

ARTICLES OF INCORPORATION
OF
MASTER DECK
&
ENCLOSURE CORPORATION

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION

APPROVED FOR RECORD

2/4/93 at 1:36 .m.

A MARYLAND CLOSE CORPORATION,
ORGANIZED PURSUANT TO TITLE IV OF THE
CORPORATIONS AND ASSOCIATIONS ARTICLE OF
THE ANNOTATED CODE OF MARYLAND.

FIRST: I, ROBERT S. ZEILER, whose post office address is 1323 Bel Air Road, Bel Air, Maryland 21014 being at least eighteen (18) years of age, hereby form 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 MASTER DECK & ENCLOSURE CORPORATION.

THIRD: The Corporation shall be a Close Corporation as authorized by Title IV of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

1. To engage in the building, construction, restoration, renovation, and improvement of new and existing decks and enclosures and to employ individuals, purchase equipment, supplies and materials and otherwise engage in any activity to further the business purpose of Corporation.

2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political administrative subdivision, or department thereof, and to perform and carry out, assign, cancel or rescind any such contracts.

3. To exercise all and any of the corporate powers and to act out all or any of the purposes, enumerated herein or otherwise granted or permitted by

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law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and to perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement to develop, improve, stabilize, strengthen or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the Maryland Corporation Law.

4. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects for the furtherance of any other powers herein set forth, either alone or any association with others and incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same be not inconsistent with the laws of the State of Maryland.

Nothing herein contained shall be deemed or construed as authorizing, or permitting, or purporting to authorize or permit the Corporation to carry on any business, exercise any power, or do any act which the Corporation may not under the Maryland Corporation Law, carry on, exercise or do. The provisions in the clauses contained in this Article are to be construed both as purposes and powers and shall, except when otherwise expressed in this Article, be in no wise limited or restricted by reference to or inference from the terms of any other clause in this, or of any Article in this certificate, but each of the purposes and powers specified in this Article shall be regarded as independent purposes and powers; and the specification herein contained of particular powers is not intended to be, and shall not be held to be, a limitation of the general powers granted to Corporations under the laws of the State of Maryland, but is intended to be and shall be held to be in furtherance thereof.

5. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

✓ FIFTH: The post office address of the principal office of the Corporation in this State is 2109 Emmorton Park Drive, Suite 136, Edgewood, Maryland 21040. The

name and post office address of the Resident Agent of the Corporation in this State are, Robert S. Zeiler, 1323 Bel Air Road, Bel Air, Maryland 21014. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1000) shares of common stock, without par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one director whose name is Robert S. Zeiler.

EIGHTH: Indemnification of the directors, officers, agents and employees shall be as follows:

1. As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time, (hereafter referred to as "the indemnification section"), shall have the same meaning as provided in the Indemnification section.

2. The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a director, officer, employee or agent in connection with the proceeding to the extent permitted by and in accordance with the Indemnification section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28th day of January, 1993, and I acknowledge the same to be my act.

WITNESS:


ROBERT S. ZEILER

Incorporator

RETURN TO:

CHRISTOPHER R. vanRODEN
Brown, Brown & Brown, P.A.
200 South Main Street
Bel Air, Maryland 21014
(301) 879-2220 - 838-5500

3

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STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	_____	Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	_____	_____ Certified Copy _____	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____

76 _____ Certificate of Merger/Transfer

75	_____	Special Fee	
80	_____	For. Limited Partnership	
83	_____	Cert. Limited Partnership	CODE _____
84	_____	Amendment to Limited Partnership	
85	_____	Termination of Limited Partnership	
21	_____	Recordation Tax	
22	_____	State Transfer Tax	ATTENTION: <u>Robert S.</u>
23	_____	Local Transfer Tax	<u>Z eiler</u>
31	_____	_____ Corp. Good Standing	_____
NA	_____	Foreign Corp. Registration	_____
87	_____	_____ Limited Part. Good Standing	_____
71	_____	Financial	_____
600	_____	_____ Personal	_____

70	_____	Property Reports and _____	MAIL TO ADDRESS: <u>1323</u>
		late filing penalties	<u>Belair Road</u>
91	_____	Change of P.O., R.A. or R.A.A.	_____
99	_____	Amend/Cancellation, For. Limited Part.	<u>Bel air, md</u>
98	_____	Art. of Organization (LLC)	<u>21014</u>
97	_____	LLC Amend, Diss, Continuation	_____
96	_____	LLC Cancellation	_____
94	_____	Reg. Foreign LLC	_____
92	_____	Foreign LLC Supplemental	_____
		_____ LLC Good Standing (short)	_____
		Other _____	_____

TOTAL FEES 40 Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: JMT

3485 0709

LIBER0081 FOL100004

ARTICLES OF INCORPORATION
OF
MASTER DECK & ENCLOSURE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 4, 1993 AT 1:36 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3593613

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
ROBERT S. ZEILER
1323 BEL AIR ROAD
BEL AIR

MD 21014

154C3066951



A 414133
REC'D & RECORDED
NO FOLIO

1993 JUN 22 AM 11:35
RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO
HARFORD CO. 3485 0705
CHARLES G. HIOB. III
CLERK

LIBER 0081 FOLIO 0005

ARTICLES OF INCORPORATION

OF

BRIARWOOD HOMES, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
2/4/93 at 10:00
JMS

FIRST: The undersigned, James R. Deveney, II, whose address is Suite 1100, 250 West Pratt Street, Baltimore, Maryland 21201, being at least eighteen (18) 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 referred to as the "Corporation") is:

"Briarwood Homes, Inc."

THIRD: The Corporation is formed for the purpose of carrying on any lawful business, which may include: (a) any and all activities necessary or desired for the purpose of residential subdivision home building, including, without limitation (i) the acquisition, development, buying, selling and leasing of both real and personal property (ii) the entry into, making and performance of various contracts and undertakings and the engagement in all activities and transactions as may be necessary in order to carry out the purposes herein set forth, including, without limitation, (A) purchasing, transferring, mortgaging, pledging, acquiring and otherwise exercising rights, powers, privileges and other incidents of ownership with respect to real and personal property and, (B) borrowing or raising money, without limitation as to amount, and assuring the payment of any and all obligations of the Corporation by mortgage, hypothecation, pledge or other security assignment or arrangement of all or part of the property owned by the Corporation; (b) carrying on any and all other activities and

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transactions related to the conduct of a business engaged in such purposes; and (c) anything permitted by Section 2-103 of the Maryland General Corporation Law, as amended from time to time, and any and all other lawful acts.

The foregoing enumeration of purposes, objections 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 of Maryland.

✓ FOURTH: The address of the principal office of the Corporation in this State is Ronald R. Howell, 11 Meadow Spring Drive, Bel Air, Maryland 21014.

FIFTH: The resident agent of the Corporation is Ronald R. Howell whose address is 11 Meadow Spring Drive, Bel Air, Maryland 21014. The resident agent is a citizen of and resides in the State of Maryland.

SIXTH: The Corporation shall have a single class of capital stock. The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock with par value of one cent (.01) per share. The aggregate

par value of all shares having par value is Ten Dollars (\$10.00).

SEVENTH: The number of directors of the Corporation shall be the minimum of directors required by the Maryland General Corporation Law, which number may be increased pursuant to the Bylaws of the Corporation. The name of the sole initial director who shall serve until the first meeting of the Board of Directors or until his successor is duly elected and qualified is:

Ronald R. Howell

EIGHTH: The Board of Directors of the Corporation shall have the power to make, alter and repeal the Bylaws of the Corporation, subject to the reserved power of the stockholders to make, alter and repeal Bylaws.

NINTH: Unless otherwise provided in the Bylaws of the Corporation, elections of directors need not be by written ballot.

TENTH: Each person who at any time is or shall have been a director or officer of the Corporation, and who is threatened to be or is made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is, or was, a director or officer of the Corporation or served at the request of the Corporation as a director, officer, employee, trustee or agent of another corporation, partnership, joint venture, trust or other enterprise, may be indemnified (and, to the extent required by statute, shall be indemnified) by the Corporation against, the expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her

in connection with any such action, suit or proceeding to the fullest extent provided under Section 2-418 of the Maryland General Corporation Law, as the same shall be amended or supplemented from time to time, or any successor statute. Expenses (including attorneys' fees) incurred by an officer or director in defending a civil or criminal action, suit or proceeding may, in accordance with the provisions of Section 2-418 of the Maryland General Corporation Law, be advanced by the Corporation prior to a final disposition in such matter. The foregoing right of advancement of expenses and indemnification shall in no way be exclusive of any rights of advancement of expenses or indemnification, or any other rights, to which such director, officer, employee or agent may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, 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.

ELEVENTH: A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 2-312 of the Maryland General Corporation Law, as the same exists or hereafter may be

amended, or (iv) for any transaction from which the director derived an improper personal benefit.

If the Maryland General Corporation Law is hereafter amended to authorize the elimination or limitation of the liability of directors to a greater extent than is provided in this Article Eleventh, the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Maryland General Corporation Law at that time in force. Any repeal or modification of this paragraph by the stockholders of the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification.

TWELFTH: A director may hold any office in the Corporation in conjunction with the office of director.

THIRTEENTH: A director or officer of the Corporation may enter into contracts or arrangements or have dealings with the Corporation, and shall not be disqualified as a director or officer thereby, nor shall he or she be liable to account to the Corporation for any profit arising out of any such contracts, arrangements or dealings to which he or she is a party or in which he or she is interested by reason of his or her being at the same time a director or officer of the Corporation, nor shall any such contract or transaction be void or voidable solely for this reason, or solely because such director or officer is present at or

participates in the meeting of the Board of Directors, or a committee thereof, which authorizes any such contract or transaction, or solely because his or her vote is counted for such purpose, provided that (i) the material facts as to his or her relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee, and the Board or committee, as the case may be, in good faith authorizes the contract or transaction by the affirmative votes of a majority of the disinterested directors, even though the disinterested directors be less than a quorum; or (ii) the material facts as to his or her relationship or interest and as to the contract or transaction are disclosed or are known to the stockholders entitled to vote thereon, and the contract or transaction is specifically approved in good faith by vote of the stockholders; or (iii) the contract or transaction is fair as to the Corporation as of the time it is authorized, approved or ratified, by the Board of Directors, a committee thereof, or the stockholders.

FOURTEENTH: Any and all rights, title, interest and claim in or to any dividends declared by this Corporation, whether in cash, stock or otherwise, which are unclaimed by the stockholder entitled thereto for a period of six (6) years after the close of business on the payment date, shall be and is deemed to be extinguished and abandoned, and such unclaimed dividends in the possession of the Corporation, its transfer agents or other agents or depositories shall at such time become the absolute property of the Corporation,

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free and clear of any and all claims of any person whatsoever.

FIFTEENTH: Whenever the vote of the stockholders of the Corporation at a meeting thereof is required or permitted to be taken for or in connection with any corporate action, in lieu of holding a stockholders' meeting, such action may be taken without a meeting, without prior notice, and without a vote, if (i) a consent or consents in writing, setting forth the action so taken, shall be signed by the holders of all the outstanding stock of the Corporation entitled to vote thereon and (ii) such consent action is otherwise in compliance with Section 2-505 of the Maryland General Corporation Law.

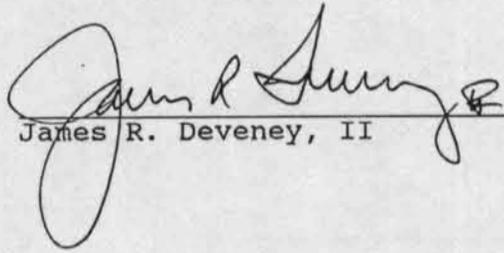
SIXTEENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred on the stockholders herein are granted subject to this reservation.

SEVENTEENTH: 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.

EIGHTEENTH: No holders of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or bond or convertible securities of any nature.

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IN WITNESS WHEREOF, I have signed these Articles of
Incorporation and acknowledge the same to be my act on this 2nd
day of February, 1993.


James R. Deveney, II

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-8-

LIBER0081 FOLIO0013

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 029 BUSINESS CODE 03 COUNTY 62
_____ P.A. _____ Religious _____ Close Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62		Rec. Fee (Amendment)	_____
63		Rec. Fee (Merger, Consol.)	_____
64		Rec. Fee (Transfer)	_____
65		Rec. Fee (Dissolution)	_____ Change of Name
66		Rec. Fee (Revival)	_____ Change of Principal Office
52		Foreign Qualification	_____ Change of Resident Agent
50		Cert. of Qual. or Reg.	_____ Change of Resident Agent
51		Foreign Name Registration	_____ Address
13		_____ Certified Copy _____	_____ Resignation of Resident Agent
56		Penalty	_____ Designation of Resident Agent
54		For. Supplemental Cert.	_____ and Resident Agent's Address
53		Foreign Resolution	_____ Other Change _____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: <u>Pattom, Boggs,</u>
23		Local Transfer Tax	<u>+ Blow</u>
31		_____ Corp. Good Standing	
NA		Foreign Corp. Registration	
87		_____ Limited Part. Good Standing	
71		Financial	
600		_____ Personal	
		Property Reports and _____	MAIL TO ADDRESS: <u>250 W.</u>
		late filing penalties	<u>Pratt Street</u>
70		Change of P.O., R.A. or R.A.A.	<u>Balto, MD</u>
91		Amend/Cancellation, For. Limited Part.	<u>21201</u>
99		Art. of Organization (LLC)	
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		_____ LLC Good Standing (short)	
		Other _____	

TOTAL FEES 40 Check _____ Cash

Documents on _____ checks

APPROVED BY: JMT

NOTE:

3485 0811

ARTICLES OF INCORPORATION
OF
BRIARWOOD HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 4, 1993 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3593795

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
PATTON, BOGGS & BLOW
250 W. PRATT STREET
BALTIMORE

MD 21201

154C3066969



REC'D & RECORDED
NO. A 414151 FOLIO

1993 JUN 22 AM 11:35
RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.
HARFORD CO. 3485 0802
CHARLES G. HIOB. III
CLERK

LIBER0081 FOLIO0015

DEPARTMENT OF ASSESSMENTS
REGISTRATION

ASK TECHNOLOGIES INC.

2/8/93 RECEIVED FOR RECORD 9:58
A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

1993 FEB - 8 A 9:58

ARTICLES OF INCORPORATION

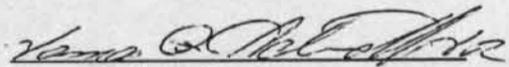
- I. I, JAMES Q. SCHMIDT, JR., whose post office address is 1602 Brentwood Drive, Fallston, Maryland 21047, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.
- II. The name of the corporation (which is hereafter referred to as the "Corporation") is ASK TECHNOLOGIES INC.
- III. The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.
- IV. The purposes for which the Corporation is formed are:
 - A. To engage in the general business of repair and sales of industrial controls and to repair, sell, service, manufacture and otherwise deal in electric and/or control systems; to design, redesign, alter, improve, patent such designs, redesigns, alterations and improvements to such systems or other devices; to act as consultant to others in the electronic and electric field or in any allied field, and to engage in any other lawful purpose and/or business.
 - B. To do anything permitted by §2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.
- V. The post office address of the principal place of business of the Corporation in this State is 1602 Brentwood Drive, Fallston, Maryland 21047. The name and post office address of the resident agent of the Corporation is James Q. Schmidt, Jr., 1602 Brentwood Drive, Fallston, MD 21047. Said Resident Agent is an individual actually residing in this State.
- VI. The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.
- VII. The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, whose name is James Q. Schmidt, Jr.

3485 1126

80808610

LIBER0081 FOLIO0016

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 3
day of February, 1993, and I acknowledge the same to be my act.


James Q. Schmidt, Jr.

1993
LINEN RIF CORP
WESTON CO
BYRON

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 029 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	<u>39</u>	Expedited Fee
20	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger, Consol.)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance
76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax <u>\$ 20,392</u>
31	<u>6</u>	Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	Limited Part. Good Standing
71	_____	Financial
600	_____	Personal
	_____	Property Reports and late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
99	_____	Art. of Organization (LLC)
98	_____	LLC Amend, Diss, Continuation
97	_____	LLC Cancellation
96	_____	Reg. Foreign LLC
94	_____	Foreign LLC Supplemental
92	_____	LLC Good Standing (short)
	_____	Other _____

(New Name) _____

_____ Change of Name

_____ Change of Principal Office

_____ Change of Resident Agent

_____ Change of Resident Agent Address

_____ Resignation of Resident Agent

_____ Designation of Resident Agent and Resident Agent's Address

_____ Other Change _____

CODE _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Patricia Silverman

PO Box 552

Westminster Md

21158

TOTAL FEES 85

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: PCM

3485 1128

ARTICLES OF INCORPORATION
OF
ASK TECHNOLOGIES INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 8, 1993 AT 9:58 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3594348

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
PATRICIA SILBERMAN
P.O. BOX 552
WESTMINSTER

MD 21158

154C3067024



A 414197
REC'D & RECORDED
NO _____ FOLIO _____

RECORDED IN THE RECORDS 1993 JUN 22 AM 11:35

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO.
AND TAXATION OF MARYLAND IN LIBER, FOLIO CHARLES G. HIGGINS
CLERK 1125

LIBER 0081 FOLIO 0019

90

ARTICLES OF REVIVAL

FOR

JOHN PHILIP, INC.

