name of the corporation (which is hereafter called "the corporation") is:

BAY BRIDGE JAYCEES, INC.

SECOND: Bay Bridge Jaycees, Inc., is formed and shall be maintained for the following purposes:

- (a) To provide for its members leadership training through community service;
- (b) To study, propose and work toward maintaining and developing Queen Anne's County as a leading economic, residential, recreational and historical part of the State of Maryland;
- (c) To study, propose and work for the improvement of the health, safety and welfare of the citizens of Queen Anne's County;
- (d) To foster, promote and encourage the establishment and development of agriculture, seafood and business and industry of all types within Queen Anne's County in a manner which will improve the economic well-being of all its citizens, without impairing the traditions and cultural heritage of its people or the natural beauty of its surroundings, and without wasting its natural resources;
- (e) To encourage and promote civic pride and responsibility among the citizens of Queen Anne's County;
- (f) To study, propose and work for the passage of such laws, ordinances, rules or regulations as may be necessary to effectuate any of the purposes herein;
- (g) To cooperate with other civic and charitable organizations in fulfilling the aforesaid purposes.

THIRD: The post office address of the principal office of the Corporation in this State is Chester, Queen Anne's County, Maryland 21619. The resident agent of the Corporation is W. Maurice Sanger, whose post office address is Harbor View, Chester, Queen Anne's County, Maryland 21619. The said resident agent is a citizen of the State of Maryland and actually resides therein.

FOURTH: The Corporation is not authorized to issue any capital stock.

FIFTH: The charter members of the Corporation are as follows: Ace L. Allen, William D. Baker, Wheeler R. Baker, Larry Bennington, Elwood R. Burgess, James H. Bittorf, Richard C. Britt, Ronnie L. Cook, Donald A. Dadds, Howard R. Donovan, Joseph S. Downey, Thomas J. Ewing, Robert A. Fooks, Ronald W. Hill, Jerry K. Hunter, Chester W. Hynson, Jr., Thomas C. Jewell, Reginald W. Jones, Michael R. Leedy, Jerry F. Pierson, Fred H. Roser, Jr., Kurt F. Roser, W. Maurice Sanger, Thomas B. Sullivan, and Ronald D. Ullrich. Hereafter, members may resign or be removed and additional members may be elected as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The Corporation shall have such number of directors, not less than three, as may be provided from time to time in the By-Laws. Ace L. Allen, Howard R. Donovan, Joseph S. Downey, Jerry K. Hunter, Chester W. Hynson, Jr., Michael R. Leedy, W. Maurice Sanger, and Ronald D. Ullrich shall serve as directors until the next Annual

Meeting of the Corporation, and until their successors are chosen and qualify.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the
18 day of May, 1971.

May

W. Maurice Sanger

W. Maurice Sanger

ACKNOWLEDGMENT

Pursuant to Article 23, Section 127B, of the Annotated Code of Maryland, I
hereby certify the foregoing Articles of Incorporation to be my act.

W. Maurice Sanger

W. Maurice Sanger

LIBER 2 PAGE 580

ARTICLES OF INCORPORATION

OF

BAY BRIDGE JAYCEES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 20, 1971 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

(A) 5399

3

Recorded in Liber F-884, folio 498, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND, QUEEN ANNES COUNTY, SOI. I HEREBY CERTIFY THAT THIS Charter WAS RECEIVED FOR RECORD THIS 6 DAY OF Oct 1971 AT 9:20 A.M. RE 41828 AND RECORDED IN LIBER Cite 2 folio 578 Charter RECORD BOOK FOR QUEEN ANNES COUNTY

Charles A. Cecil CLERK.

RECEIVED FOR RECORD Oct. 6, 1971

CHESAPEAKE AIRCRAFT SALES, INC.

ARTICLES OF AMENDMENT

Chesapeake Aircraft Sales, Inc., a Maryland Corporation, having its principal office at Stevensville, Maryland (hereinafter called the Corporation) hereby certifies to the Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out Section SECOND of the Articles of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the Corporation shall be
BAY BRIDGE AIRPORT, INC.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on April 20, 1971, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at the Annual Meeting of the Stockholders of the Corporation to be held on April 20, 1971.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the Stockholders would be to take action thereon, was given, as required by law, to all Stockholders.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the Stockholders of the Corporation at said meeting by the affirmative unanimous vote of all the votes entitled to be cast thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of

Directors and approved by the Stockholders of the Corporation.

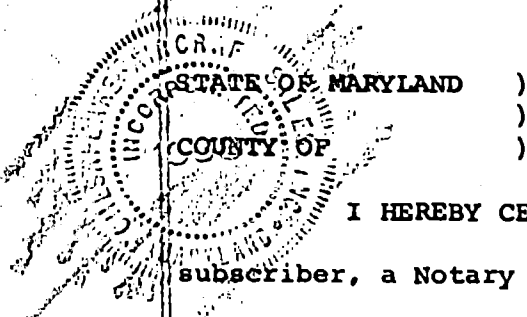
IN WITNESS WHEREOF, Chesapeake Aircraft Sales, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on July 9, 1971.

CHESAPEAKE AIRCRAFT SALES, INC.

By *Paul E. Nuwer*
PAUL E. NUWER, President

ATTEST:

Gertrude M. Nuwer
GERTRUDE M. NUWER, Secretary



SS:

I HEREBY CERTIFY that on July 9, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared PAUL E. NUWER, President of Chesapeake Aircraft Sales, Inc., a Maryland corporation, and in the name and on behalf of said Corporation, acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared PHILIP O. ROACH and made oath in due form of law that he was Acting Secretary of the meeting of the stockholders of said Corporation at which the amendment of the charter of the Corporation therein set forth was approved and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year
above written.

Catherine J. Waller
Notary Public

ARTICLES OF AMENDMENT
OF
CHESAPEAKE AIRCRAFT SALES, INC.

changing its name to
BAY BRIDGE AIRPORT, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 16, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 6654

3

Recorded in Liber 896, folio 128, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$..... Recording fee paid \$.....15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



mfr

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Amendment WAS
RECEIVED FOR RECORD THIS 6
DAY OF Oct 19 71 AT A.
RE 41,839 AND RECORDED IN
LIBER 896-2 folio 581 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Ciel CLERK.

LIBER 2 PAGE 583

RECEIVED FOR RECORD Oct. 6, 1971

G & G DISTRIBUTORS, INC.

ARTICLES OF AMENDMENT

G & G Distributors, Inc., a Maryland corporation, having its principal office in Centreville, Queen Anne's County, Maryland (hereinafter called the "Corporation") hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Charter of the Corporation is hereby amended by striking out paragraph FIFTH and paragraph Seventh of the Articles of Incorporation and inserting in lieu thereof the following:

"FIFTH: The corporation is a close corporation authorized by Article 23, entitled "Corporations" of the General Public Laws of Maryland."

"SEVENTH: The corporation shall have no directors."

SECOND: The foregoing amendments have been advised by the Board of Directors of the corporation, and authorized by an affirmative vote of all holders of and subscribers for stock of the corporation, as follows:

(a) The Board of Directors of the corporation at a meeting duly convened and held on June 23, 1971, adopted a resolution in which was set forth the foregoing amendments to the charter, declaring that said amendments to the charter were advisable, and directing that they be submitted for action thereon at a special meeting of the stockholders and any subscribers for stock of the corporation to be held on June 23, 1971.

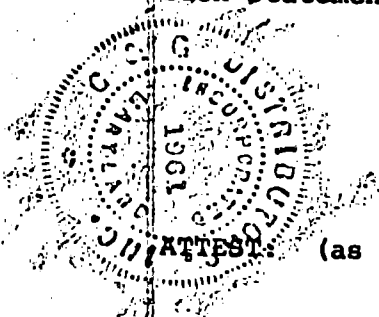
(b) The notice setting forth the amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon.

(c) The amendments of the charter of the corporation as hereinabove set forth were approved by the stockholders of the corporation, there being no subscribers for said stock, at said special meeting by the unanimous affirmative vote of all the stockholders of the corporation, all of whom actually attended the meeting in person.

IN WITNESS WHEREOF, G & G Distributors, Inc., has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed and attested by its Secretary on June 23, 1971, and said officers hereby acknowledge the foregoing Articles of Amendment to be the corporate act of G & G Distributors, Inc., a Maryland corporation; and said officers hereby solemnly declare, affirm and state, that, to the best of their knowledge, information and belief, all matters and facts set forth in the foregoing Articles of Amendment with respect to approval are true and correct in all material respects, and that such statement is made under the penalties of perjury.

G & G DISTRIBUTORS, INC.

By: George O. Yewell, Sr.
George O. Yewell, Sr., President

 ATTEST: (as to corporate seal)

George O. Yewell, Jr.
George O. Yewell, Jr., Secretary

LIBER

2 PAGE 585

LIBER

2 PAGE 586

ARTICLES OF AMENDMENT

OF

G & G DISTRIBUTORS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 12, 1971 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

1A1 6605

3

Recorded in Liber 896, folio 154, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$..... Recording fee paid \$...15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore:

Richard H. Keller



STATE OF MARYLAND, QUEEN ANNES COUNTY, SO. I HEREBY CERTIFY THAT THIS Amendment was RECEIVED FOR RECORD THIS 6th DAY OF Oct 19 71 AT 4:18:39 PM RECORDED IN LIBER CWC-2 folio 584 Charter RECORD BOOK FOR QUEEN ANNES COUNTY Charles W. Cull CLERK.

RECEIVED IN OFFICE Dec. 1, 1971

CERTIFICATE OF CONVEYANCE

OF REAL PROPERTY BY ARTICLES OF SALE

Pursuant to Article 23, Section 66(g) (2) of the Annotated Code of Maryland (1966 Replacement Volume), Title "Corporations," subtitle "Consolidation, Merger and Other Transfer of Property": We hereby certify that the herein described property is being conveyed by Articles of Sale from The Manchester Corporation, a Maryland Corporation to Maryland Community Developers, Inc., a Maryland Corporation
REAL PROPERTY AFFECTED: (Show separately for each parcel deed reference and brief description preferably as shown on recent tax bill.)

864.243 acres - Fifth Election District, Queen Anne's County, Maryland, presently assessed in the name of The Manchester Corporation, a Maryland Corporation and formerly known as The John W. Edel Lands.

Ordinary Post Office Address for receipt tax bills

P. O. Box 128 Lanham, Maryland 20801

Address

For Department
use only.

As Witness to the act of the State Department
of Assessments and Taxation at Baltimore, this
2nd day of August 1971. I
have set my hand and caused the seal of said
Department to be hereto affixed.

Richard H. Kelle
Supervisor-Charter Division

LIBER

2 PAGE 587

*Note: Submit in duplicate.

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF ARTICLES OF

To the Clerk of the CIRCUIT Court for QUEEN ANNES COUNTY

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that Articles of SALE has been filed in its office by NYLEN & GILMORE, 7411 Riggs Road, Hyattsville, Maryland 20783

which said Articles of SALE were duly approved by said Department on August 2, 1971, at 1:30 P. M. and in accordance with said Articles and Section of the Code, it is further certified:

(a) The name of the transferor is THE MANCHESTER CORPORATION (MD. CORP.)

the name of the transferee is MARYLAND COMMUNITY DEVELOPERS, INC. (MD. CORP.)

(b) The location of the principal office of the transferee is _____

PRINCE GEORGES COUNTY

(c) The Articles of SALE are dated July 20, 1971

(d) The time of receipt for record of the Articles of SALE in the office of the State Department of Assessments and Taxation was August 2, 1971, at 1:30 P. M.

RECEIVED FOR RECORD Nov 1, 1971

ARTICLES OF INCORPORATION

OF

SHORE CHARTERS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joseph R. Ramsey, Jr., whose post office address is R. D. 1, Chestertown, Maryland 21620, Jacqueline W. Ramsey, whose post office address is R. D. 1, Chestertown, Maryland 21620 and Philip J. Skipp, whose post office address is Chestertown, Maryland 21620, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is
SHORE CHARTERS, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on or promoted by it are as follows:

(a) To own, buy, sell, lease, dispose of, mortgage, encumber, hold, manage, improve, develop and otherwise acquire and deal in any, every and all kinds of real and personal property and chattles real, and to borrow money thereon by way of mortgage, deed of trust, or in any other manner, and to execute such mortgages and do all such acts as may be necessary and proper to convey, transmit or pass a partial inchoate, conditional or full and complete interest therein either by sale, mortgage, deed of trust, or other wise, or to secure the issue of bonds in any manner approved by law.

(b) To conduct a general business for the manufacture, distribution, marketing processing and leasing of personal property and ammodities of every kind, and to buy, sell, borrow upon and otherwise deal in said personal property and ammodities of all kinds.

(c) To conduct the business of operating cruises and pleasure boats and yachts and to charter and lease sail boats and yachts.

(d) To build, erect, construct, improve, purchase, hire, or otherwise acquire, and to own, maintain, lease, and operate and to aid and subscribe toward the acquisition, construction or improvement of stores, factories, warehouses, buildings, structures, offices, houses, works, machinery, plants and facilities, and all other things of whatever kind and nature, wheresoever situated suitable, necessary, useful or helpful in connection with any or all of the objects of the Corporation.

(e) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world, without restrictions as to place or amount, as principals, agents, contractors, trustees or otherwise, alone or in company with others.

(f) To have one or more offices and places of business and to carry on all or any of its operations and business and without restriction or limit, as to the amount or place in any of the States of the United States.

(g) The foregoing clauses shall be construed both as objects and powers, but no vital, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all the other lawful powers are hereby included.

FOURTH: The post office address of the place in which the principal office of the corporation in this State will be located is Box 80, R. D. 1, Chestertown, Maryland 21620. The resident agent of the corporation is Joseph R. Ramsey, Jr., whose address is R. D. 1, Chestertown, Maryland 21620. Said resident agent is a citizen of the State of Maryland and actually resides there.

FIFTH: The Corporation shall have not less than three or more than five directors and Joseph R. Ramsey, Jr., Jacqueline W. Ramsey and Philip J. Skipp shall act until the first annual meeting of the stock holders or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00) par value divided into one thousand shares (1000) of the par value of One Hundred Dollars (\$100.00) each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating, the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock, and securities convertible into its shares of stock, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) No contract, or other transaction, between this Corporation, and any other corporation, and no act of this Corporation shall in any way be affected, or invalidated, by the fact that any of the directors of this Corporation are peculiarly or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be peculiarly or otherwise interested in, any contract, or transaction, of this Corporation, provided that the fact that he, or such firm, is so interested, shall be disclosed, or shall have been known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine, and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business, shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus, or net profits. The Board of Directors may, in its discretion, use, and apply, any of such surplus, or net profits, in purchasing, or acquiring, any of the shares of the stock of the Corporation, or any of its bonds, or other evidences of indebtedness, to such extent, and in such manner, and upon such lawful terms, as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make, from time to time, any amendments to its charter, which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification, or otherwise, but no such amendment, which changes the terms of any of the outstanding stock, shall be valid unless such change of terms shall have been authorized by the holders of two-thirds (2/3rds) of all of such stock, at the time outstanding, by vote at a meeting, or in writing, with or without a meeting.

