1960	Aetna Finance Co., of Cumberland, Maryland	Articles of Incorporation	58
1960	Allegany Watchman's Service, Inc.	Articles of Incorporation	41
1960	Automotive Supply, Inc.	Articles of Incorporation	86
1960	Allen's Liquors, Inc.	Articles of Incarporation	150
1960	American Board of General Practice, Inc.	Articles of Incorporation	132
1960	Aircon Engineering, Inc.	Articles of Incorporation	241
1961	Algonquin Associates, Inc.	Articles of Incarporation	417
1961	Allegany Instrument Company, Inc.	Articles of Dissolution	580

1960	Bernstein, L., Jewelry Co.	Articles of Incorporation	74
1960	Bauer Wholesale Lumber and Supply Company, Inc.	Articles of Incorporation	183
1960	Barrellsville Outdoor Club, Inc.	Articles of Incorporation	255
1960	Burton's, Incorporated	Articles of Amendment	359
1960	Biltwell Fabricating Company	Articles of Incorporation	365
1961	Caporale, (David M.) Bakery, Inc. (The)	Articles of Incorporation	467
1961	Burkett Oldsmobile, Inc.	Articles of Incorporation	504
1961	B. U. H. Drug, Inc.	Articles of Incorporation	542
19			

C

1960	Cumberland Bethel Church of The Nazarenes, Inc. (The)	Articles of Incorporation	32
1960	Columbia Street Wildcats	Articles of Incorporation	1 4
1960	Cumberland Lodge No. 271, Loyal Order of Moose, Inc.	Articles of Incorporation	67
1960	Copitytipper, Inc. - Resident Agent changed from Wm. C. Gilchrist to James Alfred Avisett	Change of Principal office & Resident Agent	211
1960	Continental Motel, Inc.	Articles of Incorporation	258
1960	Campground Corporation	Articles of Incorporation	330
1960	Cresaptown Assembly of God Church, Inc.	Articles of Incorporation	338
1960	Church of the Nazarene, Frostburg, Maryland, Inc.	Articles of Incorporation	372
1961	Coal Cleaning, Inc.	Articles of Amendment	427
1961	Concord Mining Corporation	Articles of Incorporation	432
1961	Custom Floors, Inc.	Articles of Incorporation	477
1961	Cumberland Lenicabo Mercury, Inc.	Articles of Incorporation	473
1961	Caporale (David M.) Bakery Inc	Articles of Incorporation	467

D

1961	David M. Caporale Bakery, Inc. (The)	Articles of Incorporation	467
1961	Down Town Parking Corporation	Articles of Amendment	491

E

1960	El Fidel Club, Inc.	Articles of Incorporation	63
1960	Everline, C. J., and Son, Inc.	Articles of Incorporation	96
1960	Eiler, Inc.	Articles of Reduction	227

F

1960	Footers Cleaners, Inc.	Articles of Incorporation	106
1960	F M V Transportation Co.	Articles of Incorporation	140
1960	Friends Aware of Handicapped Children of Potomac Valley, Inc.	Articles of Incorporation	127
1960	First State Bank of Grantsville with Liberty Trust Company	Merger Agreement.	
1961	Footers Cleaners, Inc.	Stock Issuance Statement	377
1961	The Fayette Company of Cumberland, Maryland, Inc.	Articles of Incorporation	401
1961	Frostburg Lodge, Number 348, Loyal Order of Moose, Inc.	Articles of Revival	576
		—	—
1961	Frostburg Sesquicentennial, Inc.	Articles of Incorporation	611

G

1960	Green-Hartman Appliances, Inc. Changed to: Green Appliances, Inc.	Articles of Revival	237
1960	Gratton Ford, Inc.	Articles of Incorporation	268
1960	Growden Construction Co.	Articles of Incorporation	320

G

1960	Health Research and Services Foundation, Inc.	}	Articles of Incorporation	8
1960	H. & D. Amusement Co.		Articles of Incorporation	159
1961	Hafer Corporation		Articles of Incorporation	389
1961	Hill Toy and Novelty Company, Inc.		Articles of Incorporation	548