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

2/9/93 at [Signature] .m.

(Insert exact name of corporation as it appears on records of the State Department of Assessments and Taxation)

FIRST: The name of the corporation at the time the charter was forfeited was

JOHN PHILIP, INC.

SECOND: The name which the corporation will use after revival is

JOHN PHILIP, INC.

THIRD: The address of the principal office in this state is

3001 PULASKI HIGHWAY
EDGEWOOD, MD. 21040

FOURTH: The name and address of the resident agent is

john seisman sr.
727 HICKORY AVE.
BEL AIR, MD. 21014

FIFTH: These Articles of Revival are for the purpose of reviving the charter of the corporation.

SIXTH: 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, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

(1)

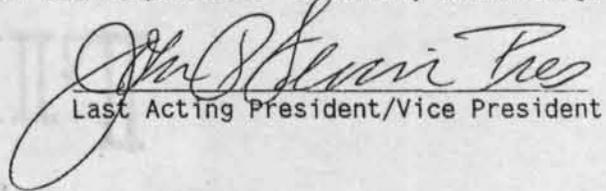
3485 1391

30403072

LIBER0081 FOLIO020

(Use A for signatures. If that procedure is unavailable, use B. If A & B are not available, use C. ONLY SIGN UNDER ONE SECTION.)

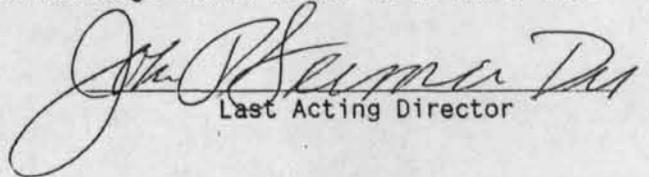
A. The undersigned who were respectively the last acting president (or vice president) and secretary (or treasurer) of the corporation severally acknowledge the Articles to be their act.


Last Acting President/Vice President

Last Acting Secretary/Treasurer

(Use if A cannot be signed/acknowledged)

B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lessor of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.


Last Acting Director

Last Acting Director

Last Acting Director

(Use if A and B cannot be signed/acknowledged)

C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

Director

(2)

3495 1392

LIBER0081 FOLIO0021

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, JOHN P. SEISMAN PRES. of JOHN PHILIP, INC.
(insert name and title) (insert name of corporation)
JOHN P. SEISMAN
hereby declare that the previously mentioned corporation has paid all State and local taxes except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

[Handwritten Signature]
(print name beneath signature)
JOHN P. SEISMAN

I hereby certify that on February 9, 1993 before me the
(insert date)

subscriber, a notary public of the State of Maryland, in and for _____
(insert name)

Pattonville County personally appeared John P.
of county for which notary is appointed) (insert name)

Seisman and made oath under the penalties of perjury that
of person swearing)

the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal

[Handwritten Signature]
(signature of notary public)

My Commission expires 12-1-94

3495 1393

LIBER0081 FOLIO0022

THE ARTICLES OF REVIVAL
OF
JOHN PHILIP INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 9, 1993 AT 1:40 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

D2522043

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
JOHN SLISMAN
727 HICKORY AVE.
BEL AIR

MD 21014

154C3067085



A 414235
REC'D & RECORDED
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF THE 1993 JUN 22 AM 11:35

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.
HARFORD CO.
CHARLES G. HIOB. III
CLERK

3485 1390

LIBER0081 FOLIO0024

APPROVED FOR RECORD

2/8/93 at 8:55

ARTICLES OF INCORPORATION

OF

CJM CONTRACTING, INC.

- FIRST: The undersigned Christopher J. Malstrom, 1309 Acorn Ridge Court, Edgewood Maryland 21040, being at least eighteen (18) years of age does hereby associate himself as incorporator for 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: CJM CONTRACTING, INC.
- THIRD: The purposes for which the Corporation is formed are as follows: The procurement and execution of contracts relating to the field of general contracting and construction, and to engage in any lawful activity for which corporations may be organized under the Annotated Code, Corporations and Associations Article.
- FOURTH: The post office address of the principal office of the Corporation in Maryland is 1309 Acorn Ridge Court, Edgewood, Maryland 21040; and the name and address of the resident agent of the Corporation is Christopher J. Malstrom, 1309 Acorn Ridge Court, Edgewood, Maryland 21040.
- FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5000) shares without par value, all of one class.
- SIXTH: The number of Directors of the Corporation shall be one (1) which may be increased pursuant to the by-laws of the Corporation, but shall never be less than one (1); and the name of those who shall act until a successor is duly chosen and qualified is Christopher J. Malstrom.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 3rd day of February, 1993.

Christopher J. Malstrom
CHRISTOPHER J. MALSTROM (SEAL)

RECEIVED
FEB 11 1993
30393331
25
3485 1632

LIBER0081 FOLIO0025

STATE OF MARYLAND, COUNTY OF BALTIMORE, to wit:

I HEREBY CERTIFY that on this 3rd day of February, 1993, before me, a Notary Public. in and for the County and State aforesaid, personally appeared CHRISTOPHER J. MALSTROM, and he acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Timothy A. Malstrom
TIMOTHY A. MALSTROM, NOTARY PUBLIC

My Commission expires: October 1, 1993

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious _____ Close Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

- 10 _____ Expedited Fee
 - 20 20 Organ. & Capitalization
 - 61 20 Rec. Fee (Arts. of Inc.)
 - 62 _____ Rec. Fee (Amendment)
 - 63 _____ Rec. Fee (Merger, Consol.)
 - 64 _____ Rec. Fee (Transfer)
 - 65 _____ Rec. Fee (Dissolution)
 - 66 _____ Rec. Fee (Revival)
 - 52 _____ Foreign Qualification
 - 50 _____ Cert. of Qual. or Reg.
 - 51 _____ Foreign Name Registration
 - 13 _____ Certified Copy _____
 - 56 _____ Penalty
 - 54 _____ For. Supplemental Cert.
 - 53 _____ Foreign Resolution
 - 73 _____ Certificate of Conveyance
-
- 76 _____ Certificate of Merger/Transfer
-
- 75 _____ Special Fee
 - 80 _____ For. Limited Partnership
 - 83 _____ Cert. Limited Partnership
 - 84 _____ Amendment to Limited Partnership
 - 85 _____ Termination of Limited Partnership
 - 21 _____ Recordation Tax
 - 22 _____ State Transfer Tax
 - 23 _____ Local Transfer Tax
 - 31 _____ Corp. Good Standing
 - NA _____ Foreign Corp. Registration
 - 87 _____ Limited Part. Good Standing
 - 71 _____ Financial
 - 600 _____ Personal
-
- 70 _____ Property Reports and _____ late filing penalties
 - 91 _____ Change of P.O., R.A. or R.A.A.
 - 99 _____ Amend/Cancellation, For. Limited Part.
 - 98 _____ Art. of Organization (LLC)
 - 97 _____ LLC Amend, Diss, Continuation
 - 96 _____ LLC Cancellation
 - 94 _____ Reg. Foreign LLC
 - 92 _____ Foreign LLC Supplemental
 - _____ LLC Good Standing (short)
 - _____ Other _____

- (New Name) _____
- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change _____

CODE _____

ATTENTION: Carol A. Malstrom

MAIL TO ADDRESS: 1309 Acorn Ridge Ct. Edgewood, MD 21040

TOTAL FEES 40

Check _____ Cash

NOTE:

3485 1534

Documents on _____ checks

APPROVED BY: JMT

ARTICLES OF INCORPORATION
OF
CJM CONTRACTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 8, 1993 AT 8:55 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3595188

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
CAROL A. MALSTROM
1309 ACORN RIDGE CT.
EDGEWOOD MD 21040

155C3067133



A 414270
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND
1993 JUN 22 AM 11:35

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND
HARFORD CO.
CHARLES G. HOBBS III
CLERK
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3485 1631

LIBER 0081 FOLIO 0028

1634 CORPORATION
(A Close Corporation Under Title Four)

RECEIVED
93 FEB 4 PM 12

ARTICLES OF INCORPORATION

FIRST: I, the undersigned, JOHN DILUTIS, whose post office address is 17 Timbercreek Court, Apartment C, Baltimore County, Maryland 21221, being over the age of 18, 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

1634 CORPORATION

THIRD: The Corporation shall be a close corporation as authorized by Title Four of the General Corporation Law of Maryland.

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

a. To operate a business for the rental of video tapes, magazines and related merchandise.

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.

30368094

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

2/4/93 at 12:44 p.m.

3485 1645

LIBER0081 FOLIO0029

c. 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.

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, goodwill, franchises and assets of every kind, or 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, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stocks, 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 or 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.

g. 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

-3-

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

3485 1648

LIBER0081 FOLIO0031

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 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 purchases, 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.

i. 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

-4-

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
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(410) 879-1083

3485 1648

LIBER0081 FOLIO0032

transaction of the aforesaid objects or businesses or any of them, or any part thereof, or to enhance the value or 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.

k. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

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 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.

-5-

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

7485 1650

LIBER0081 FOLIO0033

FIFTH: The post office address of the place at which the principal office of the Corporation in this state will be located is 1634 Pulaski Highway, Havre de Grace, Harford County, Maryland 21078, or any other place that the Corporation, through its stockholders, may from time to time determine. JOHN DILUTIS shall be the Resident Agent of this Corporation and his address is 17 Timbercreek Court, Apartment C, Baltimore County, Maryland 21221. The Resident Agent is a citizen of the State of Maryland and resides therein.

SIXTH: The total authorized capital stock of the Corporation is One Thousand (1,000) shares, without par value, all of which shares are of one class and are designated common stock.

SEVENTH: After completion of the organization meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one director, whose name is JOHN DILUTIS. Thereafter, the affairs of this Corporation shall be run by the Corporation's stockholders with powers more fully defined in the Corporate By-Laws.

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

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

-6-

3485 1651

LIBER0081 FOLIO0034

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, for such considerations as said stockholders 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 laws of Maryland.

b. Except as otherwise provided by Maryland Law, 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 of this Corporation are pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the stockholders or a majority thereof; and any stockholder 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 stockholders 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

-7-

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 878-1083

3485 1652

LIBER0081 FOLIO0035

so interested. This paragraph is effective except as otherwise provided in Section 4-504 of the Corporations and Associations Laws of Maryland.

c. Except as otherwise provided by Maryland Law, the stockholders 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 stockholders may in their discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of 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 fromtime to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms or 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

BERNARD P. KOLE
ATTORNEY AT LAW,
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

-8-

3485 1653

LIBER0081 FOLIO0036

terms shall have been authorized by the holders 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 stock of the Corporation, nor any right of subscription to any thereof.

f. 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 and except as provided in Section 4-504 of the Corporations and Associations Laws of Maryland.

g. The stockholders 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 of, such shares.

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

h. The stockholders 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.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 29 day of JAN., 1993.

Donald Baker is John Dilutis (SEAL)
WITNESS JOHN DILUTIS

STATE OF MARYLAND
COUNTY OF HARFORD To Wit:

I HEREBY CERTIFY that on this 2nd day of February 1993, before me the subscriber, a Notary Public of the County and State aforesaid, personally appeared JOHN DILUTIS, and he acknowledged the foregoing Articles of Incorporation to be his act.

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

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

My Commission Expires 6/1/93

Bernard P. Kole
NOTARY PUBLIC 2483 1655
HARFORD COUNTY

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62
_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	(New Name)
10		Expedited Fee	
20	<u>20</u>	Organ. & Capitalization	
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger, Consol.)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	<input type="checkbox"/> Change of Name
66		Rec. Fee (Revival)	<input type="checkbox"/> Change of Principal Office
52		Foreign Qualification	<input type="checkbox"/> Change of Resident Agent
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent Address
51		Foreign Name Registration	<input type="checkbox"/> Resignation of Resident Agent
13		<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Designation of Resident Agent and Resident Agent's Address
56		Penalty	<input type="checkbox"/> Other Change _____
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: _____
23		Local Transfer Tax	
31		<input type="checkbox"/> Corp. Good Standing	
NA		Foreign Corp. Registration	
87		<input type="checkbox"/> Limited Part. Good Standing	
71		Financial	
600		<input type="checkbox"/> Personal	
		Property Reports and late filing penalties	MAIL TO ADDRESS: <u>John Delutis</u>
70		Change of P.O., R.A. or R.A.A.	<u>17 Timbercreek Court,</u>
91		Amend/Cancellation, For. Limited Part.	<u>Apartment C, Baltimore</u>
99		Art. of Organization (LLC)	<u>County, Maryland 21201</u>
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		<input type="checkbox"/> LLC Good Standing (short)	
		Other _____	

TOTAL FEES _____ 40 Check _____ Cash _____

Documents on _____ checks

APPROVED BY: A

NOTE:

3485 1656

ARTICLES OF INCORPORATION
OF
1634 CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 4, 1993 AT 12:44 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3595212

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
JOHN DILUTIS
17 TIMBERCREEK COURT, APT. C
BALTIMORE MD 21221



155C3067136

A 414273
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF 1993 JUN 22 AM 11:36

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO. 2485 1645
AND TAXATION OF MARYLAND IN LIBER, FOLIO.
CHARLES G. HIOB, III
CLERK

LIBER 0081 FOLIO 0040

COVER LETTER

FROM:

Name of corporation: Energy & Environmental Consultants, Inc.

Street address of the corporation 2601 Stanley Drive

City Baldwin State MD ZIP 21013

DEAR CORPORATE CHARTER DIVISION:

Please find enclosed:

1. An Articles of Incorporation for the above named corporation.
2. A certified check or money order in the amount of \$ 40.00 for filing fees and organization and capitalization fees.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.

Kathleen D. Fox
Incorporator

Kathleen D. Fox

(410) 557-6258
Telephone Number

3485 1686

30368072

LIBER0081 FOLIO0041

ARTICLES OF INCORPORATION
of

Energy & Environmental Consultants, Inc.

Article 1. I Kathleen D. Fox the sole incorporator, being at least 18 years of age, do hereby submit these Articles of Incorporation for the purpose of forming a corporation under the general laws of the State of Maryland. My address is:

2601 Stanley Drive; Baldwin, MD 21013

Article 2. The name of the Corporation is:

Energy & Environmental Consultants, Inc.

Article 3. The corporation may engage in any lawful act or activity allowed by the general laws of the State of Maryland, with the primary purpose of the corporation being:

to provide energy audits and conduct client education seminars

Article 4. The complete street address and county of the Corporation's principal office is:

2601 Stanley Drive Baldwin MD 21013 Harford
address city state zip code county

Article 5. The name, street address and county of the corporation's resident agent in Maryland is:

Kathleen D. Fox 2601 Stanley Drive Baldwin MD 21013 Harford
name address city state zip code county

Article 6. The corporation is authorized to issue one class of stock, that stock being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 7. The name(s) and address(es) of the 1 initial Director(s), the number of which meets the requirements of general laws of the State of Maryland is/are:

Kathleen D. Fox 2601 Stanley Drive Baldwin MD 21013

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

2-4-93 at 2:37 p.m.

In witness whereof, the incorporator named in Article 1 above has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby affirms, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true. I acknowledge said articles to be my act.

2/3/93

Date

Kathleen D. Fox

Signature of Incorporator

Kathleen D. Fox 3485 1687

Name of Incorporator

LIBER0081 FOLIO0042

FEB - 4 P 2:37

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious _____ Close Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	_____	Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>30</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	_____	Certified Copy _____	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	CODE _____
83	_____	Cert. Limited Partnership	ATTENTION: _____
84	_____	Amendment to Limited Partnership	_____
85	_____	Termination of Limited Partnership	_____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	Corp. Good Standing	_____
NA	_____	Foreign Corp. Registration	_____
87	_____	Limited Part. Good Standing	_____
71	_____	Financial	_____
600	_____	_____ Personal	MAIL TO ADDRESS: <u>Energy &</u>
		Property Reports and _____	<u>Environmental Consultants</u>
		late filing penalties	<u>2601 Stanley Drive</u>
70	_____	Change of P.O., R.A. or R.A.A.	<u>Baldwin MD 21013</u>
91	_____	Amend/Cancellation, For. Limited Part.	_____
99	_____	Art. of Organization (LLC)	_____
98	_____	LLC Amend, Diss, Continuation	_____
97	_____	LLC Cancellation	_____
96	_____	Reg. Foreign LLC	_____
94	_____	Foreign LLC Supplemental	_____
92	_____	LLC Good Standing (short)	_____
	_____	Other _____	_____

TOTAL FEES _____ 40 Check _____ Cash

Documents on _____ checks

APPROVED BY: A

NOTE: 3495 1699

ARTICLES OF INCORPORATION
OF
ENERGY & ENVIRONMENTAL CONSULTANTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 4, 1993 AT 2:37 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3595303

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
ENERGY & ENVIRONMENTAL CONSULTANTS
2601 STANLEY DRIVE
BALDWIN MD 21013

155C3067145



REC'D & RECORDED **A 414282**
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF THE **1993 JUN 22 AM 11:36**

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN HARFORD CO.
CLERK CHARLES G. HIOB. III

3485 1685

LIBER 0081 FOLIO 0044

FAIR WEAR SPORTS, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, James E. Myers, whose address is 100 Light Street, Fifth Floor, Baltimore, Maryland 21202, being at least eighteen years of age, does 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 herein after called the "Corporation") is:

Fair Wear Sports, Inc.