(e) Notwithstanding any provision of law requiring any action to be taken, or authorized, by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken, or authorized, by vote of the stockholders, such action shall be effective, and valid, if taken, or authorized, by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise, provided in this charter.

(f) The Board of Directors shall have power, subject to any limitations, or restrictions, herein set forth, or imposed by law, to classify, or reclassify, any unissued shares of stock, whether now, or hereafter, authorized, by fixing, or altering, in any one, or more, respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(g) The Board of Directors shall have power to declare and authorize the payments of stock dividends, whether or not payable in stock of one class, to holders of stock of another class, or classes; and shall have the authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease, or otherwise acquire, the business, assets, or franchises, in whole, or in part, of other corporations, or unincorporated business entities.

EIGHT: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation of this 20th day of May, 1971.

Witness:

Ellen T. Plummer

Joseph R. Ramsey, Jr. (SEAL)
Joseph R. Ramsey, Jr.

Ellen T. Plummer

Jacqueline W. Ramsey (SEAL)
Jacqueline W. Ramsey

Ellen T. Plummer

Philip J. Skipp (SEAL)
Philip J. Skipp

STATE OF MARYLAND, COUNTY OF KENT, to wit:

I HEREBY CERTIFY, that on this 20th day of May in 1971, before, the subscriber A Notary Public of the State of Maryland, in and for the County of Kent, aforesaid, personally appear Joseph R. Ramsey, Jr., Jacqueline W. Ramsey and Philip J. Skipp, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Ellen T. Plummer
Notary Public



My commission expires:

July 1, 1974

ARTICLES OF INCORPORATION
OF
SHGRE CHARTERS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 24, 1971 at 1:00 o'clock P. M. as in conformity
with law and ordered recorded.

1A 5340

Recorded in Liber F 908 287, folio 6 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Oct 5 9 03 AM '71

Bonus tax paid \$...20.00..... Recording fee paid \$...15.00.....

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOI.
I HEREBY CERTIFY THAT
THIS *Charter* HAS
RECEIVED FOR RECORD THIS *24th*
DAY OF *May* 1971 AT M.
AND RECORDED IN
LIBER *Case 2 plus 589 Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Carl CLERK.

RECEIVED FOR RECORD *Dec. 1, 1971*
MURDOCH FLORIST, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, WILLIAM BRUCE MURDOCH, RUTH FOSTER MURDOCH AND JOHN L. MURDOCH, whose Post Office address is Centerville, Queen Anne's County, Maryland 21617, all being at least twenty-one (21) years of age, do hereby act as incorporators with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (hereinafter called "Corporation") is MURDOCH FLORIST, INC.

THIRD: The purposes of the Corporation as formed are as follows:

To operate and manage farms, till the soil, harvest crops and sell the produce thereof and also to operate a florist business, raise flowers and sell flowers and to carry on general florist operations.

To buy, exchange, hold, manage, rent, lease, sublease, encumber, assign, build upon, improve, sell, or otherwise dispose of, improve real estate, leaseholds, machinery, fixtures, or contracts relating thereto, in this State or elsewhere, for cash or credit, and to finance the purchase or sale thereof by mortgage, vendor's lien, or in any other appropriate manner.

To buy, hold, sell, guarantee, discount, pledge all manner of commercial paper, accounts, choses in action, bills of lading, and warehouse receipts.

To pay any obligation of this Corporation in cash, stock, promissory notes or other negotiable instruments, or in real or personal property; and to do every act or thing necessary or suitable for the accomplishment of any or all of the objects and purposes above enumerated, either alone or associated with other persons, firms, corporations or associations.

To loan to any person, firm, corporation, or association any monies, or other valuable things, and to take, as collateral security for the repayment of such loan, mortgages on real or personal property, stocks, bonds, or other security, bills of lading and warehouse receipts, as the Directors of the Corporation may see fit.

To borrow, from time to time, such monies as in the opinion of the Directors are necessary for the proper conduct of the Corporation's business and to pledge or mortgage the Corporation's real or personal property as security therefor.

To act as agent, broker, commission merchant, for any person, firm, corporation or association, and to carry on any other business, whether manufacturing, wholesaling, or retailing, which may seem to the Corporation to be calculated directly or indirectly to effectuate all or any of the objects recited herein or to enhance the value of its property and rights.

To acquire by purchase, lease, or otherwise, the property, business, rights, good will, franchises, contracts and assets of every kind of any person, firm, or corporation carrying on any business which this Corporation may deem necessary in carrying on its own business.

To do any or all of the above mentioned things without limit as to amount, either as principal or agent, or broker, and to do any act or thing calculated to further the business of this Corporation.

Before any shares of stock in this Corporation shall be transferred, whether by sale, gift, or otherwise, it shall be required that the owner of such stock shall extend to the Corporation, or to the stockholders, an option for a period of sixty (60) days, dating from the day upon which said Corporation receives notice in writing of his desire to sell his stock. Whenever such sale

is made to the Corporation, or to other stockholders, it shall be at a price determined by the book value of the stock as of the date of sale.

And, provided that a copy of this restriction is endorsed upon the Certificate of Shares in this Corporation, in accordance with the provisions of Subtitle 8, Section 8-20, of Article 95B of the Annotated Code of Maryland (1957 Edition), known as and entitled, "Uniform Commercial Code", and any Amendments thereto; the owner or owners of stock in this Corporation hereby binds his, her, or their heirs, personal representatives and assigns, to extend to the Corporation, or to other stockholders, an option for a period of sixty (60) days, dated from the day upon which the said Corporation receives notice in writing of the desire of such heirs, personal representatives and assigns, of his, her or their intention to sell stock of a living or deceased stockholder. No stock shall be transferable on the books of the Corporation until this condition has been complied with.

FOURTH: The Post Office address of the principal office of the Corporation in this State is Centreville, Queen Anne's County, Maryland 21617. The name and Post Office address of the Resident Agent of the Corporation in this State is John L. Murdoch, Centreville, Queen Anne's County, Maryland 21617. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is TWENTY FIVE HUNDRED (2500) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) a share, having an aggregate value of TWO HUNDRED FIFTY THOUSAND DOLLARS (\$250,000.00).

Each share of stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of stockholders.

SIXTH: The number of Directors shall be three (3), which number may be increased pursuant to By-Laws of the Corporation, but shall never be less than three; and the names of the Directors, who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are William Bruce Murdoch, Ruth Foster Murdoch and John L. Murdoch.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize issuance from time to time of shares of stock, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable.

EIGHTH: A stockholder may vote the shares owned of record by him, either in person or by proxy, executed in writing by the stockholder, or his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from its date, unless otherwise provided in the proxy.

NINTH: The Board of Directors is authorized to appoint, from among its members, an Executive Committee and other Committees, composed of two or more Directors, and delegate to such Committees, in the intervals between meetings of the Board of Directors, any or all the powers of the Board of Directors, in the management of the business and affairs of the Corporation, except the power to declare dividends, issue stock or to recommend to stockholders any action requiring stockholders' approval.

TENTH: Any action required or permitted to be taken at a meeting of stockholders may be taken without a meeting, if a consent in writing, setting forth such action, is signed by all the stockholders entitled to vote on the subject matter thereof and any other stockholders entitled to notice of a meeting of stockholders (but not to vote thereat) have waived in writing any rights which they may have to dissent from such action, and such consent and waiver are filed with the records of the Corporation.

ELEVENTH: Any action required or permitted to be taken at any meeting of the Board of Directors, or of any Committee thereof, may be taken without a

meeting, if a written consent to such action is signed by all members of the Board, or such Committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or Committee.

TWELFTH: The Corporation shall have as Officers, a President, a Secretary and a Treasurer, and such number of Vice Presidents as the Board of Directors may fix. Any two or more offices, except those of President and Vice President, may be held by the same person.

THIRTEENTH: The business and affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors shall exercise all the powers of the Corporation, except such as by Law or Charter or the By-Laws are conferred upon or reserved to the stockholders.

FOURTEENTH: Any fiduciary may vote shares standing in his name as such fiduciary, either in person or by proxy, and upon proof of the fact that legal title to shares registered in the name of another has devolved upon him in a fiduciary capacity, and that he is duly qualified to act as such fiduciary; he may vote such share, either in person or by proxy, even though they have not been transferred to his name as such fiduciary.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 29th day of July, 1971.

WITNESS:

<u>Virginia S. White</u>	<u>William Bruce Murdoch</u>
<u>Virginia S. White</u>	<u>Ruth Foster Murdoch</u>
<u>Virginia S. White</u>	<u>John L. Murdoch</u>

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 29th day of July, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared WILLIAM BRUCE MURDOCH, RUTH FOSTER MURDOCH AND JOHN L. MURDOCH and acknowledged the foregoing ARTICLES OF INCORPORATION to be their act.

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



Virginia S. White
Virginia S. White, Notary Public
My commission expires July 1, 1974.

LIBER 2 PAGE 598
ARTICLES OF INCORPORATION
OF
MURDOCH FLORIST, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 5, 1971 at 2:12 o'clock P. M. as in conformity
with law and ordered recorded.

(A) 7187

Recorded in Liber 901, folio 4 169, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.50.00 Recording fee paid \$.15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOY.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *1st*
DAY OF *Dec* 19 *71*. AT M.
RK AND RECORDED IN
LIBER *WC-2* folio *575* *Charter*.....
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Coak CLERK.

RECEIVED FOR RECORD Dec 1, 1921

ARTICLES OF INCORPORATION
OF
SEWARD'S POINT MARINA, INCORPORATED
A Close Corporation Under
Article 23, Section 100
of The Annotated Code of Maryland

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, E. WILLIS SEWARD, whose post office address is Chester, Maryland 21629; EARL W. SEWARD, whose post office address is Seward's Point Marina, Seward's Marina Road, Grasonville, Maryland 21638; and ROBERT C. THOMPSON, whose post office address is Post Office Box 1048, Easton, Maryland 21601, 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 name of the Corporation (which is hereinafter called the Corporation) is:

SEWARD'S POINT MARINA, INCORPORATED.

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

(a) To purchase, equip and operate shipyards, boatyards and marinas for the construction, repairing, storage and sale of vessels, yachts, boats and watercraft of every kind and description, together with slip rentals and all auxiliary uses pertaining to the operation of a boatyard and marina.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, copartnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid business or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(e) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(f) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporate purposes.

(g) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the trans-

action of the aforesaid objects or businesses, or any of them or any part thereof, or to enhance the value of its property, business or rights.

(h) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in any foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

(i) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Seward's Point Marina, Incorporated, Seward's Marina Road, Grasonville, Maryland 21638. The resident agent of the Corporation is Earl W. Seward, whose post office address is Seward's Point Marina, Seward's Marina Road, Grasonville, Maryland 21638. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares without par value, all of which shares are of one class and are designated common stock, etc.

SIXTH: This Corporation is a close corporation, as defined in Article 23, Section 100 of The Annotated Code of Maryland.

SEVENTH: The Corporation shall have three directors, and E. Willis Seward, Earl W. Seward and Robert C. Thompson shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

IN WITNESS WHEREOF we have signed the Articles of Incorporation this 2nd day of August, 1971.

WITNESS:

Sharon Sells

E. Willis Seward (SEAL)
E. WILLIS SEWARD

Doris M. Thompson

Earl W. Seward (SEAL)
EARL W. SEWARD

Doris M. Thompson

Robert C. Thompson (SEAL)
ROBERT C. THOMPSON

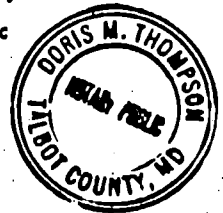
STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY that on this 2nd day of August, 1971, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared E. WILLIS SEWARD, EARL W. SEWARD and ROBERT C. THOMPSON, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Doris M. Thompson
Notary Public

DORIS M. THOMPSON, Notary Public
My Commission Expires July 1, 1974



ARTICLES OF INCORPORATION

OF

SEWARD'S POINT MARINA, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland August 11, 1971 at 8:30 o'clock A. M. as in conformity with law and ordered recorded.

1A1 7277

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Recorded in Liber 902, folio 26, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$..20.00..... Recording fee paid \$..15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SCT.
I HEREBY CERTIFY THAT
THIS Charles WAS
RECEIVED FOR RECORD THIS 1st
DAY of Dec. 1971. AT A.
M. AND RECORDED IN
LIBER @ WC-2 folio 529 Charles
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK

LIBER 2 PAGE 603

VENTURE CAPITAL HOLDING CORPORATION
(A NON-PROFIT CORPORATION)

ARTICLES OF INCORPORATION

FIRST: The undersigned Leon Anderson and Harald A. Reitan, whose post office addresses are P. O. Box A, Centreville, Maryland and P. O. Box 972, Easton, Maryland, (respectively, each) being citizens of the United States and at least twenty-one years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is VENTURE CAPITAL HOLDING CORPORATION.

THIRD: The post office address of the principal office of the Corporation in Maryland is P. O. Box A, Centreville, Queen Anne's County 21617. The name and post office address of the resident agent of the Corporation in Maryland are Leon Anderson, Centreville, Queen Anne's County 21617. Said resident agent is a citizen of Maryland and actually resides therein.

FOURTH: The Corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). As a means of accomplishing the foregoing purposes, the Corporation shall have the following powers:

1. To initiate, organize, promote and fund proprietorships, partnerships or corporations which are designed to be substantially owned and operated by the poor and for the poor.

2. To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature or description and wherever situated.

3. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law.

4. To borrow money and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation wherever situated, whether now owned or hereinafter acquired.

5. To invest and re-invest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

6. In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereinafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth and to engage in such other activities and pursuits as are related or attendant thereto.

FIFTH: The number of the Directors of the Corporation shall be three(3), which number shall be increased or decreased pursuant to the by-laws 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:

1. Leon Anderson, P. O. Box A, Centreville, Maryland 21617.
2. Harold A. Reitan, P. O. Box 972, Easton, Maryland 21601.
3. George Goule, Queenstown, Maryland 21658.

SIXTH: No capital stock whatsoever shall be issued or authorized.