I

1961	Interstate Coal Co., Inc.	Articles of Incorporation	605

1960	Jackson Television Co., Inc.		Articles of Incorporation	166

K

1960	Kelsey Mining Co., Inc		Articles of Incorporation	173
1960	Keyser Television Co., Inc.		articles of Revival	250

K

1960	Local 1874 TWUA Realty Corp	Articles of Incorporation	179
1960	Liberty Trust Company with (First State) Bank of Grantsville)	Merger Agreement	284
1960	Lonaconing Health Center, Inc.	Articles of Amendment	301
1961	Liberty Milk Company, Inc.	Articles of Amendment	487
1961	Laskley Masonry Company, Inc.	Articles of Incarporations	528
1961	Lapp, (R. H.) & Sons, Inc.	Articles of Incarporatio	589
1961	La Vale Century Club, Inc.	Articles of Revival	586

M

1960	Moose, Loyal Order of, Cumberland Lodge No. 271, Inc	Articles of Incorporation	67
1960	Moran G. M. C. Sales, Inc.	Articles of Incorporation	123
1960	Moran G. M. C. Sales, Inc., changing its name to Moran G. M. C. Truck Sales, Inc.	Articles of Amendment	208
1960	Macy Insurance Agency, Inc.	Articles of Incorporation	222
1960	Mineral Hospital Corporation (The)	Articles of Incorporation	314
1960	Mirjean, Incorporated	Articles of Incorporation	348
1960	Moran Coal Co.	Articles of Incorporation	23
1960	Morris Motor Express, Inc. (The) changing its name to Morris Motor Express	Articles of Amendment	1
1960	Marie's, Inc.	Articles of Incorporation	194
1960	Mt. Savage Refractories Company (The)	Articles of Revival	357
1960	Morris Motor Express, Inc.	Articles of Amendment	362
1961	M G W T. V. Association, Inc.	Articles of Incorporation	441
1961	Maryland Mills, Inc.	Articles of Amendment	537
1961	Mobile Home Village, Inc.	Articles of Incorporation	560
1961	M & D Corporation	Articles of Incorporation	555
1961	Motel Marketing Associates, Inc.	Articles of Incorporation	565
1961	M Y B Corporation	Articles of Incorporation	596

~~1960~~	Moran Coal Company	Articles of Incorporation	23
1960	(The) Morris ~~Motor Express, Inc.~~ Changing its name to Morris Motor Express,	Articles of Amendment	1
~~1960~~	~~Maris, Inc.~~	~~Articles of Incorporation~~	~~194~~

SEE PRECEDING PAGE "M"

N

1961	Nave's Crossroads Market, Incorporated	Articles of Incorporation	426

1960	Olive's Grove Methodist Church, Inc.	}	Articles of Incorporation	4

1960	Penn-Mar Motor Co. (The)	Articles of Incorporation	262
1960	Potomac Coal Company of Allegany County	Articles of Dissolution	296
1960	Penn-Mar Motor Company (The)	Stock Issuance Statement	342
1960	Purple Heart Club, Inc. (The)	Articles of Incorporation	344
1961	Potomac Valley Revival Center, Inc.	Articles of Incorporation	454
1961	Pifalo and Costello, Inc.	Articles of Incorporation	532

Q

1960	Queen City Realty Company		Articles of Revival	83
1961	Queen City Realty Company (The)		Articles of Dissolution	498

D
R

1960	Rosewood Company (The) Sale and Transfer to Harry A. and Thelma V. Willison	Articles of Sale and Transfer	28
1960	Rose Tree Foundation, Inc.	Articles of Revival	205
1960	Robinson Plumbing + Heating Co., Inc.	Articles of Incorporation	231
1961	Rosenbaum Enterprises, Inc.	Articles of Incorporation	380
1961	Road Runners Karting Club (The)	Articles of Incorporation	397

S

1960	Shinnamon's, Inc.	Articles of Incorporation	213
1960	Save on Foods, Inc.	Articles of Dissolution	277
1961	South Cumberland Businessmens Association, Inc. (The)	Articles of Dissolution	405
1961	South Cumberland Business and Civic Association, Inc. (The)	Articles of Incorporation	410
1961	Speed Wash LaVale, Inc.	Articles of Incorporation	521
1961	Shawnee Girl Scout Council Inc.	Articles of Incorporation	514