THIRD: The Corporation is formed for the purposes of carrying on any lawful business or performing any lawful acts.

FOURTH: The address of the principal office of the Corporation in Maryland is 4254 Baylis Court, Belcamp, Maryland 1017.

FIFTH: The name and address of the resident agent of the Corporation in Maryland are Brian S. Jablon, 100 Light Street, Sixth Floor, Baltimore, Maryland 21202. Said resident agent is a citizen of Maryland and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) a share, all of one class, and having the aggregate par value of One Hundred Thousand Dollars (\$100,000.00). The Board of Directors may classify and reclassify any unissued shares of capital stock from time to time by setting or changing in any one or more respects the preferences, conversion or other rights, voting

3485 1726

30368029

LIBER0081 FOLIO0045

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR RECORD

2-4-93 at 2:51 P.m.

powers, restrictions, limitations as to dividends, qualifications or terms or conditions of redemption of such shares of stock.

SEVENTH: The number of directors of the Corporation shall be two, which number may be increased and decreased pursuant to the By-Laws of the Corporation but shall never be less than required by law. The names of those who will serve as directors until the first annual meeting and until their successors are elected and qualify are William D. Angelotti and Ronald L. Hibbitts.

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 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 lawful consideration as said Board of Directors may deem advisable and without any action by the stockholders.

(b) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of other than a majority of all the votes cast at a meeting at which a quorum is present, 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

3485 1727

of stock outstanding and entitled to vote thereon, except as otherwise provided in the Corporation's charter.

(c) No stockholder of the Corporation shall have any preferential or preemptive right to acquire or to subscribe to additional shares of stock of the Corporation except to the extent and on the terms that the Board of Directors may from time to time determine.

(d) The Corporation shall indemnify each past, present and future director and officer of the Corporation (and his or her heirs and personal representatives) against any and all liabilities, judgments, penalties, fines, settlements and reasonable expenses (including attorney's fees) incurred by each director or officer in connection with or arising out of any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, in which such director or officer is or may be involved by reason of his or her having been a director or officer of the Corporation, to the fullest extent permitted by Maryland law now or hereafter in force, and the Corporation shall advance the reasonable expenses incurred by such director or officer to the fullest extent permitted by Maryland law.

(e) 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 which alter the contract rights of any class of its stock by classification, reclassification, or otherwise; but no such amendment

which alters the contract rights of any of the outstanding stock of any class shall be valid unless such alteration shall have been authorized by the holders of two-thirds (2/3) of all the shares of such class of stock at the time outstanding.

NINTH: To the fullest extent permitted by Maryland law now or hereafter in force, no director or officer of the Corporation shall be personally liable to the Corporation or its stockholders for money damages resulting from his or her actions in his or her official capacity as a director or an officer. Any repeal or modification of the foregoing by the stockholders of the Corporation shall not adversely affect any right or protection of a director or an officer existing at the time of such repeal or modification.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, acknowledging the same to be my act, on this fourth day of February, 1993.

WITNESS:

Cynthia L. Westbrook

Jan E. M. (SEAL)
James E. Myers
Incorporator

AOI18FWS.257

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

J.M.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62		Rec. Fee (Amendment)	_____
63		Rec. Fee (Merger, Consol.)	_____
64		Rec. Fee (Transfer)	_____
65		Rec. Fee (Dissolution)	_____ Change of Name
66		Rec. Fee (Revival)	_____ Change of Principal Office
52		Foreign Qualification	_____ Change of Resident Agent
50		Cert. of Qual. or Reg.	_____ Change of Resident Agent Address
51		Foreign Name Registration	_____ Resignation of Resident Agent
13		_____ Certified Copy _____	_____ Designation of Resident Agent and Resident Agent's Address
56		Penalty	_____ Other Change _____
54		For. Supplemental Cert.	_____
53		Foreign Resolution	_____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	_____
75		Special Fee	_____
80		For. Limited Partnership	_____
83		Cert. Limited Partnership	CODE <u>074</u>
84		Amendment to Limited Partnership	ATTENTION: <u>James E. Myers</u>
85		Termination of Limited Partnership	_____
21		Recordation Tax	_____
22		State Transfer Tax	MAIL TO ADDRESS: _____
23		Local Transfer Tax	_____
31		_____ Corp. Good Standing	_____
NA		Foreign Corp. Registration	_____
87		_____ Limited Part. Good Standing	_____
71		Financial	_____
600		_____ Personal	_____
		Property Reports and _____	_____
		late filing penalties	_____
70		Change of P.O., R.A. or R.A.A.	_____
91		Amend/Cancellation, For. Limited Part.	_____
99		Art. of Organization (LLC)	_____
98		LLC Amend, Diss, Continuation	_____
97		LLC Cancellation	_____
96		Reg. Foreign LLC	_____
94		Foreign LLC Supplemental	_____
92		_____ LLC Good Standing (short)	_____
		Other _____	_____

TOTAL FEES _____ 40 Check _____ Cash

NOTE: _____
34851730

Documents on _____ checks

APPROVED BY: [Signature]

ARTICLES OF INCORPORATION
OF
FAIR WEAR SPORTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 4, 1993 AT 2:51 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3595394

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
SMITH, SOMERVILLE & CASE
100 LIGHT STREET
BALTIMORE MD 21202

155C3067154



REC'D & RECORDED
NO. 414289 FOLIO

1993 JUN 22 AM 11:36

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
HARFORD CO. CLERK
SMITH, SOMERVILLE & CASE
3485 1725

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

LIBER0081 FOLIO0050

APPROVED FOR PAYMENT

2/8/93 at 3:10 p.m.
DUTCHMAN HOMES CORPORATION

ARTICLES OF INCORPORATION

FIRST: The undersigned, John P. Seisman, whose post office address is 3001 Pulaski Highway; Edgewood, Maryland 21040, 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:

DUTCHMAN HOMES CORPORATION

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

A. To engage in the business of the construction and sale of building structures, component sub-assemblies, modular and mobile homes, including the acquisition and development of real estate.

B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.

C. To maintain margin accounts and to make short sales of all kinds.

D. To engage in any other business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of the corporation, or any of them.

E. To acquire the good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation engaged in a similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; to acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage, or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all the rights, powers and privileges

1993 FEB - 8 P 3:10

#

1993

30408046

7485 1985

LIBER0081 FOLIO0051

of ownership thereof; to borrow money and issue notes and bonds as authorized by the Laws of this State and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon 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 certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and subject in all particulars to the limitations pertaining 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 Maryland is 3001 Pulaski Highway; Edgewood, Maryland 21040. The name and post office address of the Resident Agent of the Corporation in Maryland is John P. Seisman; 3001 Pulaski Highway; Edgewood, Maryland 21040. Said Resident Agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of common stock without par value.

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:

(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

3485 1986

LIBER0081 FOLIO0052

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 may classify or reclassify any unissued shares 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.

The enumeration and definition of a particular 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 now or hereafter in force.

SEVENTH: 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 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

(1) If there is no stock outstanding, the number may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

3485 1987

LIBER0081 FOLIO0053

The name of the director who shall act until the first annual meeting or until his successors are duly chosen and qualified is: John P. Seisman.

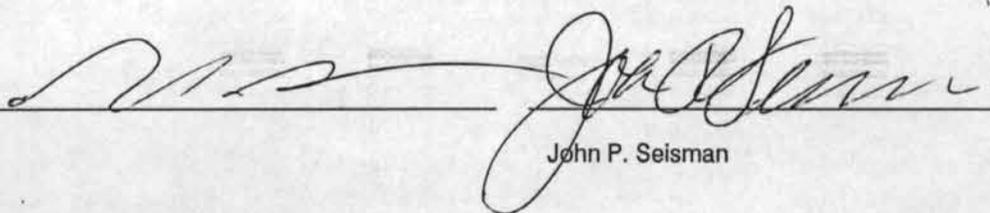
NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal by-laws of the Corporation shall be vested in the Board of Directors.

ELEVENTH: The Corporation shall be a corporation as authorized by the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 8 day of FEB, ¹⁹⁹³~~1992~~.

WITNESS:



John P. Seisman SEAL

Return To: John P. Seisman

3001 Pulaski Highway

Edgewood, MD 21040

3485 1988

LIBER0081 FOLIO0054

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

J.M.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

- 10 _____ Expedited Fee
- 20 20 Organ. & Capitalization
- 61 20 Rec. Fee (Arts. of Inc.)
- 62 _____ Rec. Fee (Amendment)
- 63 _____ Rec. Fee (Merger, Consol.)
- 64 _____ Rec. Fee (Transfer)
- 65 _____ Rec. Fee (Dissolution)
- 66 _____ Rec. Fee (Revival)
- 52 _____ Foreign Qualification
- 50 _____ Cert. of Qual. or Reg.
- 51 _____ Foreign Name Registration
- 13 _____ Certified Copy _____
- 56 _____ Penalty
- 54 _____ For. Supplemental Cert.
- 53 _____ Foreign Resolution
- 73 _____ Certificate of Conveyance
- 76 _____ Certificate of Merger/Transfer
- 75 _____ Special Fee
- 80 _____ For. Limited Partnership
- 83 _____ Cert. Limited Partnership
- 84 _____ Amendment to Limited Partnership
- 85 _____ Termination of Limited Partnership
- 21 _____ Recordation Tax
- 22 _____ State Transfer Tax
- 23 _____ Local Transfer Tax
- 31 _____ Corp. Good Standing
- NA _____ Foreign Corp. Registration
- 87 _____ Limited Part. Good Standing
- 71 _____ Financial
- 600 _____ _____ Personal
- 70 _____ Property Reports and _____ late filing penalties
- 91 _____ Change of P.O., R.A. or R.A.A.
- 99 _____ Amend/Cancellation, For. Limited Part.
- 98 _____ Art. of Organization (LLC)
- 97 _____ LLC Amend, Diss, Continuation
- 96 _____ LLC Cancellation
- 94 _____ Reg. Foreign LLC
- 92 _____ Foreign LLC Supplemental
- _____ _____ LLC Good Standing (short)
- _____ Other _____

- (New Name) _____
- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change _____

CODE _____

ATTENTION: _____

MAIL TO ADDRESS: John P. Seisman, 3001 Pulaski Highway Edgewood, Md 21040

TOTAL FEES 40

Check _____ Cash

NOTE: (110) 679 3001

3 Documents on 7 checks

APPROVED BY: [Signature]

3485 1989

ARTICLES OF INCORPORATION
OF
DUTCHMAN HOMES CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 8, 1993 AT 3:10 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3595881

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
JOHN P. SEISMAN
3001 PULASKI HWY.
EDGEWOOD

MD 21040

155C3067203



REC'D & RECORDED
NO. 414334 FOLIO

1993 JUN 22 AM 11:36
RECORDED IN THE RECORDS OF THE

HARFORD CO.
STATE DEPARTMENT OF ASSESSMENTS, H108.111
CLERK

7485 1984

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

LIBER 0081 FOLIO 0056

2/8/93 at 3:10 p.m.
DUTCH CRAFT HOMES, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned, John P. Seisman, Sr., whose post office address is 10 N. Tollgate Road; Bel Air, Maryland 21024, 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:

DUTCH CRAFT HOMES, INC.

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

A. To engage in the business of the construction and sale of building structures, component sub-assemblies, modular and mobile homes, including the acquisition and development of real estate.

B. To borrow money and to pledge as collateral any or all of the assets of the Corporation.

C. To maintain margin accounts and to make short sales of all kinds.

D. To engage in any other business of whatsoever kind or description within the State of Maryland or elsewhere that may be directly or indirectly calculated to effectuate the objects and purposes of the corporation, or any of them.

E. To acquire the good will, trade name, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation engaged in a similar business, and to pay for the same in cash or stock of this Corporation or otherwise.

F. To buy and sell fee-simple property, leasehold property, ground rents and personal property; to acquire by subscription, purchase, exchange or otherwise, and to hold for investment or otherwise to use, sell, dispose of, pledge, mortgage, or hypothecate any bonds, stocks or other obligations of any corporation, and while the owner thereof, to exercise all the rights, powers and privileges of ownership thereof; to borrow money and issue notes and bonds as authorized by the Laws of this State

1993 FEB - 8 P 3:10

H

7485 1991

LIBER 0081 FOLIO 0057

and to execute mortgages, deeds of trust or other forms of contracts as security for the same and guarantee the payment thereof.

G. To consolidate or merge with any other corporation engaged in any business similar or analogous to those of this Corporation or to any of the objects of this Corporation.

H. In general, to carry on any lawful business and to have and to exercise all powers conferred by the general laws of the State of Maryland upon 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 certain powers as herein specified not being intended to exclude any such other powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the powers, rights and privileges granted to or conferred upon corporations of this character by said general laws now or hereafter in force; and that said corporation is formed under the articles, conditions and provisions herein expressed and subject in all particulars to the limitations pertaining 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 Maryland is 10 N. Tollgate Road; Bel Air, Maryland 21024. The name and post office address of the Resident Agent of the Corporation in Maryland is John P. Seisman, Sr.; 10 N. Tollgate Road; Bel Air, Maryland 21024. Said Resident Agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5000) shares of common stock without par value.

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:

(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.

3485 1992

LIBER0081 FOLIO0058

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares 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.

The enumeration and definition of a particular 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 now or hereafter in force.

SEVENTH: 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 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 provisions of Section 2-419 of the Corporations and Associations Article of the Maryland Annotated Code have been complied with.

EIGHTH: The number of Directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

(1) If there is no stock outstanding, the number may be less than three but not less than one; and

(2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The name of the director who shall act until the first annual meeting or until his successors are duly chosen and qualified is: John P. Seisman, Sr..

NINTH: The duration of the Corporation shall be perpetual.

3485 1993

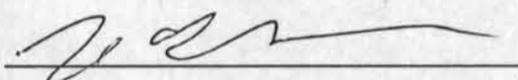
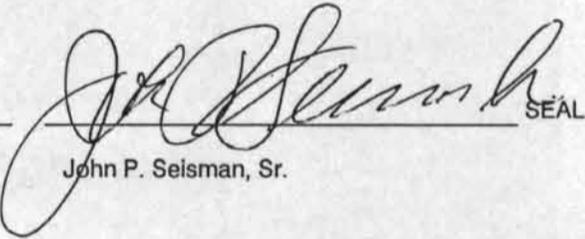
LIBER0081 FOLIO0059

TENTH: The power to make, alter and repeal
by-laws of the Corporation shall be vested in the Board of Directors.

ELEVENTH: The Corporation shall be a corporation as authorized by the Corporations
and Associations Article of the Annotated Code of Maryland, as amended.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged
the same to be my act this 8 day of Feb, ¹⁹⁹³~~1992~~.

WITNESS:



John P. Seisman, Sr.

Return To: John P. Seisman, Sr.
10 N. Tollgate Road
Bel Air, MD 21024

3485 1994

LIBER0081 FOLIO0060

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62		Rec. Fee (Amendment)	_____
63		Rec. Fee (Merger, Consol.)	_____
64		Rec. Fee (Transfer)	_____
65		Rec. Fee (Dissolution)	_____ Change of Name
66		Rec. Fee (Revival)	_____ Change of Principal Office
52		Foreign Qualification	_____ Change of Resident Agent
50		Cert. of Qual. or Reg.	_____ Change of Resident Agent
51		Foreign Name Registration	_____ Address
13		_____ Certified Copy _____	_____ Resignation of Resident Agent
56		Penalty	_____ Designation of Resident Agent
54		For. Supplemental Cert.	_____ and Resident Agent's Address
53		Foreign Resolution	_____ Other Change _____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: _____
23		Local Transfer Tax	_____
31		_____ Corp. Good Standing	_____
NA		Foreign Corp. Registration	_____
87		_____ Limited Part. Good Standing	_____
71		Financial	
600		_____ Personal	
		Property Reports and _____	MAIL TO ADDRESS: <u>John P.</u>
		late filing penalties	<u>Sisman, 3001</u>
70		Change of P.O., R.A. or R.A.A.	<u>Pulaski Highway</u>
91		Amend/Cancellation, For. Limited Part.	<u>Edgewood, Md 21040</u>
99		Art. of Organization (LLC)	
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		_____ LLC Good Standing (short)	
		Other _____	

TOTAL FEES 40

Check _____ Cash

NOTE: (10) 679 3001

3 Documents on 1 checks

3485 1995

APPROVED BY: HW

ARTICLES OF INCORPORATION
OF
DUTCH CRAFT HOMES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 8, 1993 AT 3:10 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3595899

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
JPHN P. SEISMAN
3001 PULASKI HWY.
EDGEWOOD

MD 21040

155C3067204



REC'D & RECORDED **A 414335**
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF THE **1993 JUN 22 AM 11:36**
STATE DEPARTMENT OF ASSESSMENTS, **HARFORD CO.**
AND TAXATION OF MARYLAND IN LIBER, FOLIO. **CHARLES G. HIOB, III**
CLERK

3485 1990

LIBER 0081 FOLIO 0062

2/8/93 at 10:17a.m.