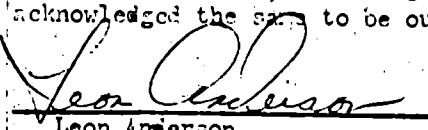
SEVENTH: A minimum number of one-third (1/3) of the total membership of the Board of Directors shall at all times be chosen from amongst the poor, said poor being only persons who receive currently low or marginal incomes as consistent with established poverty guidelines.

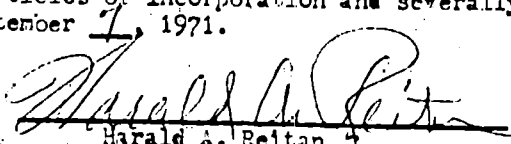
EIGHTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

NINTH: The duration of the Corporation shall be perpetual.

TENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation and severally acknowledged the same to be our act on September 1, 1971.


Leon Anderson


Harold A. Reitan

ARTICLES OF INCORPORATION
OF
VENTURE CAPITAL HOLDING CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 7, 1971 at 3:00 o'clock P. M. as in conformity
with law and ordered recorded.

1A1 7675

Recorded in Liber 905, folio 399, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00 Recording fee paid \$.....15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Kelle

STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, MDT.

I HEREBY CERTIFY THAT
THIS Charte RECEIVED FOR RECORD THIS 10
DAY October 1971 AT M
RE 42837 AND RECORDED IN
LIBER 905 - 2 folio 604 Charte
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles W. Ceal CLERK



vjg.

RECEIVED FOR RECORD Dec 10, 1971

CHURCH HILL FARMS INC.
ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, James B. Clements, whose post office address is Sudlersville, Maryland, 21668, and Clayton C. Carter, whose post office address is No. 204 North Commerce Street, Centreville, Maryland, 21617, 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 name of the corporation (which is hereinafter called the Corporation) is CHURCH HILL FARMS, INC.

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

(a.) To purchase, lease or otherwise acquire, hold, own, develop, operate, manage, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the carrying on of a real estate development and improvement business.

(b.) To carry on any agricultural pursuits or agricultural related pursuits.

(c.) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(d.) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(e.) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares, and merchandise of every description.

(f.) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

(g.) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(h.) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or to otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of

stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds, or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(i.) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(j.) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole

or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(k.) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(L.) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Sudlersville, Maryland 21668. The name and post office address of the resident agent of the Corporation in this State is James B. Clements, Sudlersville, Maryland, 21668. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten Dollars (\$10.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are James B. Clements, J. Wilbur Stafford and Clayton C. Carter.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class or classes, whether now or hereafter authorized, for such considerations as said board of directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(2) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer

or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed to the board of directors or a majority thereof.

(3) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such powers, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of this Corporation.

(4) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of stock of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares of stock outstanding and entitled to vote thereon, except as otherwise provided in the charter.

(5) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments, changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding

stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

(6) The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other Corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on August 13, 1971.

WITNESS:

Marcy J. Collins

James B. Clements
James B. Clements

Marcy J. Collins

Clayton C. Carter
Clayton C. Carter

STATE OF MARYLAND }
COUNTY OF QUEEN ANNE'S }

TO WIT:

I HEREBY CERTIFY, that on Aug. 13, 1971, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Queen Anne's, personally appeared James B. Clements and Clayton C. Carter and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

ROBERT R. PRICE, JR.
ATTORNEY AT LAW
CENTREVILLE, MARYLAND
758-1600

LIPER

2 PAGE 613

Marcy J. Collins
Notary Public
My commission expires 2.1.74

ARTICLES OF INCORPORATION
OF
CHURCH HILL FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 25, 1971 at 2:18 o'clock P. M. as in conformity
with law and ordered recorded.

A 7443

Recorded in Liber 903, folio 472, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 19.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard M. Keller

STATE OF MARYLAND,
QUEEN ANNES COUNTY, BOT.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 19
DAY Aug 1971 AT 2:18 M.
BY 2837 AND RECORDED IN
LIBER 903 folio 472 Charter
RECORD BOOK FOR QUEEN ANNES
COUNTY

Charles W. Culp CLERK.



RECEIVED FOR RECORD filed 10/16/1970

THE CENMAR CORPORATION

CONSENT OF DIRECTORS
August 11, 1970

WE, THE UNDERSIGNED, being all the directors of THE CENMAR CORPORATION, a Maryland corporation, acting pursuant to Section 58 of the Maryland Corporation Law, do hereby consent to the following resolution as being duly adopted by the unanimous consent of the Board and direct its recording among the minutes of the proceedings of the Board of Directors:

RESOLVED:

1. That the post office address of the place of the principal Maryland office of the Corporation is changed to P.O. Box C, Chester, Queen Anne's County, Maryland 21619, and that the name of the Corporation's Resident Agent, who is an individual actually residing in Maryland, and his post office address, are changed to J. William Sause, P. O. Box C, Chester, Queen Anne's County, Maryland 21619.

I, THE UNDERSIGNED, Secretary of THE CENMAR CORPORATION, hereby certify and verify under the penalties of perjury that (i) the foregoing is a true, full and correct copy of a resolution duly adopted by written consent of all the directors of the Corporation and (ii) that the written consent is filed with the minutes of the proceedings of the Board of Directors of the Corporation.

WITNESS my hand and the corporate seal affixed on
October 31, 1970.



J. W. Redden
Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE
AND CHANGE OF RESIDENT AGENT

OF

THE CENMAR CORPORATION

received for record September 2, 1971, at 2:00 P. M.
and recorded on Film No. 908 Frame No. 437 one of
the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Anne's County

AA No 8152

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total \$5.00

Mr. Clerk - Mail to: Roger Redden
PIPER & MARBURY
900 First National Bank Bldg.
Baltimore 1, Maryland

CM

STATE OF MARYLAND,

QUEEN ANNE'S COUNTY, MDT.

I HEREBY CERTIFY THAT

THIS Change of Principal Office Resident Agent
was RECEIVED FOR RECORD THIS 20
DAY of October 1971 AT 2:00 P. M.
KEY 42837 AND RECORDED IN
LIBER @ W. 2. fol. 615 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Ciel CLERK.

RECEIVED FOR RECORD Dec 27, 1971

FISHERMAN'S INN, INC.
A CLOSE CORPORATION
IN ACCORDANCE WITH THE PROVISION OF THE ACT
OF 1967, CH. 649, ART. 23, SECS. 100 TO 111
AND AMENDMENTS THEREIN

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, OSCAR ALWOOD SCHULZ AND BETTY T. SCHULZ, whose post office address is Chester, Queen Anne's County, Maryland, both being at least twenty-one (21) years of age, do hereby act as incorporators with the intention of forming a Close Corporation authorized by the Act of 1967, Chapter 649, Article 23, Section 100 of the Public General Laws of the State of Maryland.

SECOND: The name of the Close Corporation (hereinafter called "Close Corporation") is Fisherman's Inn, Inc.

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

To operate a restaurant for the preparation and serving of food and beverages.

To buy, exchange, hold, manage, rent, lease, sublease, encumber, assign, build upon, improve, sell, or otherwise dispose of, improve real estate, leaseholds, machinery, fixtures, or contracts relating thereto, in this State or elsewhere, for cash or credit, and to finance the purchase or sale thereof by mortgage, vendor's lien, or in any other appropriate manner.

To buy, hold, sell, guarantee, discount, pledge all manner of commercial paper, accounts, choses in action, bills of lading, and warehouse receipts.

To pay any obligation of this Close Corporation in cash, promissory notes or other negotiable instruments, or in real or personal property; and to do every act or thing necessary or suitable for the accomplishment of any or all of the objects and purposes above enumerated.

To loan to any person, firm, corporation, or association any monies, or other valuable things, and to take, as collateral security for the repayment of such loan, mortgages on real or personal property, stocks, bonds or other security, bills of lading and warehouse receipts, as the original directors, and after the Close Corporation ceases to have directors, as the stockholders of the Close Corporation may see fit, as hereinafter provided.

To borrow, from time to time, such monies as in the opinion of the original directors and after the Close Corporation ceases to have directors, as in the opinion of the stockholders are necessary, as hereinafter provided, for the proper conduct of the Close Corporation's business and to pledge or mortgage the Close Corporation's real or personal property as security therefor.

To act as agent, broker, commission merchant, for any person, firm, corporation or association, and to carry on any other business, whether manufacturing, wholesaling, or retailing, which may seem to the Close Corporation to be calculated directly or indirectly to effectuate all or any of the objects recited herein or to enhance the value of its property and rights.

To acquire by purchase, lease, or otherwise, the property, business, rights, good will, franchises, contracts and assets of every kind of any person, firm, or corporation carrying on any business which this Close Corporation may deem necessary in carrying on its own business.

To do any or all of the above mentioned things without limit as to amount, either as principal or agent, or broker, and to do any act or thing

calculated to further the business of this Close Corporation.

FOURTH: The post office address of the Close Corporation in this State is Grasonville, Queen Anne's County, Maryland, 21638. The name and post office address of the Resident Agent of the Close Corporation in this State is Oscar Alwood Schulz, Chester, Queen Anne's County, Maryland. 21619.

FIFTH: No transfer of stock of the Close Corporation shall be valid unless such transfer is made pursuant to a provision in a stockholders' agreement authorized by Section 104 of Article 23 of the Public General Laws of Maryland, permitting transfer to (1) the Corporation or (2) one or more of its stockholders or the wives, children or grandchildren of such stockholders or security holders who are individuals, or, (3) one or more persons named in such agreement who are individuals. This stockholders' agreement shall be executed simultaneously with the issuance of the first shares of stock of the Close Corporation.

SIXTH: All stock of the Close Corporation shall have voting rights on any matter required by any section of the Act of 1967, Ch. 649, Article 23, Sections 100 to 111 and amendments thereto to be authorized by affirmative vote of all the stockholders or subscribers of the stock of the Close Corporation.

Section 42 (c) of Article 23 of the General Public Laws of Maryland shall not apply to any requirement of affirmative vote or assent of all holders or subscribers for stock contained in any section of the Act of 1967, Ch. 649, Article 23, Sections 100 to 111 and amendments thereto.

SEVENTH: The total number of shares of stock which the Close Corporation has authority to issue is TWO THOUSAND (2,000) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) having an aggregate value of TWO HUNDRED THOUSAND DOLLARS (\$200,000.00), all of which shall be common stock.

EIGHTH: The stockholders of the Close Corporation shall promptly after the Directors' Organization Meeting and the issuance of the first stock of the Close Corporation and the election of its officers, execute an agreement, pursuant to the provisions of the Act of 1967, Ch. 649, Article 23, Section 104 of the Public General Laws of Maryland, in which all of the stockholders have actually assented to regulate all aspects of the affairs of the Close Corporation, including but not limited to:

(1) the management of the business and affairs of the corporation; (2) restrictions on the transfer of stock; (3) the right of one or more stockholders to dissolution of the Corporation at will or upon the occurrence of a specified event or contingency; (4) the exercise or division of voting power; (5) the terms and conditions of the employment of any officer or employee regardless of the length or the period of such employment; (6) the persons who shall be officers of the corporation; and (7) the payment of dividends or division of profits; (8) the Close Corporation shall have power and authority to create a medical plan for the payment of the medical expenses of the officers of the Close Corporation and the members of their immediate families.

NINTH: The Close Corporation shall initially have two directors, namely, Oscar Alwood Schulz and Betty T. Schulz, who shall serve until the Directors' Organization Meeting of the Close Corporation, the election of its officers and the issuance of the first shares of its stock, and thereafter, the said Close Corporation shall have no directors and the business and affairs of the Corporation shall be managed by direct action of the stockholders of the Close Corporation and all powers given to directors by Article 23 of the Public General Laws of Maryland, or otherwise by law, may be exercised by the stockholders.

The stockholders of the Close Corporation shall be responsible for the taking of any action required by Article 23 of the Public General Laws of Maryland or otherwise by law to be taken by the Board of Directors.

Any action under Article 23 requiring for its validity both a director resolution and a vote of stockholders may validly be taken by the required stockholder vote without the necessity of a prior director resolution.

Any requirement of Article 23 of the Public General Laws of Maryland that an instrument filed with the Department of Assessments and Taxation of Maryland contain a statement that a specified action has been taken by the Board of Directors shall be satisfied by a statement that the Corporation is a Close Corporation having no Board of Directors pursuant to the authority of Section 105 of Article 23 of the Public Laws of Maryland.

Any action for which the vote of a majority of the entire Board of Directors is required by any provision of Article 23 of the Public General Laws of Maryland may be taken by the stockholders by the affirmative vote of a majority of all the votes entitled to be cast thereon.

Action by stockholders shall be taken by voting of shares as provided in Article 23 of the Public General Laws of Maryland.

TENTH: The Close Corporation shall hold an annual meeting of stockholders, in accordance with Section 38 of Article 23 of the Public General Laws of Maryland, but such annual meeting need not be held unless a written request that such meeting be held is delivered to the President or Secretary of the Close Corporation by any stockholder not less than thirty days before the date specified for such meeting.

Special meetings may be called from time to time in accordance with the provisions of Article 23 of the Public General Laws of Maryland.

ELEVENTH: Any individual who holds more than one office in the Close Corporation may execute, acknowledge or verify in more than one capacity an instrument required to be executed, acknowledged or verified by the holders of two or more offices.

TWELFTH: The Close Corporation shall have as officers a President, a Secretary and a Treasurer. Any two or more offices may be held by the same person.

THIRTEENTH: A stockholder may vote shares owned by him, either in person or by proxy, executed in writing by the stockholder, or his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from its date, unless otherwise provided in the proxy.

FOURTEENTH: Any action required or permitted to be taken at a meeting of stockholders may be taken without a meeting, if consent in writing, setting forth such action, is signed by all the stockholders entitled to vote on the subject matter thereof and such consent is filed with the records of the Close Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23rd day of November, 1971.

WITNESS:

Edward Turner

Oscar Alwood Schulz
Oscar Alwood Schulz

Edward Turner

Betty T. Schulz
Betty T. Schulz

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 23rd day of November, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared OSCAR ALWOOD SCHULZ and BETTY T. SCHULZ and acknowledged the foregoing ARTICLES OF INCORPORATION to be their act.

WITNESS my hand and Notarial Seal the day and year last written.



Virginia S. White
Virginia S. White, Notary Public
My commission expires July 1, 1974.

LIBER.

2 PAGE 621



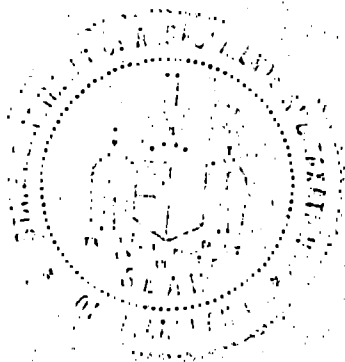
STATE OF MARYLAND
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
301 WEST PRESTON STREET
BALTIMORE 21201

THIS IS TO CERTIFY THAT the within instrument is a true copy of the
ARTICLES OF INCORPORATION
OF
FISHERMAN'S INN, INC.

as approved and received for record by the State Department of Assessments
and Taxation of Maryland, November 29, 1971.

at 8:30 o'clock A.M.