T

1960	Thrifty Auto Sales, Inc	Articles of Incorporation	49
1960	T. and C. Metal Products, Inc.	Articles of Dissolution	36
1960	Thrifty Auto Sales, Inc.	Stock Issuance Statement	103
1960	TWUA Realty Corp. (Local 1874)	Articles of Incorporation	179
1961	Treszell, Inc.	Articles of Incorporation	461

U

1960	Union Minerals, Inc.		Articles of Incorporation	17
1961	Used Car Super Market, Inc.		Articles of Incorporation	445
1961	Union Minerals, Inc.		Articles of Amendment	495

U

V

V

W

1960	Willison, Harry A. and Thelma V. Willison, Sale and Transfer from Rosewood Company	}	Articles of Sale and Transfer	28
1960	Wagner's Rental Service, Inc.		Articles of Incorporation	111
1960	Wagner's Rental Service, Inc.		Stock Issuance Statement	120
1960	Win-Ann Stockland, Inc.		Articles of Incorporation	304

X

Z

FRONT

FRONT

Compared and Mailed ~~Delivered~~ W.
To Wm. R. CARSCADEN, ATTY, City
MAY 26 1960.

LIBER 013 PAGE 01

(FILED AND RECORDED MAY 20" 1960 AT 8:30 A.M.)

THE MORRIS MOTOR EXPRESS, INC.

ARTICLES OF AMENDMENT

The Morris Motor Express, Inc., a Maryland corporation having its principal office in Allegany County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessment and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking our Paragraph Second of the Certificate of Incorporation and inserting in lieu thereof the following:

> "SECOND: The name of the Corporation, which is hereinafter called Corporation, shall be MORRIS MOTOR EXPRESS, INC."

SECOND: The amendment to the Charter of the Corporation herein made consists only of a change in the name of the Corporation to delete therefrom the word "The"; and said amendment was approved by all the directors of the Corporation by their written consent to the same filed with the minutes of proceedings of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, The Corporation has caused these presents to be signed in its name, and on its behalf by its President, and its corporate seal to be hereunto affixed, and attested by its Secretary, this 11th day of September, 1959.

THE MORRIS MOTOR EXPRESS, INC.

By Glenn Morris
Glenn Morris, President

Nellie K. Morris
Nellie K. Morris

LIBER 013 PAGE 02

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY that on the 29th day of September, 1959, before the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Glenn Morris, President of The Morris Motor Express, Inc., a Maryland corporation, and in the name and on behalf of said corporation, acknowledged the aforegoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Nellie K. Morris and made oath in due form of law she is the secretary of the corporation and that said amendment to the charter of the Corporation as herein set forth was approved by all the directors of the corporation by their assent in writing filed in the minute book of the corporation, and that the matters, facts, and things set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

Angela M. Lenhart
Notary Public

My Commission Expires: May 1, 1961

LIBER 013 PAGE 03

ARTICLES OF AMENDMENT

OF

THE MORRIS MOTOR EXPRESS, INC.

changing its name to

MORRIS MOTOR EXPRESS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 1, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1228

Recorded in Liber 2154, folio 36, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ _____ Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles A Barton
Director

FILED FOR RECORD
MAY 28 19__
at ___ o'clock ___M.
and same day recorded in Liber
No. ___ Folio ___
One of the Land Records of Maryland and

Compared and Mailed ~~Delivered~~ W.
JAMES R. TWIGG, RFD #1
To OLDTOWN, MD.
MAY 26 1960.

LIBER 013 PAGE 04

(FILED AND RECORDED MAY 20" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

OLIVER'S GROVE METHODIST CHURCH, INC.

We, the undersigned, James R. Twigg, whose postoffice address is R. F. D. #1, Oldtown, Maryland; Guy Evans, whose postoffice address is R. F. D. #1, Oldtown, Maryland; Lionel M. Davis, whose postoffice address is R. F. D. #1, Oldtown, Maryland; John A. Maffley, whose postoffice address is R. F. D. #1, Oldtown, Maryland; and Wilbur S. Benson, whose postoffice address is R. F. D. #1, Oldtown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland, relating to religious corporations, pursuant to Sections 256-314 of Article 23.