ANTHONY GALLERIES, LTD.

A CLOSE CORPORATION

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY THAT:

FIRST: The charter of Anthony Galleries, Ltd. a Maryland close corporation (the "Corporation"), is hereby amended by deleting existing Article SECOND, in its entirety, and substituting in lieu thereof new Article SECOND to read as follows:

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

ANTHONY AUCTIONEERS, INC."

SECOND: The amendment to the charter of the Corporation as set forth above has been approved by the stockholders of the Corporation as provided by law.

THIRD: The undersigned president acknowledges these Articles of Amendment to be the corporate act of the Corporation and as to all matters or facts required to be verified under oath, the undersigned president acknowledges that to the best of his knowledge, information, and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name and on its behalf by its president and attested to by its secretary on this 4th day of February.

ATTEST:

Handwritten signature of Joann L. Connolly

JOANN L. CONNOLLY, SECRETARY

ANTHONY GALLERIES, LTD.

Handwritten signature of Pasquale N. Vitilio

PASQUALE N. VITILIO, PRESIDENT

30393623

LIBER0081 FOLIO0063

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 09A BUSINESS CODE _____ COUNTY 62
D1369719 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	<u>20</u>	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger, Consol.)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	_____ Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance

(New Name) Anthony Auctioneers, Inc.

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change _____

76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	_____ Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	_____ Limited Part. Good Standing
71	_____	Financial
600	_____	_____ Personal
	_____	Property Reports and _____ late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
99	_____	Art. of Organization (LLC)
98	_____	LLC Amend, Diss, Continuation
97	_____	LLC Cancellation
96	_____	Reg. Foreign LLC
94	_____	Foreign LLC Supplemental
92	_____	_____ LLC Good Standing (short)
	_____	Other _____

CODE _____
ATTENTION: _____

MAIL TO ADDRESS: Ernest A. Crofoot, Attorney at Law
P.O. Box 377
22 W. Pennsylvania Avenue
Bel Air, Md 21014

TOTAL FEES 20 Check _____ Cash

_____ Documents on _____ checks

APPROVED BY: [Signature]

NOTE: 3495 2306

ARTICLES OF AMENDMENT
OF
ANTHONY GALLERIES, LTD.
CHANGING ITS NAME TO:
ANTHONY AUCTIONEERS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 8, 1993 AT 10:17 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D1369719

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
ERNEST A. CROFOAT, ATTY. AT LAW
P.O. BOX 377
22 W. PENNSYLVANIA AVE.
BEL AIR MD 21014



155C3067279

A 414386
REC'D & RECORDED
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF 1993 JUN 22 AM 11:36

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO.
AND TAXATION OF MARYLAND IN LIBER, FOLIO CHARLES G. HIGGINS
CLERK 2304

LIBER 0081 FOLIO 0065

APPROVED FOR PAYMENT

2/9/93

at

9:08 a.m.

ARTICLES OF INCORPORATION OF

KAREN L. JONES, P.A.

A Maryland Professional Service Corporation

FIRST: The undersigned, Karen L. Jones, whose post office address is 539 Rock Spring Avenue, Bel Air, Maryland 21014, being at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Annotated Code of Maryland.

SECOND: The purposes for which the Corporation is formed are:

(1) To engage in the practice of law, and to do any and all things incidental thereto or connected therewith.

(2) To do any and all things permitted of a Maryland Professional Service Corporation as mentioned in Section 2-103 of the corporations and Associations Article of the Annotated Code of Maryland, and as limited by the Professional Service Corporations Subtitle of said Article.

FOURTH: The post office address of this principal office of the Corporation in this State is 539 Rock Spring Avenue, Bel Air, Maryland 21014.

FIFTH: The name and address of the Resident Agent of the Corporation in this State is H. Wayne Norman, Jr., 539 Rock Spring Avenue, Bel Air, Maryland 21014. Said Resident Agent is an adult citizen who actually resides in this State.

RECEIVED
93 FEB 9 AM 9 08

LAW OFFICES OF
H. WAYNE NORMAN, JR., P.A.
539 ROCKSPRING ROAD
BEL AIR, MD 21014

(410) 893-1436
836-8836
FAX
836-8837

30408312 7486 2875

LIBER0081 FOLIO0066

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock having no par value.

SEVENTH: 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 Karen L. Jones.

EIGHTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: 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.

2. The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any

3486 2836

LIBER0081 FOLIO0067

one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption of such stock.

3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

4. Notwithstanding any provision of law to the contrary, the affirmative vote of a majority of all the votes entitled to be cast on the matter shall be sufficient, valid and effective, after due authorization, approval and/or advice of such action by the Board of Directors, as required by law, to approve and authorize the following acts of the Corporation:

- (a) the amendment of the Charter of this Corporation;
- (b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
- (c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- (d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

3486 2837

LIBER0081 FOLIO0068

(e) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the Corporation the stock of which is to be acquired; and

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of January, 1993, and I acknowledge same to be my act.

Leggy S. Slusher
WITNESS

Karen L. Jones
KAREN L. JONES

STATE OF MARYLAND, COUNTY OF HARFORD, TO WIT:

I HEREBY CERTIFY that on this 4th day of January, 1993, before me, the subscriber, a Notary Public of the County and State aforesaid, personally appeared Karen L. Jones and she acknowledged the execution of the foregoing Articles of Incorporation to be her own free act and deed.

AS WITNESS my hand and Notarial Seal.

Leggy S. Slusher
NOTARY PUBLIC

MY COMMISSION EXPIRES: 12-1-94

3496 2838

LIBER0081 FOLIO0069

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 38 BUSINESS CODE 06 COUNTY 62

_____ P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	(New Name)
10		Expedited Fee	
20	<u>20</u>	Organ. & Capitalization	
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger, Consol.)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	<input type="checkbox"/> Change of Name
66		Rec. Fee (Revival)	<input type="checkbox"/> Change of Principal Office
52		Foreign Qualification	<input type="checkbox"/> Change of Resident Agent
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent
51		Foreign Name Registration	Address
13		_____ Certified Copy _____	<input type="checkbox"/> Resignation of Resident Agent
56		Penalty	<input type="checkbox"/> Designation of Resident Agent
54		For. Supplemental Cert.	and Resident Agent's Address
53		Foreign Resolution	<input type="checkbox"/> Other Change _____
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: _____
23		Local Transfer Tax	
31		_____ Corp. Good Standing	
NA		Foreign Corp. Registration	
87		_____ Limited Part. Good Standing	
71		Financial	
600		_____ Personal	
		Property Reports and _____	MAIL TO ADDRESS: <u>Law Offices</u>
		late filing penalties	<u>of H. Wayne Norman</u>
70		Change of P.O., R.A. or R.A.A.	<u>Gr., P.A.</u>
91		Amend/Cancellation, For. Limited Part.	<u>539 Rockspring Rd</u>
99		Art. of Organization (LLC)	<u>Bel Air, Md 21014</u>
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		_____ LLC Good Standing (short)	
		Other _____	

TOTAL FEES 40

Check Cash

NOTE:

Documents on _____ checks

APPROVED BY: Hu

3486 287
2839

ARTICLES OF INCORPORATION
OF
KAREN L. JONES, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 9, 1993 AT 9:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3596624

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
LAW OFFICES OF H. WAYNE NORMAN, JR.
539 ROCK SPRING AVENUE
BEL AIR MD 21014



156C3067344

A 414451
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF 1993 JUN 22 AM 11:36

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO 2486 2874
AND TAXATION OF MARYLAND IN LIBER, FOLIO
CHARLES G. HIOB, III
CLERK

LIBER 0081 FOLIO 0071

A CLOSE CORPORATION
ARTICLES OF INCORPORATION DEPARTMENT OF ASSESSMENTS
AND TAXATION
OF
D.P.M.D., INC.

APPROVED FOR RECORD
01-27-93 at 9:00 a.m.

THIS IS TO CERTIFY:

FIRST: I, Michael S. Rosofsky, whose post office address is 324 Main Street, Reisterstown, Maryland 21136, being at least eighteen (18) years of age, 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

D.P.M.D., INC.

THIRD: The Corporation shall be a close corporation as authorized and regulated by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

30408085

FOURTH: The purposes for which the Corporation is formed are:

- (a) To provide corrosion prevention applications through the use of custom-made wax.
- (b) To carry on the aforesaid business and any related or unrelated business and activity in the State of Maryland, in any state, territory, district or dependency of the United States, or in any foreign country.
- (c) To do anything permitted in Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State 327 Sunray Court, Abington, Maryland 21009. ✓

SIXTH: The resident agent of the Corporation is Michael S. Rosofsky, Esquire, 324 Main Street, Reisterstown, Maryland 21136. The resident agent is a citizen of and resides in the State of Maryland.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares, no par value per share, all of one class 0277

LIBER0081 FOLIO0072

EIGHTH: The number of directors of the Corporation shall be one (1) which number shall be increased or decreased pursuant to the By-Laws of the Corporation; provided, however, that (i) if the Corporation shall, at any time, have more than two (2) stockholders the number of directors shall be a least three (3), and (ii) so long as the Corporation has fewer than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders. The names of the Directors, who shall act until the first annual meeting or until a successor is duly chosen and qualified are Paul Ware and Darren Bartz.

NINTH: 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 shall have the right, in its absolute discretion, to determine what portions of earnings and surplus shall be used for dividends, and what portion shall be retained for working capital.

B. 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.

C. The Corporation shall have the power to indemnify, by express provision in its By-Laws, by Agreement or by majority vote of either its stockholders or disinterested directors, any one or more of the following classes of individuals: (1) present or former directors and/or officers of the Corporation, (2) present or former agents and/or employees of the Corporation, (3) present or former administrators, trustees or other fiduciaries under pension, profit sharing, deferred compensation, or any other employee benefit plan maintained by the Corporation, and (4) persons serving or who have served at the request of the Corporation in any of the aforementioned capacities for any other corporation; partnership, joint venture, trust, or other enterprises. Provided, however, that the Corporation shall not have the power to indemnify any person if such indemnification would be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or any statute, rule or regulation of similar report.

3487 0278

LIBER0081 FOLIO0073

TENTH: (a) The Corporation reserves the right to make any amendment of the charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in the charter, of any shares of outstanding stock.

(b) Except as otherwise provided in the charter or by the bylaws of the Corporation, as from time to time amended, the business of the Corporation shall be managed under the direction of its stockholders, who shall have and may exercise all the powers of the Corporation.

ELEVENTH: No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class; provided, however, that the stockholders may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the stockholders may deem advisable in connection with such issuance.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 25th day of January, 1993.

WITNESS:

Jane Alban

Michael S. Rosofsky

3487 0279

LIBER0081 FOLIO0074

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 020 BUSINESS CODE 03 COUNTY 62
_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	(New Name)
10		Expedited Fee	
20	<u>20</u>	Organ. & Capitalization	
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger, Consol.)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	<input type="checkbox"/> Change of Name
66		Rec. Fee (Revival)	<input type="checkbox"/> Change of Principal Office
52		Foreign Qualification	<input type="checkbox"/> Change of Resident Agent
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Change of Resident Agent Address
51		Foreign Name Registration	<input type="checkbox"/> Resignation of Resident Agent
13		Certified Copy	<input type="checkbox"/> Designation of Resident Agent and Resident Agent's Address
56		Penalty	<input type="checkbox"/> Other Change
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	

76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: <u>Michael S. Rosofsky Attorney At</u>
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corp. Registration	
87		Limited Part. Good Standing	
71		Financial	
600		_____ Personal	
		Property Reports and late filing penalties	MAIL TO ADDRESS: <u>Durkee & Rosofsky Attorney At</u>
70		Change of P.O., R.A. or R.A.A.	<u>Law 324 Main Street</u>
91		Amend/Cancellation, For. Limited Part.	<u>Second Floor Reisterstown</u>
99		Art. of Organization (LLC)	<u>Maryland 21136</u>
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		LLC Good Standing (short)	
		Other	

TOTAL FEES 40 Check _____ Cash

Documents on _____ checks
APPROVED BY: JMT

NOTE: 3497 0280

ARTICLES OF INCORPORATION
OF
D.P.M.D., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **JANUARY 27, 1993** AT **9:00** O'CLOCK **A.M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D3597226

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
MICHAEL S. ROSOFSKY
324 MAIN ST., 2ND FLOOR
REISTERSTOWN MD 21136

156C3067404



A 414507
REC'D & RECORDED
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF HARFORD CO. **1993 JUN 22 AM 11:36**

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER FOLIO
CHARLES G. HIOB, III
CLERK

LIBER 0081 FOLIO 0076

BARBARA OSBORN KREAMER, P.A.
A Maryland Close Corporation
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

RECEIVED
93 FEB 10 AM 9 52

P

ARTICLES OF INCORPORATION

FIRST: I, BARBARA OSBORN KREAMER, whose post office address is 701 Beards Hill Road, Aberdeen, MD 21001, being at least eighteen (18) years of age, hereby form a professional services corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is BARBARA OSBORN KREAMER, P.A.

THIRD: The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(1) To render the practice of law to the public, which shall consist of consulting and rendering legal advice on any cause or matter whatsoever, including laws, statutes, rules, regulations, contracts, legal principles and other documents or relationships having legal effect; drafting documents and opinions for the purpose of implementing such advice, representation and arrangements to the preparing and managing for prosecution or defense of causes in courts or before other tribunals or agencies. This professional corporation shall exist and function in compliance with the "Professional Services Corporation Act" and in order to properly prosecute the objectives and purposes above set forth, the corporation shall have full power and authority to purchase, lease, and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property both real and personal, necessary for the rendering of legal services.

(2) To manage enterprises, receive and disburse funds and generally manage leasehold properties; and to engage in other lawful purposes and/or business associated with the rendering of the practice of law; and

(3) To do anything permitted by Section 5-101 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

APPROVED FOR RECORD
AND TAXATION
STATE DEPARTMENT OF ASSESSMENT

30418319 3488 1254

LIBER0081 FOLIO0077

FIFTH: The post office address of the principal office of the Corporation in this State is 701 Beards Hill Road, Aberdeen, MD 21001. The name and post office address of the Resident Agent of the Corporation in this State are: Barbara Osborn Kreamer, 701 Beards Hill Road, Aberdeen, MD 21001. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority is one hundred (100) shares of common stock, without par value.

SEVENTH: The number of directors shall be one (1) which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director, who shall act until the first annual meeting or until her successor is duly chosen and qualified, is BARBARA OSBORN KREAMER.

EIGHTH: To the extent the law permits, the corporation shall indemnify any person 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 name of the corporation) by reason of the fact that she is or was a director, officer, 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 attorney's fees), judgments, fines and amount paid in settlement actually and reasonably incurred by her in connection with such action, suit or proceeding, had no reasonable cause to believe her 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 she reasonably believed to be in or not opposed to the best interests of the corporation and with respect to any criminal act or proceeding, had reasonable cause to believe that her conduct was unlawful.

NINTH: The effective date shall be February 8, 1993.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 8th day of February, 1993, and acknowledge the same to be my act.

WITNESS:

Carl F. Clark

Barbara Osborn Kreamer
Barbara Osborn Kreamer

3488 1255

LIBER0081 FOLIO0078

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 3 J BUSINESS CODE 06 COUNTY 62

_____ P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	_____	Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	_____	_____ Certified Copy _____	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____

76 _____ Certificate of Merger/Transfer

75 _____ Special Fee

80 _____ For. Limited Partnership

83 _____ Cert. Limited Partnership

84 _____ Amendment to Limited Partnership

85 _____ Termination of Limited Partnership

21 _____ Recordation Tax

22 _____ State Transfer Tax

23 _____ Local Transfer Tax

31 _____ Corp. Good Standing

NA _____ Foreign Corp. Registration

87 _____ Limited Part. Good Standing

71 _____ Financial

600 _____ Personal

70 _____ Property Reports and _____

91 _____ Change of P.O., R.A. or R.A.A.

99 _____ Amend/Cancellation, For. Limited Part.

98 _____ Art. of Organization (LLC)

97 _____ LLC Amend, Diss, Continuation

96 _____ LLC Cancellation

94 _____ Reg. Foreign LLC

92 _____ Foreign LLC Supplemental

_____ LLC Good Standing (short)

_____ Other _____

TOTAL FEES 40

Check Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: Hu

MAIL TO ADDRESS: Barbara Osborn Kremer
Attorney at Law 701
Beards Hills Road
Aberdeen, Maryland
21001

3488

ARTICLES OF INCORPORATION
OF
BARBARA OSBORN KREAMER, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 10, 1993 AT 9:02 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3597671

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
BARBARA OSBORN KREAMER ATTORNEY
701 BEARDS HILL ROAD
ABERFEEEN MD 21001

157C3067509



REC'D & RECORDED
NO. 414592
FOLIO

1993 JUN 22 AM 11:36
RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO
HARFORD CO.
CHARLES G. HIOB. III
CLERK

LIBER 0081 FOLIO 0080

ARTICLES OF INCORPORATION

CREDIT MANAGEMENT SERVICES, INC.