AS WITNESS my hand and official seal of the said Department at
Baltimore this 15th day of December, 1971.




RICHARD H. KELLER,
SUPERVISOR-CHARTER DIVISION

LIBER

2 PAGE 622

RECEIVED FOR RECORD

Feb. 3, 1972

ARTICLES OF INCORPORATION

OF

DAY CARE, INC.

(a non-stock, non-profit Maryland corporation)

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Julia B. Sause, whose post office address is Centreville, Maryland, 21617, Elizabeth Roberts, whose post office address is 9802 Woodland Avenue, Lanham, Maryland 20801, and Mary Petry Blunt, whose post office address is R.F.D.1, Box 3-A, Centreville, Maryland 21617,

each being at least twenty-one (21) years of age, are forming a corporation under the general laws of the State of Maryland.

SECOND: That the name of the corporation is:

"DAY CARE, INC."

THIRD: That the purposes for which the corporation is formed are as follows:

To provide early childhood education, on a non-profit basis, by organizing and operating one or more Day Care Centers in Queen Anne's County, State of Maryland;

To offer and supply group care on a non-profit basis, to more than five children, who have not the same parentage, for a portion of all of a day and on a regular schedule more often than once a week.

To offer and supply child care and education, on a non-profit basis, to children whether their parents are employed or not and without discrimination on account of race, color, creed, natural origin or sex respecting enrolling children or selecting directors, officers or staff, or any other matter.

The corporation is irrevocably dedicated to, and operated exclusively for, charitable, educational and non-profit purposes. No part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of, any individual.

Jan. 21, 1974 Original delivered to Howard Wood, Atty.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation. The corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to one or more organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or to the County Commissioners of Queen Anne's County, Maryland, a municipal corporation, exclusively for public purposes, in such proportions as the directors and members distributing such assets may determine.

As a means of accomplishing the foregoing purposes and acting on a non-profit basis the corporation shall have the following powers:

To purchase, acquire, hold, improve, develop and sub-develop, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, and to loan money, and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities;

To accept gifts and loans of money and property of every kind from any donors and lenders;

To apply for, receive, manage and account for government and private grants and loans for corporate purposes or purposes allied to or similar to those of this corporation;

To receive bequests and devises of funds and other property, and to hold, manage, invest and reinvest the same for any of the corporate purposes;

To act as principal or agent and to contract with other organizations and agencies for any of the corporate purposes;

To borrow or raise money for any of the corporate purposes;

FOURTH: The post office of the principal office of the corporation is Centreville, Maryland. The name and address of the resident agent of the corporation is Howard Wood, Centreville, Maryland. He is a citizen of Maryland, actually residing therein.

FIFTH: The corporation shall not be authorized to issue any capital stock.

SIXTH: The corporation may have members of such classes as may be prescribed by the by-laws of the corporation.

SEVENTH: The Corporation may have three directors, which number may be increased or decreased pursuant to the by-laws of the Corporation but shall never be less than three, and the names of the Directors who shall act until the first annual meeting, or until their successors are duly chosen and qualified, are:

Julia B. Sause, whose post office address is
Centreville, Maryland 21617;
Elizabeth Roberts, whose post office address is
9802 Woodland Avenue, Lanham, Maryland 20801; and
Mary Petry Blunt, whose post office address is
R.F.D.1, Box 3-A, Centreville, Maryland 21617.

We do solemnly declare and affirm under the penalties of perjury that the contents of the foregoing Articles of Incorporation are true and correct to the best of our knowledge, information and belief, and acknowledge said Articles to be our act.

In Witness whereof we have signed these Articles of Incorporation on this twentieth day of September, 1971:

TEST:

Sara W. Kidd
(Sara W. Kidd)

Jean D. Haymaker
(Jean D. Haymaker)

Sally M. Fritzsche
(Sally M. Fritzsche)

Julia B. Sause
(Julia B. Sause)

Elizabeth Roberts
(Elizabeth Roberts)

Mary Petry Blunt
(Mary Petry Blunt)

ARTICLES OF INCORPORATION

OF
DAY CARE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 21, 1971 at 2:29 o'clock P. M. as in conformity
with law and ordered recorded.

1A1 8097

4

Recorded in Liber 909, folio 543 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Benus tax paid \$..... 20.00 Recording fee paid \$..... 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Wolf



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOF.
I HEREBY CERTIFY THAT
THIS Articles of Incorporation
RECEIVED FOR RECORD THIS 3,
DAY OF Feb, 19 71 AT M.
IN 4369 AND RECORDED IN
LIBER C-2 folio 625 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY

Charles W. Wolf CLERK.

LIBER 2 PAGE 625 vjg.

LIBER

2 PAGE 626

No. 67972
Re 43627

RECEIVED FOR RECORD Feb 3, 1972 9:55 A.M.

Feb 3, 1972

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF MERGER

To the Clerk of the Circuit Court for Queen Annes County

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an agreement of merger has been filed in its office by _____

C T CORPORATION SYSTEM

123 South Broad St.
Philadelphia, Pa. 19109

which said agreement of merger was duly approved by said Department on _____

September 30, 1971, at 10:00 A.M. Effective date: October 2, 1971.
and in accordance with said Article and Section of the Code it is further certified:

(a) The names of the merging corporations are _____

SILCO STORES OF QUEEN ANNES COUNTY, INC. (MD. CORP.)

INTO

SILCO CUT PRICE STORES OF HAGERSTOWN, INCORPORATED (MD. CORP.)-SURVIVOR

(b) The name of the new corporation is _____

SILCO CUT PRICE STORES OF HAGERSTOWN, INCORPORATED (MD. CORP.)-SURVIVOR

(c) The location of the principal office of the new corporation is _____

The Corporation Trust Incorporated,
First National Bank Bldg., Light & Redwood Sts.
Baltimore, Md. 21202

(d) The Agreement of Merger is dated September 28, 1971

(e) The time of receipt for record of the agreement of merger in the office of the State Department of Assessments and Taxation was _____

September 30, 1971, at 10:00 A.M. Effective date: October 2, 1971

RECORDED PER 1122

April 12, 1972

BENNETT LUMBER COMPANY

ARTICLES OF INCORPORATION

FIRST: The undersigned, RICHARD K. WHITE, JR., whose post office address is 1000 Maryland Trust Building, Baltimore, Maryland, 21202, being at least twenty-one years of age, acting as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

BENNETT LUMBER COMPANY

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To manufacturer, buy, sell, trade and deal in, either for itself or for account of others, lumber, iron, steel, millwork, hardware, paint, bricks, stones, blocks, granite, cement products and building materials, supplies, products, equipment and tools of every class and description; to engage in the business of erecting buildings of whatever nature; to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever; and to acquire, own, use, convey and otherwise dispose of and deal in real property or any interest therein.

(2) To engage in any one or more businesses or transactions, or to acquire all or any portion of the securities of any entity engaged in any one or more businesses or transactions which the Board of Directors of the Corporation may from time to time authorize or

LIBER

2 PAGE 627

approve, whether related to or unrelated to the business described elsewhere in this Article or to any other business at the time or theretofore engaged in by the Corporation.

(3) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of, and to aid and subscribe toward the acquisition, construction or improvement of, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the businesses of the Corporation, its subsidiaries, affiliates or any other entity in which the Corporation may have an interest; and to contract for, for terms of years or otherwise, procure or make use of, personal services of officers, employees, agents or contractors, and of services of any firm, association or corporation.

(4) To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, good will, franchises and assets of every kind of any person, firm, association, copartnership, corporation (including the estate of a decedent), heretofore or hereafter engaged in carrying on or having carried on, in whole or in part, any of the aforesaid businesses or any other purposes that the corporation has the power to conduct; to hold, utilize, enjoy, mortgage, sell, and in any manner dispose of the whole or any part of the property, rights, business, contracts, good will, franchises and assets acquired; and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any or all part of such property, rights, business, contracts, good will, franchises or assets so acquired in cash, stocks, bonds or other securities of the Corporation.

(5) To apply for, obtain, register, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, and the like, which may be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(6) To loan or advance money, with or without surety without limitation as to amount; to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law,

for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(7) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interests issued or created by, any corporation, joint stock company, syndicate, association, firm, trust, or person, public or private, or by the government of the United States of America, or by any foreign government, or by any State territory, province, municipality or other political subdivision or by any governmental agency, or by any other entity, and to issue in exchange therefor or in payment thereof its own capital stock, bonds or other obligations or securities, or otherwise pay therefor in money or other property; to possess and exercise as owner thereof all the rights, powers and privileges of ownership including the right to execute consents and vote thereon and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value, thereof.

(8) To cause to be organized, under the laws of any state or other political entity, a corporation or corporations for the purpose of accomplishing any or all of the objects and purposes of the Corporation and to dissolve, wind up, liquidate, merge, or consolidate any such corporation or corporations or cause the same to be dissolved, wound up, liquidated, merged or consolidated.

(9) To purchase or otherwise acquire, and to hold, sell or otherwise dispose of, and to retire and reissue, shares of its own stock of any class and any other securities issued by it in any manner now or hereafter authorized or permitted by law.

(10) To guarantee the payment of dividends or distributions upon any share of stock, shares in or other securities of, or the performance of any contract by, any other person, firm, partnership, joint venture, trust association, corporation or syndicate in which, or in the welfare of which, this Corporation has any interest, direct or indirect; and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any of the same.

(11) To carry on any of the business hereinbefore enumerated for itself or for account of others, or through others for its own account, or as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, firm, association or corporation; and to carry on any other business and to make and perform any contracts and to do any acts and things which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or purposes of any of them, or of any part thereof, or to enhance the value of the property, business or rights or the Corporation.

(12) To carry out all or any part of the aforesaid purposes and to conduct its business in any or all of its branches in any or all states, territories, districts, colonies, dependencies of the United State of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies, dependencies of the United States of America and in foreign countries.

THE foregoing enumeration of the purposes, objectives, powers, and businesses of the Corporation shall not constitute, be considered, or be construed as in anywise limitations, restrictions upon or waivers of any of the powers, rights and privileges conferred upon the Corporation by law; and the foregoing clauses shall not, unless otherwise specified therein, be in anywise limited or restricted by reference to or inference from the terms of any other article or clause in this charter, but the objects, purposes and powers specified in each of the clauses of this charter shall be regarded as independent objects, purposes and powers. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relating to Corporations which are contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 205 Glendale Avenue, Centreville, Maryland, 21617. The Resident Agent of the Corporation is Richard K. White, Jr., whose address is 1000 Maryland Trust Building, Baltimore, Maryland, 21202. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized Capital Stock of the Corporation is five thousand (5000) shares, without nominal or par value, all of one class and designated common stock.

SIXTH: The restrictions imposed upon transferability of the shares of all the stock of any class of the Corporation, whether authorized and issued now or hereafter authorized and issued, are as follows:

Shares of stock in the Corporation shall be transferable only on the books of the Corporation and, except as herein provided or as required by law, the transfer of title to any certificates representing shares of stock in the Corporation shall confer upon the transferee thereof no right in the Corporation without the transfer of such shares upon the books of the Corporation.

SEVENTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws 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:

Marion R. Leaverton
Mary Jane Leaverton
Richard K. White, Jr.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(2) The Board of Directors of the Corporation shall have power from time to time to fix and determine and vary the working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter; and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation or any of its bonds or other evidences or indebtedness to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(3) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; any Director individually, or any firm of which any Director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be

disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a Director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

(4) No holders of stock of the Corporation of whatever class, shall have any preferential rights of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors, in its discretion, may determine, and at such price as the Board of Directors, in its discretion, may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(5) Any contract, transaction or act of the Corporation or of the Board of Directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

(6) The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify directors, officers, agent and employees as follows:

(a) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such director or officer or an employee or agent of

the Corporation, or is or was serving at the request of the Corporation, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

(b) The Corporation shall indemnify any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such director or officer or any employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of

the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(c) To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraphs (a) or (b) of this Article or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in sub-paragraph (d).

(d) Any indemnification under subsection (a) or (b) (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in subsection (a) or (b). Such determination shall be made (i) by the Stockholders by a majority vote of a quorum consisting of Stockholders who were not also parties to such action, suit or proceeding, or (ii) if such a quorum is not obtainable, or, even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

(e) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized in the particular case, upon receipt of an undertaking by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(f) Agents and employees of the Corporation who are not directors or officers of the Corporation may be indemnified under the same standards and procedures set forth above, in the discretion of the Board of Directors.

(g) Any indemnification pursuant to this paragraph shall not be deemed exclusive of any other rights to which those indemnified may be entitled

and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such a person.

(7) The right is specifically reserved to amend the Charter of the Corporation from time to time as now or hereafter authorized by law, including amendments to change the terms of any outstanding stock by classification, reclassification or otherwise.

(8) The enumeration and definition of particular powers of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland nor or hereafter in force.

NINTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act, on this 16th day of November 1971.

WITNESS:

Freda J. Maylee Richard K. White, Jr. (SEAL)

STATE OF MARYLAND, *Balto. County*, ss:

I HEREBY CERTIFY, that on this *16th* day of November, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for *Balto. County*, personally appeared RICHARD K. WHITE, JR., and acknowledged the foregoing Articles of Incorporation to be his act.

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

Fred. P. [Signature]
Notary Public

My Commission Expires: *7-1-74*

LIBER 2 PAGE 638
ARTICLES OF INCORPORATION
OF
BENNETT LUMBER COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 17, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9223

Recorded in Liber F924, folio 12 288, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 27.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOU.
I HEREBY CERTIFY THAT
THIS Charter
RECEIVED FOR RECORD THIS 17
DAY OF Nov. 1971 AT
8:30 AND RECORDED IN
LIBER F924 folio 288
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

RECEIVED FOR RECORD *April 12, 1922*

EWING AND FOSTER, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Carlton L. Foster who post office address is Stevensville, Maryland, 21666 and Thomas R. Ewing whose post office address is Gransonville, Maryland, 21638, 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 name of the corporation (which is hereinafter called the Corporation) is EWING AND FOSTER, INC.

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

(a) To purchase, lease or otherwise acquire, hold, own, develop, operate, manage, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the carrying on of a real estate development and improvement business.

(b) To carry on any agricultural pursuits or agricultural related pursuits.

(c) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(d) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(e) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares, and merchandise of every description.