A MARYLAND CLOSE CORPORATION

RECEIVED
'93 FEB 10 AM 8 57

p

FIRST: I, ROBERT E. POLACK, whose post office address is 401 Washington Ave., Suite 303, Towson, MD 21204, being at least eighteen (18) years of age, 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 hereafter called the "Corporation") is CREDIT MANAGEMENT SERVICES, INC.

THIRD: The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

30413310

(1) To buy, sell or otherwise acquire and/or manage for the account of others, all manner of notes and accounts receivable and to act as a collection agency for the collection of accounts due others, except that in no event

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

LIBER0081 FOLIO0081

2/10/93 at 8:57 A.m.

shall the Corporation deal in, acquire, manage or collect for others any notes or accounts receivable representing an obligation originally incurred for personal, family or household purposes, and

(2) To engage in financial consulting, credit analysis and loan placement for commercial and not personal, family or household purposes.

(3) To purchase and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible and mixed, wheresoever situate, and

(4) To do anything permitted by the Corporations and Associations Article (Section 2-103) of the Annotated Code of Maryland as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 3417 Kreitler Road, Forest Hill, MD 21050. The name and post office address of the Resident agent of the Corporation in this State is Robert E. Polack, 401 Washington Ave., Suite 303, Towson, MD 21204. Said Resident Agent is an individual actually residing in this State.

LIBER0081 FOLIO0082

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand Shares of Common Stock at \$1.00 par value per share.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Vinny Lamoureux.

EIGHTH: (1) As used in this Article, Eighth, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland) the "Indemnification Section") as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former director or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section: provided, however, that to the

~~3488 1260~~
3488 1260

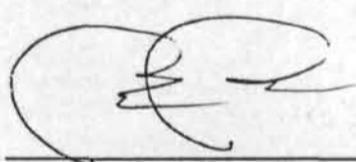
LIBER0081 FOLIO0083

extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsection (b) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former director or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by (i) an affirmative vote at a duly constituted meeting of a majority of the Board of Directors who were not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceeding, that the indemnification of such corporate representative other than a present or former director or officer is proper in the circumstances.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7TH day of JANUARY, 1993, and I acknowledge the same to be my act.

WITNESS:

Pat Shield


ROBERT E. POLACK

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 0228 BUSINESS CODE 03 COUNTY 62
_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62		Rec. Fee (Amendment)	_____
63		Rec. Fee (Merger, Consol.)	_____
64		Rec. Fee (Transfer)	_____
65		Rec. Fee (Dissolution)	_____ Change of Name
66		Rec. Fee (Revival)	_____ Change of Principal Office
52		Foreign Qualification	_____ Change of Resident Agent
50		Cert. of Qual. or Reg.	_____ Change of Resident Agent
51		Foreign Name Registration	_____ Address
13		_____ Certified Copy _____	_____ Resignation of Resident Agent
56		Penalty	_____ Designation of Resident Agent
54		For. Supplemental Cert.	_____ and Resident Agent's Address
53		Foreign Resolution	_____ Other Change _____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: _____
23		Local Transfer Tax	_____
31		_____ Corp. Good Standing	_____
NA		Foreign Corp. Registration	_____
87		_____ Limited Part. Good Standing	_____
71		Financial	
600		_____ Personal	
		Property Reports and _____	MAIL TO ADDRESS: <u>Robert E.</u>
		late filing penalties	<u>Polack 401 Washington</u>
70		Change of P.O., R.A. or R.A.A.	<u>Ave., Suite 303, Towson,</u>
91		Amend/Cancellation, For. Limited Part.	<u>MD 21204</u>
99		Art. of Organization (LLC)	
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		_____ LLC Good Standing (short)	
		Other _____	

TOTAL FEES 40 _____
_____ Check _____ Cash

Documents on _____ checks

APPROVED BY: [Signature]

NOTE:



ARTICLES OF INCORPORATION
OF
CREDIT MANAGEMENT SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 10, 1993 AT 8:57 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3597689

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
ROBERT W. POLACK
401 WASHINGTON AVE., SUITE 303
TOWSON MD 21204

157C3067510



A 414593
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF HARFORD CO. JUN 22 AM 11:36
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND
CHARLES G. HIOB, III
CLERK

LIBER 0081 FOLIO 0086

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
APPROVED FOR RECORD
2/9/93 at 1:40 p.m.

DOUGLAS M. STILL DRYWALL COMPANY, INC.

A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

1993 FEB - 9 P 1:42

pl

ARTICLES OF INCORPORATION

FIRST: I, David Musgrove, whose post office address is 403 Church Lane Baltimore, Maryland 21208, being at least eighteen (18) years of 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 hereafter called the "Corporation") is Douglas M. Still Drywall Company, Inc., a Maryland Close Corporation.

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purpose for which the Corporation is formed are:

1. To engage in the business of general construction;
2. To engage in any other lawful purpose and business; and
3. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 2507 R Cool Spring Road, Bel Air, MD 21014. The name and post office address of the Resident Agent of the Corporation in this State are Douglas M. Still, 2507 R Cool Spring Road, Bel Air, Md 21014. Said Resident Agent is a Maryland resident whose name, address and designation as a resident agent are recorded with the State Department of Assessments and Taxation.

SIXTH: The total number of shares of capital stock which the corporation has authority to issue is Five Thousand (5,000) shares of common stock without par value.

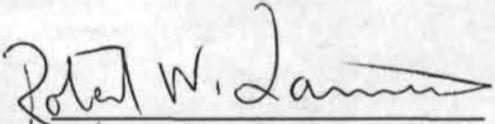
30418082⁴²⁸ 1687

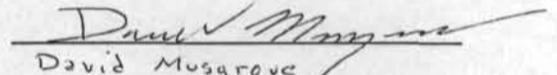
SEVENTH: The shareholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, and securities convertible into shares of stock whether now or hereafter authorized, for such consideration as said shareholders may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Douglas M. Still.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this the 9th day of February 1992, and we acknowledge the same to be our act.


Witness: ROBERT W. IANNUCCI


David Musgrove

~~_____~~
7488 1684

LIBER0081 FOLIO0088

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 0238 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	_____	Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	_____	_____ Certified Copy _____	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	CODE _____
84	_____	Amendment to Limited Partnership	_____
85	_____	Termination of Limited Partnership	_____
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	ATTENTION: _____
23	_____	Local Transfer Tax	_____
31	_____	_____ Corp. Good Standing	_____
NA	_____	Foreign Corp. Registration	_____
87	_____	_____ Limited Part. Good Standing	_____
71	_____	Financial	_____
600	_____	_____ Personal	MAIL TO ADDRESS: <u>Dave</u>
		Property Reports and late filing penalties	<u>Musgrove 403</u>
70	_____	Change of P.O., R.A. or R.A.A.	<u>Church Lane Balto.</u>
91	_____	Amend/Cancellation, For. Limited Part.	<u>md. 21208</u>
99	_____	Art. of Organization (LLC)	_____
98	_____	LLC Amend, Diss, Continuation	_____
97	_____	LLC Cancellation	_____
96	_____	Reg. Foreign LLC	_____
94	_____	Foreign LLC Supplemental	_____
92	_____	_____ LLC Good Standing (short)	_____
		Other _____	_____

TOTAL FEES 40

Check _____ Cash

NOTE:

7400 1695

_____ Documents on _____ checks

APPROVED BY: [Signature]

LIBER0081 FOLIO0089

ARTICLES OF INCORPORATION
OF
DOUGLAS M. STILL DRYWALL COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 9, 1993 AT 1:42 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3598372

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
DAVE MUSGROVE
403 CHURCH LANE
BALTIMORE

MD 21208

157C3067579



A 414658
REC'D & RECORDED
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF HARFORD CO. 1993 JUN 22 AM 11:36

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO
HARFORD CO.
CHARLES G. HIOB, CLERK

LIBER 0081 FOLIO 0090

925
125

STATE DEPT. OF AGRICULTURE
AND TAXATION

1993 FEB 17 11 30 AM '93

ARTICLES OF INCORPORATION

APPROVED FOR RECORD
OF 2/17/93 at 936

EDWARDS MANOR PROPERTY, INC.

FIRST: The undersigned, Rita A. Linder, whose post office address is 250 West Pratt Street, Suite 800, Baltimore, Maryland 21201, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: EDWARDS MANOR PROPERTY, INC.

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

(a) To acquire, hold, sell, lease or otherwise deal with real property and to do all things necessary, convenient or incidental to achieve the foregoing;

(b) To carry on any and all business, transactions and activities permitted by the Maryland General Corporation Law which may be deemed desirable by the Board of Directors of the Corporation, whether or not identical with or related to the business described in the foregoing paragraphs of this Article, to the full extent empowered by such laws.

FOURTH: The post office address of the principal office of the Corporation in this State is 811 Hookers Mill Road, Abingdon, Maryland 21009. The resident agent of the

✓

7498 3127 26994

30488211

LIBER0081 FOLIO0091

Corporation in this State is Michael J. Palmisano, whose post office address is 811 Hookers Mill Road, Abingdon, Maryland 21009. 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 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).

SIXTH: The Corporation shall have three (3) Directors which number may be increased or decreased, pursuant to the By-Laws of the Corporation (and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders). Richard M. Yaffe, Gary S. Houston and Michael J. Palmisano shall act as the directors 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, and securities convertible into shares of its stock,

of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

(b) No contract or other transaction between this Corporation and any other corporation, partnership, individual or other entity 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 directors, principals, partners or officers of such other entity, or are pecuniarily or otherwise interested in such contract, transaction or act; provided that (i) the existence of such relationship or such interest shall be disclosed to the Board of Directors or to a committee of the Board of Directors if the matter involves a committee decision, and the contract, transaction or act shall be authorized, approved or ratified by a majority of disinterested directors on the Board or on such committee, as the case may be, even if the number of disinterested directors constitutes less than a quorum or (ii) the contract, transaction or act shall be authorized, ratified or approved in any other manner permitted by the Maryland General Corporation Law.

(c) 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 which alter the contract rights of any class of outstanding stock as expressly set forth in the charter.

7400 2129

-3-

A9318:02/15/93

LIBER0081 FOLIO0093

(d) The Board of Directors shall have the power to classify or reclassify any unissued stock, whether now or hereafter authorized, by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of such stock.

(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 votes of all classes or of any class of stock of the Corporation, 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) Unless otherwise provided by the Board of Directors, no holder of stock of any class shall be entitled to preemptive rights to subscribe for or purchase or receive any part of any new or additional issue of stock of any class of the Corporation or securities convertible into stock of any class of the Corporation.

(g) To the maximum extent permitted by the Maryland General Corporation Law as from time to time amended, the Corporation shall indemnify its currently acting and its former directors, officers, agents, and employees and those persons who, at the request of the Corporation, serve or have served

~~2008-21M~~

another corporation, partnership, joint venture, trust or other enterprise in one or more of such capacities.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 16th day of February, 1993, and have acknowledged such Articles to be my act.

WITNESS:

Edine Barbe

Rita A. Linder
Rita A. Linder

A9318:02/15/93

-5-

~~3499 2171~~

LIBER0081 FOLIO0095

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 Ann BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	<u>30</u>	Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	_____	_____ Certified Copy _____	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	_____
83	_____	Cert. Limited Partnership	CODE <u>119</u>
84	_____	Amendment to Limited Partnership	ATTENTION: <u>Rita</u>
85	_____	Termination of Limited Partnership	<u>Linder</u>
21	_____	Recordation Tax	_____
22	_____	State Transfer Tax	MAIL TO ADDRESS: _____
23	_____	Local Transfer Tax	_____
31	_____	_____ Corp. Good Standing	_____
NA	_____	Foreign Corp. Registration	_____
87	_____	_____ Limited Part. Good Standing	_____
71	_____	Financial	_____
600	_____	_____ Personal	_____
	_____	Property Reports and _____	_____
	_____	late filing penalties	_____
70	_____	Change of P.O., R.A. or R.A.A.	_____
91	_____	Amend/Cancellation, For. Limited Part.	_____
99	_____	Art. of Organization (LLC)	_____
98	_____	LLC Amend, Diss, Continuation	_____
97	_____	LLC Cancellation	_____
96	_____	Reg. Foreign LLC	_____
94	_____	Foreign LLC Supplemental	_____
92	_____	_____ LLC Good Standing (short)	_____
	_____	Other _____	_____

TOTAL FEES 70

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: JWS

~~7488-0999~~

3488-2132

LIBER0081 FOLIO0096

ARTICLES OF INCORPORATION
OF
EDWARDS MANOR PROPERTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **FEBRUARY 17, 1993** AT **9:36** O'CLOCK **A.** M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D3599446

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
ABRAMOFF, NEUBERGER AND LINDER
250 WEST PRATT STREET, SUITE 800
BALTIMORE MD 21201

158C3067674



RECORDED & RECORDED
NO A 414716
FOLIO _____

1993 JUN 22 AM 11:36

RECORDED IN THE RECORDS OF THE
HARFORD CO.
STATE DEPARTMENT OF ASSESSMENTS
CHARLES G. HIOB. III
CLERK
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

LIBER 0081 FOLIO 0097

ARTICLES OF INCORPORATION

OF

VISION TELECOMMUNICATIONS, INC.

(A Maryland Close Corporation)
Organized Pursuant to Title Four of the
Corporations and Associations
Article of the Annotated Code of Maryland

*Res.
2/12/93*

1993 FEB 12 P 3:51

THIS IS TO CERTIFY:

FIRST: That the undersigned, Thomas A. Bowden, whose post office address is 1200 Mercantile Bank & Trust Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being of full legal age, 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 VISION TELECOMMUNICATIONS, INC.

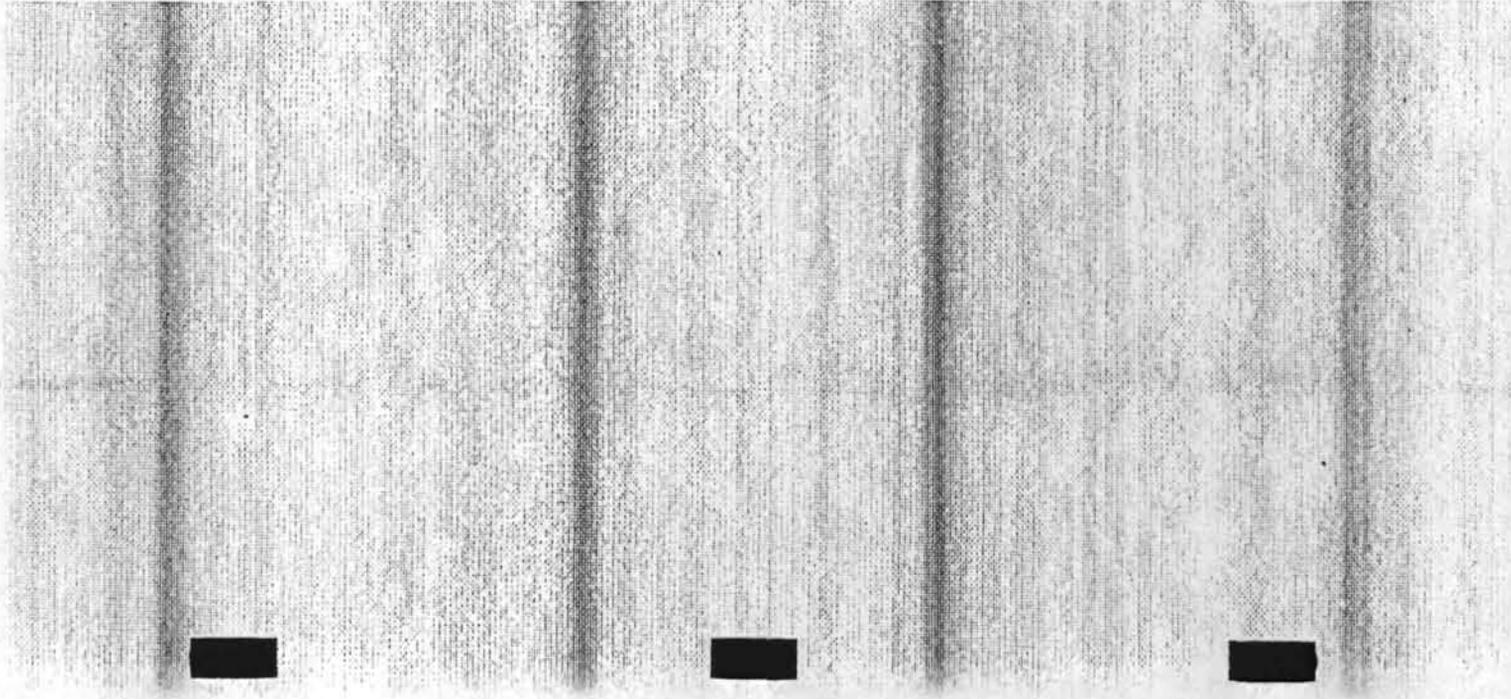
THIRD: The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: 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 engage in the business of providing goods and services in the communications industry, including but not limited to, cable television installation and direct broadcast satellite communications.
- (b) To borrow money and issue evidences of indebtedness in furtherance of all of the objects of its business; to secure

30473872

LIBER0081 FOLIO0098



the same by mortgage, deed of trust, pledge or other lien.

- (c) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers; and
- (d) In general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, are not intended to exclude or to be construed as a waiver or limitation of any such other powers, rights and privileges.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 11 North Parke Street, Aberdeen, Maryland 21001, and the name and the post office address of the resident agent of the Corporation is John Schreyer, 703 Franklin Avenue, Baltimore, Maryland 21221, and the said John Schreyer is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total amount of the authorized capital stock of the Corporation is Five Thousand (5,000) shares, all of one class. The shares of capital stock are without par value.

SEVENTH: After completion of the organizational meeting of the Board of Directors of the Corporation and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, whose name is Mary Harris.

EIGHTH: The following provisions shall define, limit and regulate the powers of the Corporation and of the directors and stockholders:

(1) The stockholders, acting as the Board of Directors of the Corporation, are hereby empowered to authorize the issuance from time to time of shares of the Corporation's stock of any class, whether now or hereafter authorized. The stockholders, by resolution, shall state their opinion of the actual value of any consideration other than money for which they authorize shares of stock of the Corporation to be issued.

(2) The stockholders, acting as the Board of Directors of the Corporation, may classify or reclassify any unissued shares 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 and the times and prices of redemption of such shares.

~~3490 2393~~

(3) The Corporation reserves the right to amend its charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and no objecting stockholder whose rights may or shall be thereby substantially adversely affected shall be entitled to the same rights as an objecting stockholder in the case of a consolidation, merger, statutory share exchange or transfer of assets.

The enumeration and definition of a particular power of the stockholders acting as the Board of Directors of the Corporation 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 stockholders acting as the Board of Directors under the Maryland General Corporation Law now or hereafter in force.

NINTH: No contract or other transaction between this Corporation and any other corporation shall in any way be affected or invalidated by the fact that any of the stockholders, acting as the Board of Directors of this Corporation, is pecuniarily or otherwise interested in, or is a director or officer of, such other corporation; any such stockholder, individually, or any firm of which any stockholder 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 of the common directorship or interest is

disclosed or known to the other stockholders of the Corporation and the stockholders, acting as the Board of Directors of the Corporation, authorize, approve or ratify the contract or transaction by the affirmative vote of a majority of disinterested stockholders even if the disinterested stockholders constitute less than a quorum or the contract or transaction is fair and reasonable to this Corporation.

TENTH: (1) As used in this Article TENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify and advance expenses to a stockholder and/or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to an employee or agent, or corporate representative other than an officer, of the Corporation, the Corporation, as determined by the stockholders acting as the Board of Directors of the Corporation, may indemnify and advance expenses to such employee, agent or corporate representative in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

ELEVENTH: Except to the extent that the limitation of liability set forth herein is prohibited or limited by Section

2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland, and Section 5-349 of the Courts and Judicial Proceedings Article of the Annotated Code of Maryland, the stockholders acting as the Board of Directors and officers of the Corporation and each of them shall not be liable either to the Corporation and/or any or all of its stockholders for money damages arising from his or their acts or omissions to act on behalf of the Corporation.

TWELFTH: 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 this 12th day of February, 1993.

WITNESS:

Rhonda E. Cohen

Thomas A. Bowden (SEAL)
Thomas A. Bowden

G:11873002.C1
rec:020193

- 6 -

~~34517-2346~~

LIBER0081 FOLIO 103

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 0239 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

- 10 _____ Expedited Fee
- 20 20 _____ Organ. & Capitalization
- 61 20 _____ Rec. Fee (Arts. of Inc.)
- 62 _____ Rec. Fee (Amendment)
- 63 _____ Rec. Fee (Merger, Consol.)
- 64 _____ Rec. Fee (Transfer)
- 65 _____ Rec. Fee (Dissolution)
- 66 _____ Rec. Fee (Revival)
- 52 _____ Foreign Qualification
- 50 _____ Cert. of Qual. or Reg.
- 51 _____ Foreign Name Registration
- 13 _____ Certified Copy _____
- 56 _____ Penalty
- 54 _____ For. Supplemental Cert.
- 53 _____ Foreign Resolution
- 73 _____ Certificate of Conveyance

(New Name) _____

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change _____

76 _____ Certificate of Merger/Transfer

- 75 _____ Special Fee
- 80 _____ For. Limited Partnership
- 83 _____ Cert. Limited Partnership
- 84 _____ Amendment to Limited Partnership
- 85 _____ Termination of Limited Partnership
- 21 _____ Recordation Tax
- 22 _____ State Transfer Tax
- 23 _____ Local Transfer Tax
- 31 _____ Corp. Good Standing
- NA _____ Foreign Corp. Registration
- 87 _____ Limited Part. Good Standing
- 71 _____ Financial
- 600 _____ Personal

CODE 004

ATTENTION: Rhonda E. Cohen

MAIL TO ADDRESS: _____

- Property Reports and _____ late filing penalties
- 70 _____ Change of P.O., R.A. or R.A.A.
- 91 _____ Amend/Cancellation, For. Limited Part.
- 99 _____ Art. of Organization (LLC)
- 98 _____ LLC Amend, Diss, Continuation
- 97 _____ LLC Cancellation
- 96 _____ Reg. Foreign LLC
- 94 _____ Foreign LLC Supplemental
- 92 _____ LLC Good Standing (short)
- Other _____

TOTAL FEES _____ 40 Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: A

LIBER0081 FOLIO0104

~~7498 2597~~
7490 2797

ARTICLES OF INCORPORATION
OF
VISION TELECOMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 12, 1993 AT 3:51 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3601119

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
BLUM, YUMKAS, MAILMAN, GUTMAN
1200 MERCANTILE BANK & TRUST BLDG
2 HOPKINS PLAZA
BALTIMORE MD 21201

159C306775

A 414772
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF 1993 JUN 22 AM 11:36

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO.
AND TAXATION OF MARYLAND IN LIBER. FOLIO: CHARLES G. HJOB: ITR
CLERK 2490-230



LIBER 0081 FOLIO 105

THE COMMUNITY AT NOTTINGHAM, LLC

ARTICLES OF ORGANIZATION

APPROVED FOR RECORD

1993 FEB 17 A 2:22

THIS IS TO CERTIFY THAT:

2/17/93 at 2:22

FIRST: The undersigned, being at least eighteen years of age, hereby forms a limited liability company pursuant to the laws of Maryland.

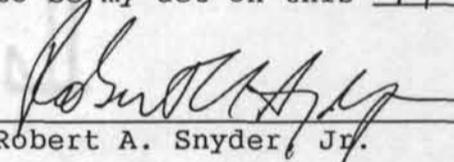
SECOND: The name of the limited liability company (herein the "Company") is "The Community at Nottingham, LLC."

THIRD: The latest date on which the Company is to dissolve is December 31, 2010.

FOURTH: The Company is formed to engage in any lawful business, except the business of acting as an insurer or engaging in a professional service, as that term is defined in the Corporations and Associations Article of the Annotated Code of Maryland.

FIFTH: The address of the Company's principal office in Maryland is 1602 Bosworth Court, Bel Air, Maryland 21015; and the name and address of its resident agent is Walter T. Parr, 1602 Bosworth Court, Bel Air, Maryland 21015. ✓

IN WITNESS WHEREFORE, I have signed these Articles of Organization and acknowledge them to be my act on this 17 day of February, 1993.



Robert A. Snyder, Jr.

30498279

LIBER0081 FOLIO 106

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 40 BUSINESS CODE _____ COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	(New Name) _____
20	_____	Organ. & Capitalization	_____
61	_____	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	_____	_____ Certified Copy _____	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	_____
80	_____	For. Limited Partnership	CODE <u>065</u>
83	_____	Cert. Limited Partnership	ATTENTION: <u>Andrea Barr</u>
84	_____	Amendment to Limited Partnership	_____
85	_____	Termination of Limited Partnership	_____
21	_____	Recordation Tax	MAIL TO ADDRESS: _____
22	_____	State Transfer Tax	_____
23	_____	Local Transfer Tax	_____
31	_____	_____ Corp. Good Standing	_____
NA	_____	Foreign Corp. Registration	_____
87	_____	_____ Limited Part. Good Standing	_____
71	_____	Financial	_____
600	_____	_____ Personal	_____
70	_____	Property Reports and _____	_____
91	_____	late filing penalties	_____
99	<u>50</u>	Change of P.O., R.A. or R.A.A.	_____
98	_____	Amend/Cancellation, For. Limited Part.	_____
97	_____	Art. of Organization (LLC)	_____
96	_____	LLC Amend, Diss, Continuation	_____
94	_____	LLC Cancellation	_____
92	_____	Reg. Foreign LLC	_____
_____	_____	Foreign LLC Supplemental	_____
_____	_____	_____ LLC Good Standing (short)	_____
_____	_____	Other _____	_____

TOTAL FEES 80

Check Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: PCM

ARTICLES OF ORGANIZATION
OF
THE COMMUNITY AT NOTTINGHAM, LLC

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 17, 1993 AT 2:22 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 50.00

SPECIAL
FEE PAID:

\$ _____

W3601515

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
WEINBERG & GREEN
100 SOUTH CHARLES STREET
BALTIMORE MD 21201



159C3067815

A 414805
REC'D & RECORDED

NO _____ FOLIO _____

RECORDED IN THE RECORDS 1993 JUN 22 AM 11:37

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO.
AND TAXATION OF MARYLAND IN LIBER, FOLIO CHARLES G. HOB. III
CLERK 3490 2578

LIBER 0081 FOLIO 0108

ARTICLES OF AMENDMENT

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

A CLOSE CORP

APPROVED FOR RECORD

(1)

02/16/93 at 8:53 a.m.

(2) COMPUSOFT, INC., a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows:

Adopting the new company name: COMPUTERSOFT, INC.

30478101

RECEIVED
93 FEB 16 AM 8 53

This amendment of the charter of the corporation has been approved by

(4) The Directors and Shareholders

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

(5) Secretary

(5) Paul Rodin Sr. President

3489 0945

LIBERO081 FOLIO0109

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 09A29 BUSINESS CODE _____ COUNTY 62

D3143070 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

- 10 _____ Expedited Fee
- 20 _____ Organ. & Capitalization
- 61 _____ Rec. Fee (Arts. of Inc.)
- 62 20 Rec. Fee (Amendment)
- 63 _____ Rec. Fee (Merger, Consol.)
- 64 _____ Rec. Fee (Transfer)
- 65 _____ Rec. Fee (Dissolution)
- 66 _____ Rec. Fee (Revival)
- 52 _____ Foreign Qualification
- 50 _____ Cert. of Qual. or Reg.
- 51 _____ Foreign Name Registration
- 13 _____ Certified Copy _____
- 56 _____ Penalty
- 54 _____ For. Supplemental Cert.
- 53 _____ Foreign Resolution
- 73 _____ Certificate of Conveyance

(New Name) Computersoft, Inc.

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change _____

76 _____ Certificate of Merger/Transfer

- 75 _____ Special Fee
- 80 _____ For. Limited Partnership
- 83 _____ Cert. Limited Partnership
- 84 _____ Amendment to Limited Partnership
- 85 _____ Termination of Limited Partnership
- 21 _____ Recordation Tax
- 22 _____ State Transfer Tax
- 23 _____ Local Transfer Tax
- 31 _____ Corp. Good Standing
- NA _____ Foreign Corp. Registration
- 87 _____ Limited Part. Good Standing
- 71 _____ Financial

CODE _____

ATTENTION: _____

600 _____ Personal

MAIL TO ADDRESS: _____

- Property Reports and late filing penalties
- 70 _____ Change of P.O., R.A. or R.A.A.
- 91 _____ Amend/Cancellation, For. Limited Part.
- 99 _____ Art. of Organization (LLC)
- 98 _____ LLC Amend, Diss, Continuation
- 97 _____ LLC Cancellation
- 96 _____ Reg. Foreign LLC
- 94 _____ Foreign LLC Supplemental
- 92 _____ LLC Good Standing (short)
- Other _____

Computersoft, Inc.
106 W. Piking Drive
Bel Air, MD 21014

TOTAL FEES 20

Check _____ Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: [Signature]

3489 09

ARTICLES OF AMENDMENT
OF
COMPUSOFT, INC.
CHANGING ITS NAME TO:
COMPUTERSOFT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 16, 1993 AT 8:53 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D3143070

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
COMPUSOFT, INC.
106 W. RIDING DR.
BEL AIR

MD 21014

161C3068012

A 414990
REC'D & RECORDED
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF 1993 JUN 22 AM 11:37

STATE DEPARTMENT OF ASSESSMENTS HARFORD CO.
AND TAXATION OF MARYLAND IN LIBER. FOLIO CHARLES G. HIOB. HI



LIBER 008 | FOLIO 111

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

2/16/93 at 12:00

The Board of Directors of Watsons Road Service, Inc., a corporation organized in Maryland on April 25, 1988, duly approved a resolution as follows:

That the principal office address and resident agent address of the corporation is changed to:

Randy E. Watson
627 Shore Dr.
Joppa, Maryland 21085

I, Randy E. Watson, certify under the penalties of perjury that to the best of my knowledge, information, and belief the foregoing resolution is true in all material aspects.

sign Randy E. Watson
2-15-93

WESTON CO
LINEN RECORD
1993

7499 106

30478708

LIBER0081 FOLIO 112

Governor [redacted]
LLOYD W. JONES
Director
PAUL B. ANDERSON
Administrator



Department of Assessment & Taxation
CHARTER DIVISION
Room 809
301 West Preston Street
Baltimore, Maryland 21201

Jm

DOCUMENT CODE 26 BUSINESS CODE _____ COUNTY 62
D2549442 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger, Consol.)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance

(New Name) _____

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change _____

76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	Limited Part. Good Standing
71	_____	Financial
600	_____	Personal

CODE _____
ATTENTION: _____

70	<u>10</u>	Property Reports and _____
91	_____	Late filing penalties
99	_____	Change of P.O., R.A. or R.A.A.
98	_____	Amend/Cancellation, For. Limited Part.
97	_____	Art. of Organization (LLC)
96	_____	LLC Amend, Diss, Continuation
94	_____	LLC Cancellation
92	_____	Reg. Foreign LLC
_____	_____	Foreign LLC Supplemental
_____	_____	LLC Good Standing (short)
_____	_____	Other _____

MAIL TO ADDRESS: _____
Randy Watson
PO Box 446
Joppa, Md 21085

TOTAL FEES _____
_____ Check 10 Cash
Documents on _____ checks

APPROVED BY: *A*

LIBER0081 FOLIO 113

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
WATSON'S ROAD SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 16, 1993 AT 12:00 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 10.00

SPECIAL
FEE PAID:

\$ _____

D2549442

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
RANDY WATSON
P.O. BOX 446
JOPPA

MD 21085

161C3068036



A 415012

REC'D & RECORDED _____

NO _____ FOLIO _____

RECORDED IN THE RECORDS OF HARFORD CO. 1993 JUN 22 AM 11:37

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER FOLIO
HARFORD CO.
CHARLES G. HOBBS, III

LIBER 0081 FOLIO 0114

APPROVED FOR PAYMENT

2/16/93 at 10:16a.m.

RECEIVED

ARTICLES OF INCORPORATION

OF

WOODLAND HILLS COMMUNITY ASSOCIATION, INC.

'93 FEB 16 AM 10 16
 MS

FIRST: I, the undersigned, Charles L. Vickers, Jr., whose post office address is 1911 Connolly Road, Fallston, Maryland 21047, being at least twenty-one (21) years of age, acting as incorporator, do hereby form a corporation pursuant to the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called "the Association") is WOODLAND HILLS COMMUNITY ASSOCIATION, INC.

THIRD: The Association is not formed for profit or pecuniary gain of any sort inuring to the benefit of the members thereof or to any individuals or corporations. The purposes for which the Association is formed are as follows:

(1) Its general purpose is to provide for the maintenance, preservation, and architectural control of the real property described in a Declaration of Covenants and Restrictions (hereinafter called the "Declaration") made by Brentwood Park, Inc., dated February 5, 1993, recorded among the Land Records of Harford County, Maryland in Liber C.G.H. No. 1915, folio 945, and with respect to the Common Areas therein described, to promote the health, safety and welfare of the residents and to enforce the covenants and restrictions described above within the residential community of Woodland Hills.

(2) For the general purpose aforesaid, the Association shall have the following specific purposes:

(a) To acquire by assignment or deed as the result of gift, purchase, or otherwise, and to own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise deal with or dispose of the Common Area within the aforesaid community of Woodland Hills, subject to all restrictions set forth in the aforesaid Declaration, other real property, and such personal property as may be necessary or proper for the conduct of the affairs of the Association;

(b) To exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the aforesaid Declaration and as the same may be amended from time to time as therein.