(f) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will,

franchises or assets by the issue, in accordance with the laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

(g) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulas, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(h) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assigns, transfer, exchange, lease, mortgage, pledge or to otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds, or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds, or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(i) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, and other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(j) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(k) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(l) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Stevensville, Maryland 21666. The name and post office address of the resident agent of the Corporation in this state is Carlton L. Foster, Stevensville, Maryland, 21666. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of Ten Dollars (\$10.00) a share, all of one class, and having an aggregate par value of Ten Thousand Dollars (\$10,000.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Carlton L. Foster, Thomas R. Ewing and Ruth E. Foster.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class or classes, whether now or hereafter authorized, for such considerations as said board of directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(2) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its capital stock or otherwise may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed to the board of directors or a majority thereof.

(3) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such powers, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of this Corporation.

(4) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of stock of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares of stock outstanding and entitled to vote thereon, except as otherwise provided in the charter.

(5) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments, changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds (2/3) of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

(6) The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock

of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other Corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 21st day of October, 1971.

WITNESS:

Marcy J. Collier

Carlton L. Foster
Carlton L. Foster

Marcy J. Collier

Thomas R. Ewing
Thomas R. Ewing

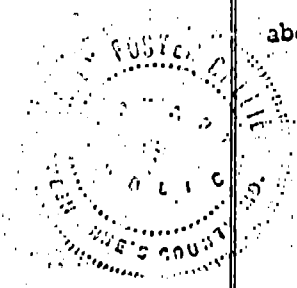
STATE OF MARYLAND)
COUNTY OF QUEEN ANNE'S) TO WIT:

I HEREBY CERTIFY, that on this 21st day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Queen Anne's, personally appeared Carlton L. Foster and Thomas R. Ewing and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Marcy J. Collier
Notary Public

My Commission Expires: 7-1-74



LIBER 2 PAGE 643

LIBER

2 PAGE 644

ARTICLES OF INCORPORATION

OF

EWING AND FOSTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 22, 1972 at 2:13 o'clock P. M. as in conformity with law and ordered recorded.

A 8744

Recorded in Liber F 919, folio 60, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SO. I HEREBY CERTIFY THAT THIS *Charter* HAS BEEN RECEIVED FOR RECORD THIS *12* DAY *of* 1972 AT *2:13* P. M. AND RECORDED IN LIBER *CW 2* folio *638* Charter RECORD BOOK FOR QUEEN ANNE'S COUNTY
Charles W. Cecil CLERK

RECEIVED FOR RECORD *April 12, 1972*

QUEEN ANNE COLONY ASSOCIATION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Joseph P. Brennan, whose post office address is Stevensville, Maryland, 21666, Frederick H. Roser, Jr., whose post office address is Stevensville, Maryland, 21666, and Kenneth B. Smith, whose post office address is Stevensville, Maryland, 21666, each being over 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 name of the Corporation (which is hereinafter called the "Corporation") is:

QUEEN ANNE COLONY ASSOCIATION, INC.

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

(a) The uniting of all residents or owners of land within the development entitled Queen Anne Colony to work for the betterment of the conditions in the community and to engage in activities that will enable it to support these undertakings, to own and maintain community recreational facilities; to build and maintain roads, easements, walkways, bulkheads, boat channels, and the like and to enforce in every respect subdivision restrictions.

(b) To advance and protect the interest of the members and to promote facilities for the general welfare of the community.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property, or personal property and chattels.

(d) To make contracts, incur liabilities and borrow money for its corporate purposes; and to issue bonds, notes and other obligations and secure the same by mortgage or deed of trust of all or any part of its property, franchises and income in accordance with the general corporation of laws of said state.

(e) To assess dues and other charges among the membership and do all other things and to exercise all other powers that may be necessary or appropriate in the exercise of the powers hereinbefore set forth and also all of the powers conferred upon the Corporation by the General Corporation Laws of the State of Maryland now or hereafter in force.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located in Stevensville, Maryland. The residence agent of the corporation is Kenneth B. Smith, whose post office address is Stevensville, Maryland, 21666. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: This Corporation being a non-profit organization shall have no capital stock, and shall pay no dividends or salary to its incorporators, members, or board of directors, but the interest of the various members herein shall be represented and evidenced by a Certificate of Membership to be issued by the office of the Corporation under the direction of the board of directors.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Joseph P. Brennan, Frederick H. Roser, Jr. and Kenneth B. Smith.

SEVENTH;; The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 26 day of October, 1971.

WITNESS:

Margaret D. Brennan Joseph P. Brennan (SEAL)
Joseph P. Brennan

F. H. Roser, Jr. Frederick H. Roser, Jr. (SEAL)
Frederick H. Roser, Jr.

Beverly F. Deems Kenneth B. Smith (SEAL)
Kenneth B. Smith

STATE OF MARYLAND
COUNTY OF QUEEN ANNE'S

to wit:

I HEREBY CERTIFY, that on this 26 day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Joseph P. Brennan, Frederick H. Roser, Jr., and Kenneth B. Smith, and severally did they acknowledge the foregoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.



Beverly F. Deems, Jr.
NOTARY PUBLIC

My Commission Expires: July 1, 1974

ARTICLES OF INCORPORATION
OF
QUEEN ANNE COLONY ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 29, 1971 at 2:29 o'clock P. M. as in conformity
with law and ordered recorded.

(A) 8814

Recorded in Liber F919, folio 584, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$^{20.00}..... Recording fee paid \$^{15.00}.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE COUNTY, MD.
I HEREBY CERTIFY THAT
THIS Charter WAS
RECEIVED FOR RECORD THIS 29.....
Oct 1971..... M.
AND IS RECORDED IN
LIBER F919 folio 584 Charter
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Beifol CLERK.

LIBER 2 PAGE 647

RECEIVED FOR FILING

April 14, 1922.

ARTICLES OF INCORPORATION

OF

NARROWS CONSTRUCTION CORPORATION

This is to certify that:

FIRST: The undersigned, John W. Sause, Jr., whose post office address is 119 Lawyers Row, Centreville, Queen Anne's County, Maryland 21619, being at least twenty-one years of age, hereby intends to form a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

NARROWS CONSTRUCTION CORPORATION

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

(a) To carry on the general business of building and construction, whether for itself or others, including but not limited to the building and construction of dwellings, commercial buildings, roads, waterways, wharves, piers, bulkheads, and structures or improvements of any kind, and including also any excavating, grading, draining, landscaping or any other work or services of a similar or other nature in any way related to the general business of building and construction;

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises

or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell or otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchases, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge of conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of

others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Chester, Queen Anne's County, Maryland 21619. The resident agent of the Corporation is John W. Sause, Jr., whose postoffice address is 119 Lawyers Row, Centreville, Queen Anne's County, Maryland 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is Five Thousand (5,000) shares without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have not less than three, nor more than nine directors and Kenneth P. Nelson, Robert H. Nelson and I. William Schimmel shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors

may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to

any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 7th day of October, 1971.


John W. Sause, Jr.

Pursuant to Article 23, Section 127B, of the Annotated Code of Maryland, I hereby acknowledge the foregoing Articles of Incorporation to be my act.


John W. Sause, Jr.

ARTICLES OF INCORPORATION
OF
NARROWS CONSTRUCTION CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 8, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8585

Recorded in Liber F9117, folio 152, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SDT.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *12*
DAY *Oct* 1971 AT *M.*
AND RECORDED IN
LIBER *CWC-2* folio *648* *Charter*
BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil
CLERK.

LIBER

2 PAGE 653

RECEIVED FOR RECORD April 14, 1972

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF MERGER

To the Clerk of the Circuit Court for Queen Anne County

Pursuant to Article 23, Section 66(g) (1) and (2) of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an agreement of merger has been filed in its office by

William Weinstein, Esquire

17 S. Charles St., Baltimore, Md, 21201

which said agreement of merger was duly approved by said Department on

November 11, 1971, at 2:00 P.M.

and in accordance with said Article and Section of the Code it is further certified:

(a) The names of the merging corporations are

SAVOIA BUILDING AND LOAN ASSOCIATION, INCORPORATED (MARYLAND CORP.)

TINTO

OLD COURT SAVINGS AND LOAN, INC. (MARYLAND CORP.)-SURVIVOR

(b) The name of the new corporation is

OLD COURT SAVINGS AND LOAN, INC. (MARYLAND CORP.)-SURVIVOR

(c) The location of the principal office of the new corporation is

8654 Liberty Road, Randallstown, Md, 21133

(d) The Agreement of Merger is dated November 9, 1971

(e) The time of receipt for record of the agreement of merger in the office of the State Department of Assessments and Taxation was

November 11, 1971, at 2:00 P.M.

RECEIVED FOR RECORD *April 26, 1972*

THE KENT ISLAND GROUP HEALTH ASSOCIATION, INCORPORATED

ARTICLES OF REVIVAL

(Under Section 85)

THE KENT ISLAND GROUP HEALTH ASSOCIATION, INCORPORATED, a Maryland corporation having its principal office in Queen Anne's County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on December 14, 1961, for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was The Kent Island Group Health Association, Incorporated.

THIRD: The name by which the Corporation will hereafter be known is The Kent Island Group Health Association, Incorporated.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Chester, Queen Anne's County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Charles A. Chance, Chester, Queen Anne's County, Maryland. Said resident agent is a citizen actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;
- (c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and
- (d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

SIXTH: The last acting President, Vice-President, Secretary and Treasurer of the Corporation are unable or unwilling to sign and acknowledge these Articles of Revival; and these Articles of Revival are, therefore, signed and acknowledged by the undersigned as three of the last acting directors of the Corporation.

IN WITNESS WHEREOF, the undersigned, as three of the last acting directors of the Corporation, have signed these Articles of Revival on the 18th day of October, 1971.

Charles A. Chance
Charles A. Chance

Ralph E. Ireland
Ralph E. Ireland

John Dudley Sparks, Sr.
John Dudley Sparks, Sr.

STATE OF Maryland

COUNTY OF Queen Annes , TO WIT:

I HEREBY CERTIFY that on this 18th day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Annes, personally appeared Charles A. Chance, one of the three last acting directors of The Kent Island Group Health Association, Incorporated, a Maryland corporation, and he acknowledged the foregoing Articles of Revival to be his act.

WITNESS my hand and notarial seal the day and year last above written.

Charlotte A. Lewis
Notary Public

STATE OF Maryland

COUNTY OF Queen Annes , TO WIT:

I HEREBY CERTIFY that on this 18th day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Annes, personally appeared Ralph E. Ireland, one of the three last acting directors of The Kent Island Group Health Association, Incorporated, a Maryland corporation, and he acknowledged the foregoing Articles of Revival to be his act.

WITNESS my hand and notarial seal the day and year last above written.

Charlotte A. Lewis
Notary Public

STATE OF Maryland

COUNTY OF Queen Annes , TO WIT:

I HEREBY CERTIFY that on this 18th day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Queen Annes, personally appeared John Dudley Sparks, Sr., one of the three last acting directors of The Kent Island Group Health Association, Incorporated, a Maryland corporation, and he acknowledged the foregoing Articles of Revival to be his act.

WITNESS my hand and notarial seal the day and year last above written.

Charlotte A. Lewis
Notary Public

NS ✓

LIBER 2 PAGE 658

ARTICLES OF REVIVAL

OF

THE KENT ISLAND GROUP HEALTH ASSOCIATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland November 5, 1971 at 3:00 o'clock P.M. as in conformity with law and ordered recorded.

A 9431

Recorded in Liber F926, folio 336, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
Stamp tax paid \$ 5.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,

QUEEN ANNE'S COUNTY, SOF.

I HEREBY CERTIFY THAT
THIS Article of Revival AS
RECEIVED FOR RECORD THIS 2nd day
of Nov. 1971 at 3:00 P.M.
AND RECORDED IN
LIBER CW 2 - folio 655 - Charter
RECORD BOOK FOR QUEEN ANNE'S

RECEIVED FOR RECORD Apr. 26, 1972

FISHERMAN'S INN, INC.
A CLOSE CORPORATION
IN ACCORDANCE WITH THE PROVISION OF THE ACT
OF 1967, CH. 649, ART. 23, SECS. 100 TO 111
AND AMENDMENTS THERETO

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, OSCAR ALWOOD SCHULZ AND BETTY T. SCHULZ, whose post office address is Chester, Queen Anne's County, Maryland, both being at least twenty-one (21) years of age, do hereby act as incorporators with the intention of forming a Close Corporation authorized by the Act of 1967, Chapter 649, Article 23, Section 100 of the Public General Laws of the State of Maryland.

SECOND: The name of the Close Corporation (hereinafter called "Close Corporation") is Fisherman's Inn, Inc.

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

To operate a restaurant for the preparation and serving of food and beverages.

To buy, exchange, hold, manage, rent, lease, sublease, encumber, assign, build upon, improve, sell, or otherwise dispose of, improve real estate, leaseholds, machinery, fixtures, or contracts relating thereto, in this State or elsewhere, for cash or credit, and to finance the purchase or sale thereof by mortgage, vendor's lien, or in any other appropriate manner.

To buy, hold, sell, guarantee, discount, pledge all manner of commercial paper, accounts, choses in action, bills of lading, and warehouse receipts.

To pay any obligation of this Close Corporation in cash, promissory notes or other negotiable instruments, or in real or personal property; and to do every act or thing necessary or suitable for the accomplishment of any or all of the objects and purposes above enumerated.

To loan to any person, firm, corporation, or association any monies, or other valuable things, and to take, as collateral security for the repayment of such loan, mortgages on real or personal property, stocks, bonds or other security, bills of lading and warehouse receipts, as the original directors, and after the Close Corporation ceases to have directors, as the stockholders of the Close Corporation may see fit, as hereinafter provided.

To borrow, from time to time, such monies as in the opinion of the original directors and after the Close Corporation ceases to have directors, as in the opinion of the stockholders are necessary, as hereinafter provided, for the proper conduct of the Close Corporation's business and to pledge or mortgage the Close Corporation's real or personal property as security therefor.

To act as agent, broker, commission merchant, for any person, firm, corporation or association, and to carry on any other business, whether manufacturing, wholesaling, or retailing, which may seem to the Close Corporation to be calculated directly or indirectly to effectuate all or any of the objects recited herein or to enhance the value of its property and rights.

To acquire by purchase, lease, or otherwise, the property, business, rights, good will, franchises, contracts and assets of every kind of any person, firm, or corporation carrying on any business which this Close Corporation may deem necessary in carrying on its own business.

To do any or all of the above mentioned things without limit as to amount, either as principal or agent, or broker, and to do any act or thing

calculated to further the business of this Close Corporation.

FOURTH: The post office address of the Close Corporation in this State is Grasonville, Queen Anne's County, Maryland, 21638. The name and post office address of the Resident Agent of the Close Corporation in this State is Oscar Alwood Schulz, Chester, Queen Anne's County, Maryland. 21619.

FIFTH: No transfer of stock of the Close Corporation shall be valid unless such transfer is made pursuant to a provision in a stockholders' agreement authorized by Section 104 of Article 23 of the Public General Laws of Maryland, permitting transfer to (1) the Corporation or (2) one or more of its stockholders or the wives, children or grandchildren of such stockholders or security holders who are individuals, or, (3) one or more persons named in such agreement who are individuals. This stockholders' agreement shall be executed simultaneously with the issuance of the first shares of stock of the Close Corporation.

SIXTH: All stock of the Close Corporation shall have voting rights on any matter required by any section of the Act of 1967, Ch. 649, Article 23, Sections 100 to 111 and amendments thereto to be authorized by affirmative vote of all the stockholders or subscribers of the stock of the Close Corporation.

Section 42 (c) of Article 23 of the General Public Laws of Maryland shall not apply to any requirement of affirmative vote or assent of all holders or subscribers for stock contained in any section of the Act of 1967, Ch. 649, Article 23, Sections 100 to 111 and amendments thereto.

SEVENTH: The total number of shares of stock which the Close Corporation has authority to issue is TWO THOUSAND (2,000) shares of the par value of ONE HUNDRED DOLLARS (\$100.00) having an aggregate value of TWO HUNDRED THOUSAND DOLLARS (\$200,000.00), all of which shall be common stock.

EIGHTH: The stockholders of the Close Corporation shall promptly after the Directors' Organization Meeting and the issuance of the first stock of the Close Corporation and the election of its officers, execute an agreement, pursuant to the provisions of the Act of 1967, Ch. 649, Article 23, Section 104 of the Public General Laws of Maryland, in which all of the stockholders have actually assented to regulate all aspects of the affairs of the Close Corporation, including but not limited to:

- (1) the management of the business and affairs of the corporation;
- (2) restrictions on the transfer of stock;
- (3) the right of one or more stockholders to dissolution of the Corporation at will or upon the occurrence of a specified event or contingency;
- (4) the exercise or division of voting power;
- (5) the terms and conditions of the employment of any officer or employee regardless of the length or the period of such employment;
- (6) the persons who shall be officers of the corporation; and
- (7) the payment of dividends or division of profits;
- (8) the Close Corporation shall have power and authority to create a medical plan for the payment of the medical expenses of the officers of the Close Corporation and the members of their immediate families.

NINTH: The Close Corporation shall initially have two directors, namely, Oscar Alwood Schulz and Betty T. Schulz, who shall serve until the Directors' Organization Meeting of the Close Corporation, the election of its officers and the issuance of the first shares of its stock, and thereafter, the said Close Corporation shall have no directors and the business and affairs of the Corporation shall be managed by direct action of the stockholders of the Close Corporation and all powers given to directors by Article 23 of the Public General Laws of Maryland, or otherwise by law, may be exercised by the stockholders.

The stockholders of the Close Corporation shall be responsible for the taking of any action required by Article 23 of the Public General Laws of Maryland or otherwise by law to be taken by the Board of Directors.

Any action under Article 23 requiring for its validity both a director resolution and a vote of stockholders may validly be taken by the required stockholder vote without the necessity of a prior director resolution.

Any requirement of Article 23 of the Public General Laws of Maryland that an instrument filed with the Department of Assessment and Taxation of Maryland contain a statement that a specified action has been taken by the Board of Directors shall be satisfied by a statement that the Corporation is a Close Corporation having no Board of Directors pursuant to the authority of Section 105 of Article 23 of the Public Laws of Maryland.

Any action for which the vote of a majority of the entire Board of Directors is required by any provision of Article 23 of the Public General Laws of Maryland may be taken by the stockholders by the affirmative vote of a majority of all the votes entitled to be cast thereon.

Action by stockholders shall be taken by voting of shares as provided in Article 23 of the Public General Laws of Maryland.

TENTH: The Close Corporation shall hold an annual meeting of stockholders, in accordance with Section 38 of Article 23 of the Public General Laws of Maryland, but such annual meeting need not be held unless a written request that such meeting be held is delivered to the President or Secretary of the Close Corporation by any stockholder not less than thirty days before the date specified for such meeting.

Special meetings may be called from time to time in accordance with the provisions of Article 23 of the Public General Laws of Maryland.

ELEVENTH: Any individual who holds more than one office in the Close Corporation may execute, acknowledge or verify in more than one capacity an instrument required to be executed, acknowledged or verified by the holder of two or more offices.

TWELFTH: The Close Corporation shall have as officers a President, a Secretary and a Treasurer. Any two or more offices may be held by the same person.

THIRTEENTH: A stockholder may vote shares owned by him, either in person or by proxy, executed in writing by the stockholder, or his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from its date, unless otherwise provided in the proxy.

FOURTEENTH: Any action required or permitted to be taken at a meeting of stockholders may be taken without a meeting, if consent in writing, setting forth such action, is signed by all the stockholders entitled to vote on the subject matter thereof and such consent is filed with the records of the Close Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23rd day of November, 1971.

WITNESS:

Edward Turner

Oscar Alwood Schulz
Oscar Alwood Schulz

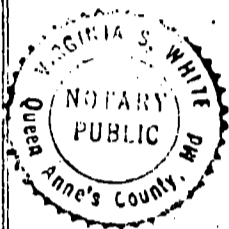
Edward Turner

Betty T. Schulz
Betty T. Schulz

STATE OF MARYLAND, QUEEN ANNE'S COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 23rd day of November, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for Queen Anne's County, personally appeared OSCAR ALWOOD SCHULZ and BETTY T. SCHULZ and acknowledged the foregoing ARTICLES OF INCORPORATION to be their act.

WITNESS my hand and Notarial Seal the day and year last written.



Virginia S. White
Virginia S. White, Notary Public
My commission expires July 1, 1974.

ARTICLES OF INCORPORATION
OF
FISHERMAN'S INN, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 29, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9701

Recorded in Liber 929, folio 32, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Anne's County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Keller



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, SOF.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *26*.....
DAY OF *Sept* 1972 AT M.
AND RECORDED IN
LIBER *929* folio *32*.....
RECORD ROOM FOR QUEEN ANNE'S
COUNTY
Charles W. Bial CLERK.

LIBER

2 PAGE 663

RECEIVED FOR RECORD Apr 26, 1973

ARTICLES OF INCORPORATION

OF

J. HAROLD THOMAS & SONS, INC.

THIS IS TO CERTIFY: *

FIRST: That the undersigned, J. Harold Thomas, whose post office address is Chester, Maryland 21619, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is

J. HAROLD THOMAS & SONS, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire, license, deal in and dispose of real and personal property of every kind, type, nature and description; to plan, develop and subdivide land into lots or acreage for either residential, commercial or industrial use and to dispose of the same by sale, lease, rental, mortgage, pledge or conveyance and to construct and develop roads, streets, alleys, lanes, easements, rights-of-ways, sewage facilities, drainage facilities and utilities therein or thereon; to build, erect, construct, maintain, operate and use dwelling houses, residences, commercial and industrial structures, and recreational facilities thereon and to dispose of the same by sale, lease, rental, mortgage, pledge, or conveyance of any kind.

2. To buy, sell, dispose of, deal in, distribute and generally carry on and operate laundry and dry cleaning establishments, stores and outlets for alcoholic beverages, general merchandise, food and food products, and dry goods generally without limitation as to classes of products or merchandise usually kept for sale or trade in connection with the general merchandising business, with full authority to acquire, hold, own, sell, mortgage, assign, transfer, invest, deal in or deal with such goods, wares, merchandise and property and to perform all acts and things necessary to acquire title to any such property or dispose of the same in the general conduct of the business of the corporation.

3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, subdivide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease, or otherwise acquire, hold, own manage, construct, erect, improve operate, dispose of, or to aid and subscribe towards the acquisition, construction or or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation, and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract of other obligation, to secure any bonds, or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Chester, Maryland 21619 and the resident agent of the corporation is J. Harold Thomas whose post office address is Chester, Maryland 21619. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three (3) directors and J. Harold Thomas whose post office address is Chester, Maryland 21619 and Lola Jean Thomas whose post office address is Chester, Maryland 21619 and Charles E. Smith, whose post office address is Grasonville, Maryland 21638 and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is 1,000 without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms or any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of three-fourths (3/4) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions

of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament) or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 20th day of October, 1971.

WITNESS:

Charles E. Smith J. Harold Thomas (SEAL)
J. Harold Thomas

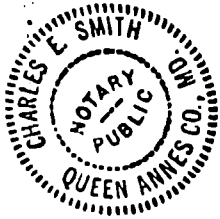
STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, That on this 30th day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared J. HAROLD THOMAS and he did acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS MY HAND AND NOTARIAL SEAL.



Charles E. Smith
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7/1/74

LIBER 2 PAGE 670
ARTICLES OF INCORPORATION
OF

J. HAROLD THOMAS & SONS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 1, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9662

Recorded in Liber 928, folio 516, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....17.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Kella



STATE OF MARYLAND,
QUEEN ANNE'S COUNTY, BOE.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *26*
DAY *of Apr.* 1972 AT *MI* M.
K& AND RECORDED IN
LIBER *928* folio *516* *Charter*
BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Beil CLERK.

vjg.

RECEIVED FOR RECORD Apr. 26, 1972

ARTICLES OF INCORPORATION
OF
QUIMBY'S RADIO SHOP, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Frederick C. Quimby, Jr., whose post office address is Queenstown, Maryland 21658, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is

QUIMBY'S RADIO SHOP, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. TO buy, sell, manufacture, repair, service and maintain electronic equipment and systems, including communications equipment and systems, navigational equipment and systems, radio and telephone equipment and systems, surveillance and detection equipment and systems, and other types of electronic equipment or systems, without limitation.

2. To buy, sell, dispose of, deal in, distribute and generally carry on and operate laundry and dry cleaning establishments, stores and outlets for alcoholic beverages, general merchandise, food and food products, and dry goods generally without limitation as to classes of products or merchandise usually kept for sale or trade in connection with the general merchandising business, with full authority to acquire, hold, own, sell, mortgage, assign, transfer, invest, deal in or deal with such goods, wares, merchandise and property and to perform all acts and things necessary to acquire title to any such property or dispose of the same in the general conduct of the business of the corporation.

3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, subdivide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

5. To purchase, lease, or otherwise acquire, hold, own manage, construct, erect, improve operate, dispose of, or to aid and subscribe towards the acquisition, construction or or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation, and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract of other obligation, to secure any bonds, or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Queenstown, Maryland 21658 and the resident agent of the corporation is Frederick C. Quimby, Jr. whose post office address is Queenstown, Maryland 21658. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three (3) directors and Frederick C. Quimby, Jr. whose post office address is Queenstown, Maryland 21658, Yvonne Quimby whose post office address is Queenstown, Maryland 21658 and Charles E. Smith whose post office address is Grasonville, Maryland 21638 and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is 1,000 without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms or any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of three-fourths (3/4) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions

of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament) or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 31st day of October, 1971.

WITNESS:

Charles E. Smith

Frederick C. Quimby, Jr. (SEAL)
Frederick C. Quimby, Jr.

STATE OF MARYLAND

to wit:

COUNTY OF QUEEN ANNE'S

I HEREBY CERTIFY, That on this 31st day of October, 1971, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared FREDERICK C. QUIMBY, JR. AND he did acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS MY HAND AND NOTARIAL SEAL.



Charles E. Smith
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7/1/74

REC 1 9 27 AM '71

ARTICLES OF INCORPORATION
OF
QUIMBY'S RADIO SHOP, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 1, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

(A) 9564

7
Recorded in Liber 927, folio 608, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard D. Keller



STATE OF MARYLAND,
QUEEN ANNES COUNTY, MD.

I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *26*
DAY OF *Apr* 1972 AT *—* M.
RE *—* AND RECORDED IN
LIBER *cwc-2 folio 671 Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cecil CLERK.

LIBER 2 PAGE 677 vjg.

829371 2 8387

LIBER 2 PAGE 678

RECEIVED FOR RECORD

May 3, 1971



TIDEWATER BANK

Kent Island

STEVENSVILLE, MD. 21666

JOHN D. SPARKS, PRESIDENT
WM. E. DENNY, JR., VICE-PRESIDENT
THURMAN P. JEFFERSON, CASHIER

NEWMAN WALTERS, ASS'T CASHIER
EMMA THOMAS, ASS'T CASHIER
GLORIA JONES, ASS'T CASHIER

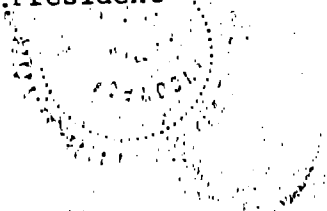
NOV. 24, 1971

To whom it may concern:

I, John D. Sparks, President of Tidewater Bank, do hereby certify that J. Newman Walters, Jr. of Chester, Md. 21619. Was Appointed Resident Agent of the corporation by the Board of Directors.

Witness Gloria A. Jones
Gloria A. Jones

By John D. Sparks
John D. Sparks, President



NOTICE OF CHANGE OF RESIDENT AGENT

OF

TIDEWATER BANK

received for record January 3, 1972 ² at 9:31 A. M.
and recorded on Film No. 931 Frame No. 231 one of
the charter records of the State Department of Assessments and Taxation of Maryland.

To the clerk of the Circuit court of Queen Annes

AA N^o 8408

Special Fee Paid \$3.00
Recording Fee Paid 2.00
Total 5.00

Mr. Clerk- Mail to: J. Newman Walters, Jr.
Chester, Md. 21619

STATE OF MARYLAND,
QUEEN ANNES COUNTY, MD.
I HEREBY CERTIFY THAT
THIS Change of Resident Agent
RECEIVED FOR RECORD THIS 3
DAY 1972 AT 11:10 A.M.
AS 45084 AND RECORDED IN
LIBER (C) 2-678 Charles
RACORD BOOK FOR QUEEN ANNES
COUNTY
Charles W. Beal CLERK.

Sj.

LIBER 2 PAGE 679

Original mailed to
J. Newman Walters, Jr.
Chester, Md. 21619.

RECEIVED FOR RECORD May 3, 1972

ARTICLES OF INCORPORATION

OF

LYNN-LEIGH CORPORATION

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, CHESTER W. HYNSON, JR., whose post office address is Benton's Pleasure, Chester, Maryland 21619; being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate myself with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

LYNN-LEIGH CORPORATION

THIRD: The purposes for which the Corporation is formed shall be to buy, sell, rent, lease or otherwise acquire commercial buildings.