30478620 1655

LIBER 0081 FOLIO 115

provided; said Declaration being incorporated herein as if set forth at length;

(c) To establish, fix, make, impose, levy, collect and enforce payment of, by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(d) To purchase, lease, option or otherwise acquire, own, hold, preserve, develop, improve, build upon, manage, operate, maintain, convey, sell, exchange, rent, lease, dedicate for public use, or in any manner transfer or dispose of any real or personal property in connection with the affairs of the Association;

(e) To borrow or to raise money for any of the purposes of the Association, 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, upon authorization of two-thirds (2/3) of the members of each class of membership in the Association, voting separately thereon, to secure the payment of the money borrowed 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 Association;

(f) To dedicate or transfer all or any part of the Common Areas, property and facilities of the Association to any public agency, authority or utility for such purpose and subject to such conditions as may be agreed upon by the members, provided, however, that no such dedication, sale or transfer, in fee, shall be effective unless made by an appropriate instrument signed by two-thirds (2/3) of the members of each class of membership in the Association, consenting to such dedication or transfer at a special meeting of members duly called for such purpose, provided, however, that any such dedication or transfer shall also be subject to limitations providing for prior consent of the Federal Housing Administration and Veterans Administration as provided for in the Declaration.

(g) To participate in mergers and consolidations with other non-profit organizations, organized for the same purpose, as provided for in the Declaration, the By-Laws, or the Laws of the State of Maryland; however, any such merger or consolidation shall have the assent of two-thirds (2/3) of each class of members.

(h) To add to Woodland Hills as described in Exhibit A of the Declaration, at any time, and from time to time, additional residential property and Common Areas ("Additional Property"), provided that any addition of such other residential property and Common Areas shall have the assent of the majority of the members of the Association present and voting in person or by proxy on the question;

(i) To have and to exercise any and all powers, rights and privileges which a corporation organized under the non-stock, Non-Profit Corporation law of the State of Maryland by law may now or hereafter have or exercise, without limitation by the foregoing description of specific powers.

The Association is formed under the articles, conditions and provisions expressed herein and in the General Laws of this State. In no event, however, shall the Association: (i) carry on any propaganda or otherwise attempt to influence any legislation or any public administrative action; (ii) participate or intervene in any political campaign on behalf of any candidate for public office, by any means, including the publication or distribution or any statement for or against any such candidate; (iii) carry on any activity not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(4) of the Internal Revenue Code of 1954, or corresponding provisions of any future United States Internal Revenue law; or (iv) invest in or use any property in such a manner as to jeopardize its exemption from taxation under the aforesaid Section 501(c)(4) of the Internal Revenue Code of 1954, as now in force or hereafter amended.

FOURTH: The post office address of the principal office of the Association in this State is 1220 Churchville Road, Bel Air, Maryland 21014. The name and post office address of the resident agent of the Association in this State is Thomas E. Marshall, 30 Office Street, Bel Air, Maryland 21014. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Association shall have three (3) directors, which number may be increased or decreased pursuant to the By-Laws of the Association, but shall never be less than three nor more than seven (7); and the names of the directors who shall act until their successors are duly chosen and qualify are: CHARLES L. VICKERS, JR., CATHY R. VICKERS and THOMAS E. MARSHALL. No director need be a member of the Association.

SIXTH: The Association is not authorized or empowered to issue capital stock of any type or class. The Association is and shall be a membership corporation, and every person or entity who is a owner, as hereinafter defined, of a Lot now or hereafter laid out or established in

Woodland Hills for single-family residential use or any part of the Additional Property of Woodland Hills pursuant to the Declaration brought within the jurisdiction of the Association. Each member shall be designated either a Class A member or a Class B member. A description of each class of membership with the voting rights and powers of each class is as follows:

(1) Class A. Class A members shall be all Owners (except the Developer during such time as there shall be a Class B membership) of Lots which are subject to assessment by the Association under the terms of the Declaration, and shall be entitled to one vote for each such Lot so owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as the members among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

(2) Class B. The Class B member shall be the Developer, or its successors and assigns, if such successors or assigns should acquire two (2) or more undeveloped Lots from the Developer for the purpose of development, and shall be entitled to three (3) votes for each Lot owned.

(3) Conversion. The Class B membership shall cease and be converted to Class A membership upon the earlier to occur of the following two dates:

(a) The date on which the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership except where additional lands are annexed into the Association pursuant to the Declaration; or

(b) January 31, 1998.

The term "Owner", as used in these Articles, shall mean and include the person, firm, corporation, trustee, or legal entity, or the combination thereof, including contract sellers, holding record title to a Lot in Woodland Hills or any part of the Additional Property of Woodland Hills brought within the jurisdiction of the Association, subject by covenants of record to a lien for charges and assessments levied by the Association, as said Lot is now or may from time to time hereafter be created or established, either in his, her or its own name, or as joint tenants, tenants in common, tenants by the entirety, or tenancy in copartnership, if

the Lot is held in such real property tenancy or partnership relationship. If more than one person, firm, corporation, trustee, or other legal entity, or any combination thereof, hold the record title to any one Lot, whether in a real property tenancy, partnership relationship, or otherwise, all of same, as a unit, and not otherwise, shall be deemed a single owner and shall be or become a single member of the Association by virtue of ownership of such Lot.

If any single membership in the Association is comprised of two or more persons, firms, corporations, trustees or other legal entities, or any combination thereof, then each constituent may cast such portion of the vote of the member as shall equal his, her or its proportionate interest in the Lot or Lots held by said member, provided, however, that if only one votes, he, she, or it may cast the entire vote of the member and such act shall bind all.

The term "Owner", however, shall not include any contract purchaser, nor the owner of any redeemable ground rent issuing out of any Lot, nor shall it include any mortgagee, trustee or other grantee named in any mortgage, deed of trust or other security instrument covering any Lot, designed solely for the purpose of securing performance of an obligation or payment of a debt. Membership in the Association shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

SEVENTH: The duration of the Association shall be perpetual.

EIGHTH: The Association may be dissolved only under and in accordance with the laws of the State of Maryland, provided such dissolution first be authorized, in writing, signed by not less than two-thirds (2/3) of the

members of the Association, or, if there be more than one class of members, then by not less than two-thirds (2/3) of each class of members of the Association, computed separately. Upon any dissolution of the Association, after discharge of all corporate liabilities, the Board of Directors shall dispose of the assets of the Association, by dedication thereof to an appropriate public agency or nonprofit organization to be used for purposes similar to those for which the Association was formed. In the event that such dedication is refused, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or other organization as shall at the time qualify as an organization or organizations exempt from taxation under Section 501(c) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Revenue laws, as the Board of Directors may determine, preferably to a semi-public agency, to be used in furthering, facilitating or effectuating purposes similar to those for which the Association was formed.

Ninth: Amendment of these Articles shall require the assent of two-thirds (2/3) of the membership of the Association.

TENTH: As long the Class B membership has voting control of the Association, and if any Lot is security for a mortgage or deed of trust insured by the Federal Housing Administration or guaranteed by the Veterans Administration, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: amendment of these Articles or By-Laws of the Association; amendment of the Declaration except by filing a supplemental declaration as provided for therein; conveyance or mortgage of the Common Area or dedication of Common Area to the public; merger or consolidation of the Association with any other

entity or the sale, lease or exchange or other transfer of all or substantially all of the assets of the Association to any other entity; or the dissolution of the Association.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 5th day of February, 1993.

Charles L. Vickers
CHARLES L. VICKERS

TEM/167:bp-wdld.art

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 0238 BUSINESS CODE 004 COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	_____	Expedited Fee
20	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger, Consol.)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance

- (New Name) _____
- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change _____

76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	Limited Part. Good Standing
71	_____	Financial
600	_____	_____ Personal
	_____	Property Reports and late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
99	_____	Art. of Organization (LLC)
98	_____	LLC Amend, Diss, Continuation
97	_____	LLC Cancellation
96	_____	Reg. Foreign LLC
94	_____	Foreign LLC Supplemental
92	_____	LLC Good Standing (short)
_____	_____	Other _____

CODE 139

ATTENTION: Thomas E. Marshall

MAIL TO ADDRESS: _____

TOTAL FEES _____ 40 Check _____ Cash

Documents on _____ checks

APPROVED BY: A

NOTE:

ARTICLES OF INCORPORATION
OF
WOODLAND HILLS COMMUNITY ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **FEBRUARY 16, 1993** AT **10:16** O'CLOCK **A.M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D3602802

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO: **THOMAS E. MARSHALL**
STARK AND KEENAN
30 OFFICE STREET
BEL AIR

MD 21014

162C3068066



A 415048

REC'D & RECORDED _____

NO _____ FOLIO _____

1993 JUN 22 AM 11:37

RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

HARFORD CO.

CHARLES G. HOB. III

CLERK

3489 1654

LIBER 0081 FOLIO 123

2-17-93 at 8:43a.m.
Articles of Incorporation

of

RYCO, INC.

A Maryland Close Corporation Organized
Pursuant to Title 4 of the Corporations and
Associations Article of the Annotated Code of Maryland

Article 1. Incorporation. The undersigned, Paul Jednorski, whose post office address is 25 West Chesapeake Avenue, Suite 212, Towson, Maryland 21204, being at least 18 years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

Article 2. Name. The name of the corporation, hereinafter referred to as the Corporation, is RYCO, INC.

Article 3. Close Corporation. The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

Article 4. Duration. The Corporation shall have perpetual duration.

Article 5. Purposes. The purposes for which the Corporation is formed are:

a. To market/distribute toys, sporting equipment, and related products, to perform all necessary or proper services related thereto and activities in connection therewith, and to engage in any other lawful purpose or business;

b. To do anything permitted by the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

Article 6. Principal office and registered agent. The post office address of the principal office of the Corporation in Maryland is 1426 Wabash Court, Bel Air, Maryland 21015. The name and post office address of the resident agent of the Corporation in Maryland is Paul Jednorski, Esquire, 25 West Chesapeake Avenue, Suite 212, Towson, Maryland 21204. Such resident agent is a citizen of the State of Maryland and actually resides therein.

Article 7. Capital Stock. The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock without par value.

RECEIVED

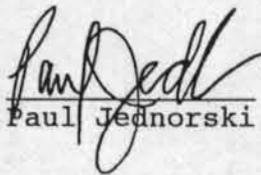
30488270

LIBER 0081 FOLIO 124

Article 8. Election to have no board of directors. After the completion of the organizational meeting of the director and the issuance of one (1) or more shares of the stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one (1) director whose name is Frank S. Donahue.

Article 9. Exculpation of directors and officers. No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually rendered, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or a failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 16th day of February, 1993, and I acknowledge the same to be my act.


Paul Jednorski

LIBER0081 FOLIO 125

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger, Consol.)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	_____ Change of Name
66		Rec. Fee (Revival)	_____ Change of Principal Office
52		Foreign Qualification	_____ Change of Resident Agent
50		Cert. of Qual. or Reg.	_____ Change of Resident Agent
51		Foreign Name Registration	_____ Address
13		_____ Certified Copy _____	_____ Resignation of Resident Agent
56		Penalty	_____ Designation of Resident Agent
54		For. Supplemental Cert.	_____ and Resident Agent's Address
53		Foreign Resolution	_____ Other Change _____
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	CODE _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	ATTENTION: _____
23		Local Transfer Tax	
31		_____ Corp. Good Standing	
NA		Foreign Corp. Registration	
87		_____ Limited Part. Good Standing	
71		Financial	
600		_____ Personal	
		Property Reports and _____	MAIL TO ADDRESS: _____
		late filing penalties	
70		Change of P.O., R.A. or R.A.A.	<u>Paul Jednorski</u>
91		Amend/Cancellation, For. Limited Part.	<u>Attorney at Law</u>
99		Art. of Organization (LLC)	<u>Suite 212</u>
98		LLC Amend, Diss, Continuation	<u>25 West Chesapeake Ave.</u>
97		LLC Cancellation	<u>Towson, Md. 21204</u>
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		_____ LLC Good Standing (short)	
		Other _____	

TOTAL FEES _____ 40 Check _____ Cash

Documents on _____ checks

APPROVED BY: A

NOTE:

3489 1691

ARTICLES OF INCORPORATION
OF
RYCO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 17, 1993 AT 8:43 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3602877

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
PAUL JEDNORSKI, ATTORNEY AT LAW
25 WEST CHESAPEAKE AVENUE, #212
TOWSON MD 21204

162C3068073



REC'D **AR 418054**
NO FOLIO

1993 JUN 22 AM 11:37

RECORDED IN THE RECORDS OF THE
HARFORD CO.
STATE DEPARTMENT OF ASSESSMENTS
CLERK CHARLES G. HIOB. III

AND TAXATION OF MARYLAND IN LIBER. FOLIO

2489 1698

LIBER 0081 FOLIO 0127

AND TAXATION
APPROVED FOR PAYMENT

2/18/93 at 9:57a.m.

ARTICLES OF AMENDMENT
OF
PAUL CHAMBERLAIN & ASSOCIATES, INC.

THIS IS TO CERTIFY:

Paul Chamberlain & Associates, Inc., a Maryland corporation, having its principal office at 414 Ellis Lane, Bel Air, Maryland 21014 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking in its entirety Article SECOND and by substituting in lieu thereof the following:

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

CHAMBERLAIN & ASSOCIATES, INC.

The Corporation shall be a close corporation as authorized by Title Four of the Corporations and Associations Article of the Annotated Code of Maryland, as amended."

SECOND: The Charter of the Corporation is hereby amended by striking in its entirety Article FOURTH and by substituting in lieu thereof the following:

"FOURTH: The post office address of the principal office of the Corporation in this State will be located at 414 Ellis Lane, Bel Air, Maryland 21014. The Resident Agent of the Corporation is Maureen Chamberlain, whose post office address is 414 Ellis Lane, Bel Air, Maryland 21014. Said Resident Agent is an individual, a citizen of the State of Maryland, and actually resides therein."

RECORDED
'93 FEB 19
PM 9 57

30478424

3499 2184

LIBER0081 FOLIO 128

THIRD: The Charter of the Corporation is hereby amended by striking in its entirety Article FIFTH and by substituting in lieu thereof the following:

"FIFTH: 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 one class and are designated common stock, described as follows:

a. Dividend Rights: The holders of the stock known as "Common Stock" shall be entitled to receive, when and as declared by the Stockholders, such dividends as may be declared from time to time out of the assets of the Corporation legally available therefore.

b. Liquidation Rights: Upon the dissolution, liquidation, or winding up of the Corporation, all the assets of the Corporation shall be distributed ratably among the holders of the shares of the Common Stock at the time outstanding.

c. Voting Rights: At all meetings of the Stockholders of the Corporation, each holder of the Common Stock shall have one (1) vote for each share held by him on record.

d. Transfer: No stocks of this Corporation shall be transferrable unless the approval of all of the stockholders has been granted by a signed instrument."

FOURTH: The Charter of the Corporation is hereby amended by striking in its entirety Article SIXTH and by substituting in lieu thereof the following:

"SIXTH: The Corporation shall have one (1) director, namely, Paul Chamberlain, and he shall act as such until the first organizational meeting of the Corporation and the issuance of one or more shares of stock of the Corporation. After the completion of the organizational meeting and the issuance of one or more shares of stock of the Corporation,

the Corporation shall have no Board of Directors and the majority or unanimous consent by agreement of all holders of common stock shall be required in managing the affairs and business of the Corporation."

FIFTH: The Charter of the Corporation is hereby amended by striking in their entirety Articles SEVENTH, EIGHTH and NINTH and by substituting in lieu thereof the following:

"SEVENTH: (1) As used in this Article SEVENTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Articles of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification Section.

(2) The Corporation shall indemnify a present or former stockholder or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

(3) With respect to any corporate representative other than a present or former stockholder or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former stockholder or officer unsuccessfully defends on the merits or otherwise any proceeding referred to in subsections (b) and (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall not indemnify such corporate representative other than a present or former stockholder or officer under the Indemnification Section unless and until it shall have been determined and authorized in the specific case by an affirmative vote, at a duly constituted meeting of a majority of all the votes cast by stockholders who were not parties to the proceedings, that indemnification of such corporate representative other than a present or former stockholder or officer is proper in

the circumstances.

EIGHTH: To make, adopt and alter By-Laws not inconsistent with the law or with its charter for regulating the government of the Corporation and for the administration of its affairs.

NINTH: The duration of the Corporation shall be perpetual."

SIXTH: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Articles of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendments and by written informal action unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Articles of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, Paul Chamberlain & Associates, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 11th day of February, 1993, and its President acknowledges that these Articles of Amendment are the act and deed of Paul Chamberlain & Associates, Inc. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

Maureen Chamberlain
Maureen Chamberlain
Secretary

PAUL CHAMBERLAIN & ASSOCIATES, INC.