FOURTH: The post office address of the principal office of the Corporation in this State is Benton's Pleasure, Chester, Maryland 21619. The ^{RESIDENT} ~~process~~ agent of the Corporation is M. BRUCE MORGAN, whose post office address is 201 Azar Building, Glen Burnie, Maryland 21061. Said process agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of common stock of the par value of One Dollar (\$1.00) each. The aggregate par value of all shares having par value is \$100,000.00.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualify are CHESTER W. HYNSON, JR., BEVERLY B. HYNSON and M. BRUCE MORGAN.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No Contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall be in any way affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority

thereof and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such

change of terms have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors, in its discretion, may determine, and at such price as the Board of Directors, in its discretion, may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provisions of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any

one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 10th day of December, 1971.

Lucy J. Sarrester

Chester W. Hynson, Jr.
CHESTER W. HYNSON, JR.

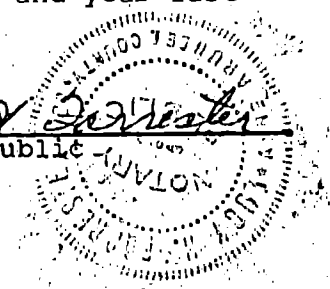
STATE OF MARYLAND)
COUNTY OF ANNE ARUNDEL) ss:

THIS IS TO CERTIFY, that on this 10th day of December, 1971, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared CHESTER W. HYNSON, JR. and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Lucy J. Sarrester
Notary Public

My Commission Expires: 7-1-74



ARTICLES OF INCORPORATION
OF
LYNN-LEIGH CORPORATION

*Sign
filed*

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 13, 1971 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 10357

Recorded in Liber **935**, folio **4/4**, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ **20.00** Recording fee paid \$ **15.00**

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Richard H. Kella



STATE OF MARYLAND,
QUEEN ANNES COUNTY, BOB.
I HEREBY CERTIFY THAT
THIS *Charter*
RECEIVED FOR RECORD THIS *3*.....
DAY *May* 1971 AT *11:10 P.M.*
684508 AND RECORDED IN
LIBER *CW 2-7* plus *680* *Charter*
RECORD BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Cuff CLERK.

LIBER **2** PAGE **685**

rr

RECEIVED FOR RECORD May 31, 1922

CHESTER-WYE INVESTORS, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, GEORGE C. RADA, Box 96, Grasonville, Maryland 21638; THOMAS R. KNOX, Route 3, Box 110-A, Centreville, Maryland, 21617; and F. CLIFFORD HANE, Box 201, Queenstown, Maryland 21658, each being at least twenty-one (21) 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 name of the corporation is
CHESTER-WYE INVESTORS, INC.

THIRD: The purposes for which the corporation is formed and the objects to be carried on and promoted by it are as follows:

(a) To purchase or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, dwellings, buildings, improvements, and any other real property of any kind or tenure, or any interest therein, and any property, works or undertakings connected with the use or development of any property of the corporation within the State of Maryland, and within any other State or Territory of the United States, and as a consideration for the same, to pay cash, or to issue the capital stock, bonds or other obligations of the corporation, and to sell, convey, lease, mortgage, turn to account or otherwise deal with all or any part of the property of the corporation.

(b) To acquire by purchase or lease or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held

or occupied, and to mortgage, sell, lease or otherwise dispose of any land or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms, or parts of any buildings or other structures at any time owned or held by the corporation.

(c) To engage in and carry on any other business which may be conducted in conjunction with any of the business of the corporation.

(d) To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has power to conduct, and to dispose of the same in whole or in part, in any manner.

(e) To carry out all, or any part of, the aforesaid objects as principal, factor, agent, contractor, or otherwise, either alone, or through, or in conjunction with any person, firm, association or corporation, and in carrying on its business, and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts, and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which, at any time may appear.

(f) The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located

is Box 201, Queenstown, Maryland 21658. The Resident Agent of the corporation is F. Clifford Hane, whose Post Office address is Box 201, Queenstown, Maryland 21658. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The corporation shall have not less than three (3) nor more than five (5) directors, and John W. Gibson, Theodore R. Baker, Thomas R. Knox, William D. Jones and George C. Rada shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of common stock of the par value of One Dollar (\$1.00) each.

SEVENTH: The following provisions shall apply to each shareholder:

(a) All stockholders, regardless of the number of shares held by said stockholder, shall be entitled to one vote.

(b) No stockholder shall sell, transfer, assign, or in any manner whatsoever alienate or encumber his stock in the corporation without first offering it to the corporation for redemption or security, and no stockholder shall sell, transfer, assign, or in any manner whatsoever alienate his stock without first having obtained the unanimous consent of all other stockholders of the corporation.

(c) Individual stockholders may tender to the corporation his stock for redemption at the then market value as determined by the Board of Directors, less five percent (5%) of the then market value thereof as so determined by the Board of Directors.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

(a) The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time, of

additional shares of its stock which now or hereafter may be authorized, and for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

(b) Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested, as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, and in the absence of fraud, no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed, or shall have been made known to the Board of Directors, or a majority thereof, such director may be counted in determining the existence of a quorum at any meeting of the Board of the Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction.

IN WITNESS WHEREOF, We have hereunto signed these Articles of Incorporation this 5th day of January, 1972.

Witness:

W. Franklin Smith, Jr.
W. Franklin Smith, Jr.

George C. Rada (SEAL)
George C. Rada

W. Franklin Smith, Jr.
W. Franklin Smith, Jr.

Thomas R. Knox (SEAL)
Thomas R. Knox


W. Franklin Smith, Jr.
W. Franklin Smith, Jr.

F. Clifford Hane (SEAL)
F. Clifford Hane

STATE OF MARYLAND *
QUEEN ANNE'S COUNTY * To wit:
*

I HEREBY CERTIFY that on this 5th day of January
1972, before me, the subscriber, a Notary Public of the State
of Maryland, in and for Queen Anne's County, personally appeared
GEORGE C. RADA, THOMAS R. KNOX and F. CLIFFORD HANE, and they
acknowledged the foregoing Articles of Incorporation to be
their act.

WITNESS my hand and Notarial Seal.


W. Franklin Smith, Jr.
W. Franklin Smith, Jr., Notary Public.

My commission expires July 1, 1974



CLERK
 CHARLES W. CARP
 ARTICLES OF INCORPORATION
 RECORD BOOK FOR QUEEN ANNES
 LIBER CASE - 2 folio 686
 AND RECORDED IN
 CHESTER ANNE INVESTORS, INC.
 AT 11:10 P.M. AT 11:10 P.M.
 BROUGHT FOR RECORD THIS 31
 THIS
 I HEREBY CERTIFY THAT
 QUEEN ANNE'S COUNTY, SOF.
 STATE OF MARYLAND,

approved and received for record by the State Department of Assessments and Taxation
 of Maryland January 7, 1917
 with law and ordered recorded.

Maryland.

has been received, approved and recorded by the State Department of Assessments and Taxation of
 IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,

To the clerk of the Circuit Court of Queen Annes County

10529

9

Recorded in Liber 937, folio 387, one of the Charter Records of the State

Department of Assessments and Taxation of Maryland. Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

Department of Assessments and Taxation of Maryland. Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

Recorded in Liber 937, folio 387, one of the Charter Records of the State

9

To the clerk of the Circuit Court of Queen Annes County 10529

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation of
 Maryland.

with law and ordered recorded.

of Maryland January 7, 1917 at 10:30 o'clock A.M. as in conformity
 AS WITNESS my hand and seal of the said Department at Baltimore
 approved and received for record by the State Department of Assessments and Taxation



STATE OF MARYLAND,
 QUEEN ANNE'S COUNTY, SOF.
 I HEREBY CERTIFY THAT
 THIS Charter WAS
 BROUGHT FOR RECORD THIS 31
 AT 11:10 P.M. AT 11:10 P.M.
 CHESTER ANNE INVESTORS, INC.
 AND RECORDED IN
 LIBER CASE - 2 folio 686
 RECORD BOOK FOR QUEEN ANNE'S
 ARTICLES OF INCORPORATION
 Charles W. Carp CLERK

RECEIVED FOR RECORD May 31 1972

ARTICLES OF INCORPORATION
OF

HOLLYBERRY FARMS, INC.

A Close Corporation Under
Article 23, Section 100
of The Annotated Code of Maryland

THIS IS TO CERTIFY:

FIRST: That the undersigned, JAMES A. BENNER, JR., whose post office address is Post Office Box 485, Royal Oak, Maryland 21662; JOHN D. REINHOLD, whose post office address is Sparks Mill Road, RD #2, Box 116, Centreville, Maryland 21617; and JEAN REINHOLD, whose post office address is Sparks Mill Road, RD #2, Box 116, Centreville, Maryland 21617, all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution of these Articles and the filing of the same.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is:

HOLLYBERRY FARMS, INC.

THIRD: This Corporation is a close corporation, as defined in Article 23, Section 100 of The Annotated Code of Maryland.

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

(a) To engage in all phases of agriculture, including but not limited to crop farming, dairy farming, operation of a wholesale or retail dairy, custom farming and all activities related thereto.

(b) To purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind, whether related to the basic purposes of the Corporation or not.

(c) To purchase, lease or otherwise acquire all or any part of the property, including rights, businesses, contracts, good-will franchises and assets of every kind, of any corporation, co-partnership or individual (including herein the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will franchises or assets by the issue, in accordance with the Laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(d) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account the same.

(e) To purchase, or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assigns, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock, or of any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association, organized under the Laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(f) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(g) To loan or advance money with or without security, without limits as to amount, and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon or pledge or conveyance or assignment of trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or hereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other bonds, or other obligations of the Corporation for its corporate purposes.

(h) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other general businesses which may be deemed by it to be calculated, directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(i) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any part of the aforesaid purposes and in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United

State of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any person, object or business mentioned, and to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitation relative to corporations which are contained in the general laws of the State.

FIFTH: The post office address of the principal office of the Corporation is Sparks Mill Road, RD #2, Box 116, Centreville, Maryland 21617. The Resident Agent is John D. Reinhold, whose post office address is Sparks Mill Road, RD #2, Box 116, Centreville, Maryland 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares without par value, all of which shares are of one class and are designated common stock, etc.

SEVENTH: The Corporation shall have three directors, and James A. Benner, Jr., John D. Reinhold and Jean Reinhold shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or

amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

IN WITNESS WHEREOF the parties have hereunto signed the Articles of Incorporation this 20 day of January, 1972.

Witness:

Doris M. Thompson

James A. Benner, Jr. (SEAL)
JAMES A. BENNER, JR.

Doris M. Thompson

John D. Reinhold (SEAL)
JOHN D. REINHOLD

Doris M. Thompson

Jean Reinhold (SEAL)
JEAN REINHOLD

STATE OF MARYLAND, TALBOT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 20th day of January, 1972, before me the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared JAMES A. BENNER, JR., JOHN D. REINHOLD and JEAN REINHOLD, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

AS WITNESS my hand and Notarial Seal.

Doris M. Thompson
Notary Public

My Commission Expires:

DORIS M. THOMPSON, Notary Public
My Commission Expires July 1, 1974



LIBER 2 PAGE 696
ARTICLES OF INCORPORATION
OF
HOLLYBERRY FARMS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 26, 1972 at 8:30 o'clock A. M. as in conformity
with law and ordered recorded.

(A) 11052

Recorded in Liber 942, folio 229, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....15.00.....

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation of
Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles W. Bal



STATE OF MARYLAND,
QUEEN ANNES COUNTY, SOG.
I HEREBY CERTIFY THAT
THIS *Charter* WAS
RECEIVED FOR RECORD THIS *21*.....
DAY OF *July* 1972 AT 11:10 P. M.
BOOK *45592* AND PAGE *91*
LIBER *942* - *2* - *229*
RECORDED BOOK FOR QUEEN ANNE'S
COUNTY
Charles W. Bal CLERK.

22
RECEIVED FOR RECORD May 31, 1972

ARTICLES OF INCORPORATION

OF

GEORGE A. MAXWELL, M.D., P.A.

(a close corporation)

1. The undersigned, GEORGE A. MAXWELL, M.D., whose post office address is St. Andrew, Centreville, Maryland 21617, being at least twenty-one years of age, does hereby form a corporation under the General Laws of the State of Maryland.

2. The name of the corporation (which is hereinafter called the Corporation) is

GEORGE A. MAXWELL, M.D., P.A.

3. The Corporation shall be a close corporation as authorized by Article 23, Section 100 of the General Laws of the State of Maryland.

4. The purpose or purposes for which the Corporation is formed are:

To engage in every phase and aspect of rendering the same professional services to the public that individuals who are duly licensed to practice medicine under the laws of the State of Maryland are authorized to render, including

but not limited to, the practice of medicine in the field of gynecology and obstetrics; provided, however, that such professional services shall be rendered only through authorized officers, employees and agents of the Corporation who are duly licensed to practice medicine within the State of Maryland.

To invest the funds of the Corporation in real estate, mortgages, stocks, bonds or any other types of investments and to own such real and personal property as is necessary for the rendering of the foregoing professional services.

To carry on, either alone or in association with other corporations, firms or individuals, any lawful pursuits permitted by the Professional Services Corporation Act of the State of Maryland, subject to the limitations thereof.

5. The post office address of the principal office of the Corporation in Maryland is St. Andrew, Centreville, Maryland 21617. The name and post office address of the resident agent of the Corporation in Maryland are George A. Maxwell, M.D., St. Andrew, Centreville, Maryland 21617. Said resident agent is a citizen of the State of Maryland and actually resides therein.

6. The total number of shares of stock which the Corporation has authority to issue is 5,000 shares without par value, all of one class.

a. The Corporation may not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation was incorporated.

b. No Shareholder of the Corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

7. No Shareholder of the Corporation may sell or transfer his shares in the Corporation except to the Corporation or to another individual who is eligible to be a Shareholder of the Corporation. Such transfer will be valid only if it has been consented to no more than three (3) months prior to the death or transfer by all of the Stockholders of the Corporation by a signed written Agreement or pursuant to the provisions of a Shareholder's Agreement authorized by law.

8. If any Shareholder, agent or employee of the Corporation who has been rendering professional service to the public, becomes legally disqualified to render such professional services within the State of Maryland, or is elected to public office that, or accepts employment that, pursuant to existing

law, prohibits his continued rendering of such professional services, shall immediately sever all employment with, and financial interest in the Corporation.

9. The number of directors of the Corporation shall be one, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than one; and the name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is George A. Maxwell, M.D.

10. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on the 26th day of January, 1972.