BY: *Paul E. Chamberlain*
Paul E. Chamberlain
President

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 09A2.8 BUSINESS CODE 03 COUNTY 62
D2200525 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	<u>20</u>	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger, Consol.)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance
76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	Limited Part. Good Standing
71	_____	Financial
600	_____	Personal
	_____	Property Reports and late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
99	_____	Art. of Organization (LLC)
98	_____	LLC Amend, Diss, Continuation
97	_____	LLC Cancellation
96	_____	Reg. Foreign LLC
94	_____	Foreign LLC Supplemental
92	_____	LLC Good Standing (short)
_____	_____	Other _____

(New Name) Chamberlain & Associates, Inc

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change Change to a Close Corp

CODE _____

ATTENTION: _____

MAIL TO ADDRESS: Gregory A. Rapisarda, P.A. Attorney at Law P.O. Box 377, 22 W. Pennsylvania Ave. Bel Air, Md 21014

TOTAL FEES 20 Check Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: JMT

2489 2189

ARTICLES OF AMENDMENT
OF
PAUL CHAMBERLAIN & ASSOCIATES, INC.
CHANGING ITS NAME TO:
CHAMBERLAIN & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **FEBRUARY 18, 1993** AT **9:57** O'CLOCK **A.M.** AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ **20.00**

SPECIAL
FEE PAID:

\$ _____

D2200525

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
GREGORY A. RAPISARDA, P.A.
P.O. BOX 377
22 W. PENNSYLVANIA AVE.
BEL AIR MD 21014

162C3068173



A 415139
REC'D & RECORDED _____
NO _____ FOLIO _____

RECORDED IN THE RECORDS OF THE **1993 JUN 22 AM 11:37**

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO
HARFORD CO. CHARLES G. HIOB. III CLERK 3499-2187

LIBER 0081 FOLIO 0134

RECEIVED
'93 FEB 17 AM 8 55

KEN'S CLEANING SERVICES, INC.
A Maryland Close Corporation
ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLE 1

APPROVED FOR RECORD

2-17-93 at 8:55 a.m.

I, Kenneth J Breece whose post office address is 2825 Meredith Court, Abingdon, Maryland 21009, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations, intend to form a Close Corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

ARTICLE II

The name of the corporation (which is hereafter referred to as the Corporation) is:

KEN'S CLEANING SERVICES, INC.

ARTICLE III

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

(1) To operate a cleaning services business and in general to do every act and thing commonly done by a cleaning service and everything necessary, suitable, and proper for the accomplishment of any of the purposes herein set forth.

(2) To acquire, hold, sell, assign, transfer, mortgage, ^{2489 2636}pledge, or otherwise dispose of any and all equipment necessary for the operation of the Corporation.

LIBER 0081 FOLIO 135 30488252

(3) To acquire, hold, own, dispose of, and generally deal in and deal with any and all grants, options, licenses, concessions, franchises, and contracts or any interest therein or rights appertaining thereto; to cause to be formed and to create and to aid in anyway in the formation of any corporation, domestic or foreign.

(4) To acquire and pay for in cash, stock, or bonds of the Corporation or otherwise, the goodwill, trade marks, copyrights, rights, franchises, assets, and property, in whole or in part, of any person or corporation, as a going concern or otherwise, and/or to undertake to assume the whole or any part of the obligations or liability of any person, firm, association, or corporation insofar as may be permitted by said laws of the State of Maryland; 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 in and about the conduct and management of such business.

(5) To purchase or otherwise acquire, hold, own, lease, or otherwise obtain and sell, mortgage, or otherwise dispose of and deal in real property, wheresoever situated and whether improved or unimproved and however improved, and any and all interests therein; and improve, alter, and/or rebuild the same in any way; to construct, purchase, or otherwise dispose of any and all works, plants, and buildings of every kind and description.

(6) To borrow money, issue bonds, debentures, notes, and other obligations, secured and unsecured, for monies borrowed or in payment for property acquired or for any other objects and purposes^{2489 2637} of the Corporation in connection with transaction of any part of its business: To guarantee the payment of principle and interest

LIBER 0081 FOLIO 136

upon bonds or other performances of the contracts or other obligations of any other corporation, co-partnership, or individual insofar as and to the full extent permitted by the said laws of the State of Maryland.

(7) To in general carry on business in connection with the foregoing objects, the foregoing to be construed both as to objects and powers, not to limit or restrict in any manner the exercise of all powers conferred by the general corporate laws of the State of Maryland.

ARTICLE IV

The principle office of the Corporation in the State of Maryland will be maintained at: 2825 Meredith Court, Abingdon, Maryland 21009. The resident agent of the corporation shall be Kenneth J Breece, whose business post office address is: 2825 Meredith Court, Abingdon, Maryland 21009. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE V

The Corporation shall exist as a Close Corporation until such time as the stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE VI

The Corporation shall have three (3) directors: Kenneth J Breece, Lisa Ann Breece and Sheldon Breece, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

7489 2639

LIBER0081 FOLIO0137

ARTICLE VII

The total amount of the authorized stock of the Corporation is one thousand (1,000) shares of common stock of no par value.

ARTICLE VIII

The Corporation upon unanimous approval of the stockholders reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law.

ARTICLE IX

The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I the undersigned incorporator has hereunto set his hand for the purpose of forming this Corporation under the laws of the State of Maryland and hereby acknowledges and files in the office of the State of Maryland, these Articles of Incorporation and certified that the facts herein are true on this 17th day of February, 1993. IN WITNESS WHEREOF, I have signed these Articles and acknowledge same to be my act.

WITNESS:

Dennis Beechuk

Kenneth J. Breece
KENNETH J BREECE

3489 2639

LIBER0081 FOLIO 138

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10		Expedited Fee
20	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger, Consol.)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
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NA		Foreign Corp. Registration
87		Limited Part. Good Standing
71		Financial
600		_____ Personal
		Property Reports and _____
		late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
99		Art. of Organization (LLC)
98		LLC Amend, Diss, Continuation
97		LLC Cancellation
96		Reg. Foreign LLC
94		Foreign LLC Supplemental
92		LLC Good Standing (short)
		Other _____

(New Name) _____

_____ Change of Name

_____ Change of Principal Office

_____ Change of Resident Agent

_____ Change of Resident Agent Address

_____ Resignation of Resident Agent

_____ Designation of Resident Agent and Resident Agent's Address

_____ Other Change _____

CODE _____

ATTENTION: Dennis J. Sechuk

MAIL TO ADDRESS: _____
Belcher and Sechuk Associates

103 North Main St
Bel Air, Md. 21014-1064

TOTAL FEES _____ 40 Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: A

ARTICLES OF INCORPORATION
OF
KEN'S CLEANING SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 17, 1993 AT 8:55 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3603974

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
BELCHER AND SEECHUK ASSOCIATES
103 NORTH MAIN STREET
BEL AIR MD 21014 1064

163C3068260



A 415229
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF THE 1993 JUN 22 AM 11:37

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN HARFORD CO.
CLERK CHARLES G. HIOB. III

LIBER FOLIO 3429 2635

LIBER 0081 FOLIO 0140

THE ABERDEEN PROVING GROUND SUPERFUND CITIZENS
COALITION, INC.

ARTICLES OF INCORPORATION

FIRST: The undersigned,

1. Helen M. Richick
517-A Trimble Road
Joppa, Maryland 21085

2. Terry D. Stancill
3133 Harmony Church Road
Darlington, Maryland 21034

3. Diannalea Hughes
212 Fox Hall Drive
Bel Air, Maryland 21014

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

2/22/93 at 1:07 .m.

1993 FEB 22 P 1:07

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 "The Aberdeen Proving Ground Superfund Citizens Coalition, Inc."

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

1. The Corporation is organized and shall be operated exclusively as a non-profit organization for such purposes to conduct an organization which shall work with The Aberdeen Proving Ground Installation Restoration Program, and the Environmental Protection Agency and other similar government agencies pursuant to Section 117(e) of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 (CERCLA) as amended, 42 U.S.C. 9617(e), which created the Superfund for environmental

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

LIBER0081 FOLIO0141

30548125 3489 2745

cleanup at government and non-government locations contaminated by defined substances. This particular organization shall act as a community representative regarding federal government environmental cleanup activities at the Aberdeen Area and Edgewood Area of the Aberdeen Proving Ground. The Corporation shall inform the population of the surrounding political entities as to environmental cleanup activities and shall be a means for public input with regard to the environmental cleanup activities at the aforementioned military installation sites. The Corporation shall have a representative community based board of directors to be the leadership of the Corporation.

2. For the purposes aforesaid, the Corporation shall have the following powers:

a. To raise funds by solicitations, reimbursement for services provided or equipment used, business enterprises, borrowing, grants, donations, gifts or bequests from foundations, the general public, businesses, charities or government agencies.

b. Accept and receive contributions of services, and money and property of every kind and description by gift, subscription, devise, bequest, or otherwise.

c. Buy, build, lease, sell, mortgage, manage or otherwise deal with real or personal property.

-2-

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
DEL AIR, MD 21014
(410) 879-1003

3489 2746

LIBER0081 FOLIO 142

d. Enter into contracts or agreements of any kind.

e. To hold, invest, reinvest, and manage money and property and to use the principal and income thereof.

f. To borrow money and execute and issue promissory notes, bonds, debentures, and other evidence of indebtedness, from time to time, for any lawful corporate purpose and to mortgage, pledge and otherwise charge any and all of its property and other assets to secure the payment thereof.

g. To do all and everything necessary, suitable and proper for the accomplishment of any of the objects or purposes herein before mentioned, either alone or in association with individuals, charitable organizations, associations, partnerships, or other corporations, including federal, state, and county and municipal bodies and authorities in general.

h. To do any and all things which a natural person could do, or which may now or hereinafter be authorized by law, and it is the intention that the foregoing enumeration of specific powers shall not be held to limit or restrain in any manner the general powers of this Corporation as conferred by law.

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

-3-

3489 2747

LIBER0081 FOLIO0143

3. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of the Corporation shall be to carry on propaganda, or otherwise attempt to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office. All corporation services are provided without regard to sex, age, race, color, creed, occupation, marital status, national origin, handicap, political opinion or personal appearance. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States revenue law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States revenue law).

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

-4-

3489 2748

LIBER008 | FOLIO | 44

5. It is the intention that the objects of this Article Third shall not unless otherwise specified herein be in any way limited to, restricted by reference to, or influence from the terms of 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 as not intended as exclusive or as a waiver of any of the powers, rights, or privileges granted or conferred by law of the said State now or hereinafter in force.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 517-A Trimble Road, Joppa, Maryland 21085. The name and post office address of the Resident Agent of the Corporation is Helen M. Richick, 517-A Trimble Road, Joppa, Maryland 21085. Said Resident Agent is a citizen of the State of Maryland and resides therein.

FIFTH: The Corporation shall not be authorized to issue capital stock.

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

-5-

3489 2749

LIBER0081 FOLIO0145

SIXTH: After the completion of the organization meeting of Directors, the Corporation shall continue to be governed by the Board of Directors. The Corporation shall have three directors, whose names are Helen M. Richick, Terry D. Stancill, and Diannalea Hughes. The Board of Directors shall consist of no less than three members. Said number may be increased by majority vote of the Board.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation the 13th day of Feb, 1993

Helen M. Richick
HELEN M. RICHICK

Terry D. Stancill
TERRY D. STANCILL

Diannalea Hughes
DIANNALEA HUGHES

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
DEL AIR, MD 21014
(410) 879-1083

-6-

3489 2750

LIBER0081 FOLIO0146

STATE OF MARYLAND

To Wit:

COUNTY OF HARFORD

I HEREBY CERTIFY that on this 13th day of February, 1993, before me the subscriber, a Notary Public of the State of Maryland, in and for the County of Harford, aforesaid, personally appeared HELEN M. RICHICK, TERRY D. STANCILL and DIANNALEA HUGHES, and they acknowledged the foregoing Articles of Incorporation to be their act.

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


NOTARY PUBLIC

My Commission Expires: Feb 1995



-7-

BERNARD P. KOLE
ATTORNEY AT LAW
432 SOUTH MAIN ST.
BEL AIR, MD 21014
(410) 879-1083

7489 2751

LIBER0081 FOLIO0147

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 62

_____ P.A. _____ Religious _____ Close _____ Stock Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	<u>70</u>	Expedited Fee	(New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger, Consol.)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____ Change of Name
66	_____	Rec. Fee (Revival)	_____ Change of Principal Office
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Change of Resident Agent
51	_____	Foreign Name Registration	_____ Address
13	<u>21</u>	<u>2</u> Certified Copy <u>14</u>	_____ Resignation of Resident Agent
56	_____	Penalty	_____ Designation of Resident Agent
54	_____	For. Supplemental Cert.	_____ and Resident Agent's Address
53	_____	Foreign Resolution	_____ Other Change _____
73	_____	Certificate of Conveyance	_____

76 _____ Certificate of Merger/Transfer

75 _____ Special Fee

80 _____ For. Limited Partnership

83 _____ Cert. Limited Partnership

84 _____ Amendment to Limited Partnership

85 _____ Termination of Limited Partnership

21 _____ Recordation Tax

22 _____ State Transfer Tax

23 _____ Local Transfer Tax

31 _____ Corp. Good Standing

NA _____ Foreign Corp. Registration

87 _____ Limited Part. Good Standing

71 _____ Financial

600 _____ Personal

Property Reports and _____

70 _____ Change of P.O., R.A. or R.A.A.

91 _____ Amend/Cancellation, For. Limited Part.

99 _____ Art. of Organization (LLC)

98 _____ LLC Amend, Diss, Continuation

97 _____ LLC Cancellation

96 _____ Reg. Foreign LLC

94 _____ Foreign LLC Supplemental

92 _____ LLC Good Standing (short)

Other _____

CODE _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Helen Richick

517-A Trumble Rd

Joppa, Md 21085

TOTAL FEES 131

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

CERTIFIED COPY MADE 489 2753

ARTICLES OF INCORPORATION
OF
THE ABERDEEN PROVING GROUND SUPERFUND CITIZENS
COALITION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 22, 1993 AT 1:07 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3604204

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
HELEN RICHICK
517-A TRIMBLE ROAD
JOPPA

MD 21085

163C3068283



REC'D & RECORDED
NO. _____ FOLIO _____
A 415244

RECORDED IN THE RECORDS OF THE
1993 JUN 22 AM 11:37

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND IN LIBER, FOLIO.
HARFORD CO. CHARLES G. HIOB. III
CLERK

LIBER0081 FOLIO 149

A.M.H. BRIDAL CONSULTANTS, INC.

9b
A Maryland Close Corporation,
Organized Pursuant to Title 4 of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION 2/19/93

RECEIVED
93 FEB 19 AM 9 24
924

FIRST: I, Paul A. Harper, whose post office address is 7206 Belair Road, Baltimore, Maryland 21206, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is A.M.H. BRIDAL CONSULTANTS, INC..

THIRD: The Corporation shall be a close corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

FOURTH: The purposes for which the Corporation is formed are:

(1) To own, carry on and conduct the business of operating a wedding and bridal consulting business and to do any and all things necessary to conduct said business.

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as may be amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 1509 Houndslow Court, Bel Air, Maryland 21014. The name and post office address of the Resident Agent of the Corporation is ARLENE M. HILDEBRANDT, 1509 Houndslow Court, Bel Air, Maryland 21014. Said Resident Agent is an individual actually residing in this State.

30508465

3490 0120

LIBER0081 FOLIO 150

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000) shares of common stock, without par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is ARLENE M. HILDEBRANDT.

EIGHTH: The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17th day of February, 1993, and I acknowledge the same to be my act.

WITNESS

Eileen P. Banett

Paul A. Harper
Paul A. Harper

AIAMH29

LIBER0081 FOLIO0151

3490 0121

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

DOCUMENT CODE 029m BUSINESS CODE 03 COUNTY 62

_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	(New Name)
10		Expedited Fee	
20	<u>20</u>	Organ. & Capitalization	
61		Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger, Consol.)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	
66		Rec. Fee (Revival)	
52		Foreign Qualification	
50		Cert. of Qual. or Reg.	
51		Foreign Name Registration	
13		Certified Copy	
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	
80		For. Limited Partnership	
83		Cert. Limited Partnership	
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corp. Registration	
87		Limited Part. Good Standing	
71		Financial	
600		Personal	
		Property Reports and late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
99		Art. of Organization (LLC)	
98		LLC Amend, Diss, Continuation	
97		LLC Cancellation	
96		Reg. Foreign LLC	
94		Foreign LLC Supplemental	
92		LLC Good Standing (short)	
		Other	

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change

CODE _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Paul Harper
7206 Belair Rd
Belt Md 21206

TOTAL FEES 40

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

3490 0122

ARTICLES OF INCORPORATION
OF
A.M.H. BRIDAL CONSULTANTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 19, 1993 AT 9:24 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3604758

TO THE CLERK OF THE COURT OF

HARFORD 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.

RETURN TO:
PAUL HARPER
7206 BELAIR RD.
BALTIMORE

MD 21206

163C3068338



A 415285
REC'D & RECORDED
NO FOLIO

RECORDED IN THE RECORDS OF THE
1993 JUN 22 AM 11:37

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND
CHARLES G. HIOB. III
CLERK

3490 0119

LIBER 0081 FOLIO 153

1933

FINEN BEGONN
MELON CO
BANKON