Witness:

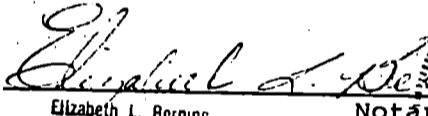
Elizabeth L. Berning
Elizabeth L. Berning

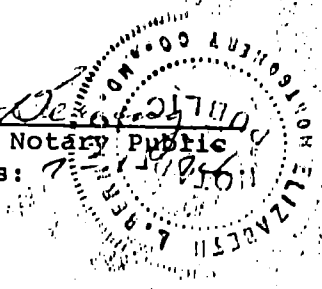
George A. Maxwell, M.D.
George A. Maxwell, M.D.

STATE OF MARYLAND)
) SS:
COUNTY OF MONTGOMERY)

I hereby certify that on this 26th day of
January, 1972, before me, the subscriber, a
Notary Public in and for the State and County aforesaid,
personally appeared GEORGE A. MAXWELL, M.D., and acknowledged
the foregoing Articles of Incorporation to be his act.

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


Elizabeth L. Berning
Notary Public
My Commission expires: 7-2-1976



LIBER

2 PAGE 702

ARTICLES OF INCORPORATION

OF

GEORGE A. MAXWELL, M.D., P.A.

approved and received for record by the State Department of Assessments and Taxation

of Maryland January 31, 1972

at 2:05 o'clock

P. M. as in conformity

with law and ordered recorded.

✓A 11181

6

Recorded in Liber 943, folio 255, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 15.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

James W. Ware



mfr

STATE OF MARYLAND,

QUEEN ANNES COUNTY, SOE.

I HEREBY CERTIFY THAT

THIS Charter RECEIVED FOR RE. NO. THIS 31st

DAY of MAY 1972 at 11:10 P. M.

5045592 AND RECORDED IN

LIBER VOL. 2 folio 697

BOOKED BOOK FOR QUEEN ANNES

COUNTY

Charles W. Beal CLERK.

RECEIVED FOR RECORD May 31, 1922

ARTICLES OF INCORPORATION

OF

CASTLE INN, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Gunnar H. Buckhardt, whose post office address is Chester, Maryland 21619, an adult over the age of 21 years, is the incorporator desiring to form a corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is

CASTLE INN, INC.

THIRD: The purpose for which this corporation is formed and the business or objects to be carried on and promoted are as follows:

1. The operation of restaurants, cafes, carryout shops, delicatessens, taverns, inns, or other types of food and beverage dispensing establishments.
2. To buy, sell, dispose of, deal in, distribute and generally carry on and operate laundry and dry cleaning establishments, stores and outlets for alcoholic beverages, general merchandise, food and food products, and dry goods generally without limitation as to classes of products or merchandise usually kept for sale or trade in connection with the general merchandising business, with full authority to acquire, hold, own, sell, mortgage, assign, transfer, invest, deal in or deal with such goods, wares, merchandise and property and to perform all acts and things necessary to acquire title to any such property or dispose of the same in the general conduct of the business of the corporation.
3. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.
4. To buy, sell, mortgage, lease, rent, build upon, improve, develop, subdivide, dispose of and otherwise deal in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland, and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.
5. To purchase, lease, or otherwise acquire, hold, own manage, construct, erect, improve operate, dispose of, or to

LIBER

2 PAGE 703

aid and subscribe towards the acquisition, construction or or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to the or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

6. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assign, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

7. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or otherwise deal with the same, or turn to account.

8. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

9. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest and to endorse or otherwise guarantee the payment of principal and interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

10. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm, association or corporation, and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein

specified, or which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

11. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable or to guarantee any dividend or bond or contract of other obligation, to secure any bonds, or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other clause of this or any other Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Chester, Maryland 21619 and the resident agent of the corporation is Gunnar H. Buckhardt whose post office address is Chester, Maryland 21619. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have at least three (3) directors and Gunnar H. Buckhardt whose post office address is Chester, Maryland 21619; and Marion Elizabeth Buckhardt, whose post office address is Chester, Maryland 21619; and Bruce Buckhardt whose post office address is Chester, Maryland 21619; and Alexander Wilson whose post office address is Chester, Maryland 21619 and said parties shall act as such until the first annual meeting of the corporation, or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is 1,000 without par value, all of which shares are of one class and are designated common stock.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof.

3. The corporation reserves the right, from time to time, to make amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms or any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of three-fourths (3/4) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms

as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament) or by any executor or personal representatives of a deceased stockholder, or otherwise assigned, disposed of, or transferred to a transferee, other than the corporation, without having first been offered, in writing, for sale to the corporation for a period of thirty (30) days at its then market value; and failure of the corporation to exercise its right of purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 24th day of January, 1972.

WITNESS:

[Signature]

[Signature] (SEAL)
Gunnar H. Buckhardt

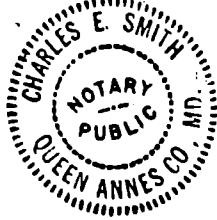
LIBER 2 PAGE 708

STATE OF MARYLAND

COUNTY OF Queen Anne's to wit:

I HEREBY CERTIFY, That on this 20th day of JANUARY, 1972, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Gunnar H. Buckhardt and he did acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS MY HAND AND NOTARIAL SEAL.



Charles E. Smith
NOTARY PUBLIC

MY COMMISSION EXPIRES: 1/1/74

ARTICLES OF INCORPORATION

OF

CASTLE INN, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 3, 1972 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 11243

Recorded in Liber 943, folio 627, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 17.00

To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

[Signature]



STATE OF MARYLAND, QUEEN ANNES'S COUNTY, SOE.

THIS Charter RECEIVED FOR RECORD THIS 31st DAY OF Feb 1972 AT 11:16 A.M. IN LIBER 943-2, folio 703 RECORD BOOK FOR QUEEN ANNE'S COUNTY

Charles W. Beal CLERK.

LIBER 2 PAGE 709

mfr

RECEIVED FOR RECORD May 31, 1922

ARTICLES OF INCORPORATION

OF

PRICE & WILLBANKS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John B. Price, whose post office address is Chester, Maryland, Phillip E. Price, whose post office address is Chester, Maryland, and Rolland P. Willbanks, whose post office address is Grasonville, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is

PRICE & WILLBANKS, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it areas follows:

1. To own, conduct, operate, maintain, manage and carry on a general marina business, including, but not limited to, the rental of dockage facilities; the repair of boats, engines, marina equipment and accessories; the sale or rental of marine supplies of every kind and description, the sale, rental or charter of boats and motors, the sale of gasoline, oil, motor fuel, ice, fishing tackle and bait, all manner of sporting goods, food and foodstuffs; to own, conduct, operate and maintain a restaurant, bar and cocktail lounge, with such facilities and services as are customarily associated therewith, to sub-divide and develop residential and/or commercial lands; to own, conduct, operate, maintain and manage an air-strip or airport; to engage in similar functions or ancillary businesses as may be calculated to promote the general and special objectives of the corporation; to make contracts, incur liabilities, and borrow money; to sell mortgage, lease, pledge, exchange, convey transfer and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage, deeds of trust, security agreements or financing statements encumbering all or any part of its property, franchises and income; and to transact its business, carry on its operations and exercise the powers granted by this article in any state, territory, district or possession of the United States, and in any foreign country.

2. To improve, manage, develop, sell, assign, transfer lease, mortgage, pledge, or otherwise dispose of, or turn to account, or deal in, all or any part of the property or estate of the corporation, whether real, personal or mixed, and from time to time vary any investment or capital of the corporation.

3. To buy, sell, mortgage, lease, rent, build upon, improve, develop, sub-divide, dispose of and otherwise deal

in and with any land or lands, or interest therein, owned or possessed by the corporation, either within or without the State of Maryland and to engage in and carry on any other business which may be considered necessary, advisable or convenient for the purposes of promoting the general development of any such land or lands of the corporation, or of enhancing its value.

4. To purchase, lease, or otherwise acquire, hold, own, manage, construct, erect, improve, operate, dispose, of, or to aid and subscribe towards the acquisition, construction or improvement of plants, mills, buildings, machinery, equipment, facilities, and any other property or appliance which may appertain to or be useful in the conduct of any business of the corporation, including personal property of all types and kinds, whether purchased on a domestic or foreign market.

5. To acquire all or any part of the good will, rights, property, patents, copyrights, franchises, or business of any person, firm, association or corporation heretofore or hereinafter engaged in any business similar to any business which this corporation has the power to conduct; and to hold, utilize, enjoy, mortgage, pledge, assigns, dispose of or deal in the whole or any part of the rights, property and business so acquired; and to assume in connection therewith any liabilities of any person, firm, association or corporation.

6. To apply for, obtain, purchase, or otherwise acquire any franchises, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which may be capable of being used for any of the purposes of the corporation, and to use, exercise, develop, grant franchises or licenses in or with respect thereto, or to otherwise deal with the same, or turn to account.

7. To aid in any manner any person, firm, association, corporation or syndicate by the purchase or sale of any shares of stock, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants, or other instruments evidencing rights, options to receive, purchase or subscription, or of any other nature, which are of interest to or held by the corporation, and to do any act or thing designed to protect, preserve or improve the value of any such property or interest, or any other property of the corporation.

8. To guarantee the payment of dividends upon any shares of stock or the performance of any contract or obligation by another corporation or association in which this corporation has any interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

9. To carry out all or any part of the foregoing objects and purposes as principal, factor, agent, contractor, or otherwise, in its own right or along and through or in conjunction with any person, firm association or corporation; and in carrying out its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to perform any act and to exercise any power suitable, convenient to or proper for the accomplishment of any of the objects or purposes herein enumerated or incidental to the powers herein specified, or

which may at any time appear conducive to or expedient for the accomplishment of any of the objects and purposes aforesaid.

10. Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to make contracts, incur liabilities, borrow money, secure performance bonds, issue notes, bonds, debentures, stock or other obligations in payment for property purchased or acquired by the corporation, mortgage, assign or pledge any stocks, bonds, accounts receivable, or to guarantee any dividend or bond or contract or other obligation, to secure any bonds or other obligations by it issued or incurred, and in carrying out and performing its business and furthering its objectives and purposes, to do all manner of things reasonable and proper in the premises; and further to be vested with all of the powers set forth by the Public General Laws of Maryland and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law; provided, however, that any and all of the foregoing powers shall be exercised only in conformity with the Laws of the State of Maryland.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other cause of this or any other articles of incorporation or of any amendment thereto, and shall each be regarded as independent, and shall be construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the Public General Laws of the State of Maryland, now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted and conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this State will be located is Castle Marina, Chester, Maryland, and ²⁴⁶¹⁹ the resident agent of the corporation is John B. Price whose post office address is Chester, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have not more than seven directors and John B. Price, Phillip E. Price, Rolland P. Willbanks and Jane M. Willbanks shall act as such until the first annual meeting of the corporation or until their successors are duly chosen and qualified.

SIXTH: The total number of shares of stock which the corporation has authority to issue is One Hundred (100) Shares, without par value, all of which shares are of one class and are designated common stock,

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders.

1. The Board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of stock of the corporation, of any class, whether now or hereafter authorized, and securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem adequate and advisable, subject to such limitations and restrictions, if any, as may be set forth in the by laws of the corporation.

2. Any director individually, or any firm of which any director may be a member, or any corporation or association of which any director may be interested as the holder or owner of its capital stock, or otherwise, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and in the absence of fraud, no contract or other transaction shall thereby be effected or invalidated; provided that in case a director is so interested, such fact shall, previous to such contract or transaction, be disclosed to the board of directors, or a majority thereof. Salaries of the officers of the Corporation are to be determined by the affirmative vote of all directors.

3. The corporation reserves the right, from time to time, to make amendments to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any outstanding stock by classification, re-classification or otherwise; but no such amendment which changes the terms or any outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of Eighty Per Cent (80%) of the shares of such stock at the time outstanding, by a vote at a general or special meeting of stockholders, or in writing with or without such meeting.

4. The board of directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. Subject to any provisions in the by-laws of the corporation, the board of directors may use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the board of directors shall deem expedient.

5. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided by this charter.

6. The board of directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase,

lease or otherwise acquire the business, assets or frenchises, in whole or in part, of other corporations or unincorporated business entitles.

7. No common stock of the corporation shall be sold, pledged, mortgaged, given or distributed by any stockholder (except by the laws of distribution of an intestate's estate or by Last Will and Testament) or by any executor or personal represnetative of a deceased stockholder, or otherwise assign, dispose of or transfer to a transferee, other than the corporation or an immediate member of the stockholder's family, without having first been offered, in writing, for sale to the corporation for a period of ninety (90) days at its then market value; and failure of the corporation to exercise its right to purchase within said period of time, or a written refusal to purchase said stock so offered, by the corporation, before the expiration of said period, shall constitute a waiver of these requirements. Any transfer in violation of these conditions shall be void and shall confer no rights upon the transferee, except where required by the Laws of the State of Maryland.

8. Stock certificates shall not be issued to any subscriber until fully paid, and said stock certificates, when issued, shall be non-assessable.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation, this 24th day of January, 1972.

WITNESS:

<u>Stewart L. Taylor</u>	<u>John B. Price</u> (SEAL) John B. Price
<u>Stewart L. Taylor</u>	<u>Phillip E. Price</u> (SEAL) Phillip E. Price
<u>Rolland P. Willbanks</u>	<u>Rolland P. Willbanks</u> (SEAL) Rolland P. Willbanks

STATE OF MARYLAND }
CITY/COUNTY Queen Annes } TO WIT:

I HEREBY CERTIFY, that on this 24th day of January 1972, before me, the Subscriber, a Notary Public of the State and City/County aforesaid, personally appeared John B. Price and Philip E. Price and Rolland P. Willbanks and each acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.



Charles E. Smith
Notary Public

My Commission Expires: 7/1/74

ROBERT R. PRICE, JR.
ATTORNEY AT LAW
CENTREVILLE, MARYLAND
738-1660

ARTICLES OF INCORPORATION
OF
PRICE & WILBANKS, INC.

PRICE & WILBANKS, INC.
S-31-77

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 3, 1972 at 3:00 o'clock P. M. as in conformity
with law and ordered recorded.

111
A 11244

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Recorded in Liber 943, folio 634, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....15.00.....

LIBER

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To the clerk of the Circuit Court of Queen Annes County

IT IS HEREBY CERTIFIED, that the within instrument, together with all indorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

William W. Ware



STATE OF MARYLAND,
QUEEN ANNES'S COUNTY, SOV.
I HEREBY CERTIFY THAT
THIS *Charte* 548
RECEIVED FOR RECORD THIS 31.....
DAY OF *May* 1972 AT 11:10 A.M.
BY *4557* AND RECORDED IN
LIBER *C-7* fol. 710 *Charte*
RECORD BOOK FOR QUEEN ANNES'S
COUNTY
Charles W. Cecil CLERK.

LIBER 2 PAGE 716