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

OLIVER'S GROVE METHODIST CHURCH, INC.

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

(a) To operate and maintain a Methodist Church, affiliated with Baltimore Conference of the Methodist Church;

(b) To acquire by gift, purchase, or otherwise, lands to be used in the operation of said Church and with full power to sell said lands;

(c) To formulate necessary rules and regulations for the government of said Church in accordance with the discipline of the Methodist Church;

(d) To borrow any necessary money to carry on the purposes of said Corporation and to execute and deliver notes, mortgages, or other securities therefore;

(e) To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges, and franchises as may lawfully be purchased, exchanged, hired, or acquired under the Laws of the State of

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 05

Compared and Mailed Delivered
To
19

Maryland as may be necessary to further the interest of this Corporation;

(f) To receive money by bequest, gift, or otherwise for the maintenance of the said Church property and for the operation of said Church;

(g) To set up a trust fund or trust funds as may be deemed necessary and proper for the furtherance of the corporate objects hereof and to receive money and to deposit such money in said trust fund as may be given or bequeathed to the said Corporation and to expend the income of such trust fund to further the corporate objects of this Corporation;

(h) To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth;

(i) To transact and carry on all or any other business which may be necessary, incidental, or proper for the exercise of any or all of the aforesaid purposes of the Corporation;

FOURTH: The post office address of the principal office of the Corporation in this State is R. F. D. #1, Oldtown, Maryland;

FIFTH: The name and post office address of the resident agent of the Corporation is James R. Twigg, whose post office address is R. F. D. #1, Oldtown, Maryland, and who is a resident of the State of Maryland;

SIXTH: There shall be no capital stock for the Corporation;

SEVENTH: The number of trustees of the Corporation shall be five, which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than four nor more than twenty-five; and the names of the trustees who shall up to the first annual meeting or until their

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 06

successors are duly chosen and qualified are James R. Twigg, Guy Evans, Lionel M. Davis, John A. Maffley, and Wilbur S. Benson; the discipline of the Methodist Church shall prescriber the method of the election of their successor trustees;

At least two-thirds of the trustees shall be members of the Methodist Church;

EIGHTH: All property held by this Corporation shall be held subject to the discipline of the Methodist Church, and any deed shall contain the following trust laws:

"In trust that the said premises shall be used, kept, and maintained as a place of Divine Worship of the Methodist ministry and members of the Methodist Chruch or other proper uses for the Methodist Church subject to the discipline, usage, and ministerial appointments of said Church as from time to time authorized and declared to the General Conference and by the Annual Conference within whose bounds the said premises are situate. This provision is solely for the benefit of the Grantee."

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 22nd day of ~~June~~ July, 1959:

Earl E. Manges — James R. Twigg (SEAL)
JAMES R. TWIGG

Earl E. Manges — Guy Evans (SEAL)
GUY EVANS

Earl E. Manges — Lionel M. Davis (SEAL)
LIONEL M. DAVIS

Earl E. Manges — John A. Maffley (SEAL)
JOHN A. MAFFLEY

Earl E. Manges — Wilbur S. Benson (SEAL)
WILBUR S. BENSON

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

THIS IS TO CERTIFY, That on the 22nd day of ~~June~~ July, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid personally appeared James R. Twigg, Guy Evans Lionel M. Davis, and John A. Maffley and Wilbur S. Benson, and each did acknowledge the aforegoing Articles of Incorporation to be their respective act.

WITNESS, my hand and Notarial Seal:

Earl Edmund Manges
NOTARY PUBLIC

My commission expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 07

ARTICLES OF INCORPORATION

OF

OLIVER'S GROVE METHODIST CHURCH, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 16, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1435

Recorded in Liber 7156, folio 16, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ _____ Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H. Santoni
Director

FILED FOR RECORD
MAY 20 1960 19
at 8:20 O'Clock A.M.
and same day Recorded in
No. _____ Folio _____
one of the _____
Land Records of Allegany County
Maryland and Examined

Compared and Mailed ~~Delivered~~ W.
To WM. R. CARSCADEN, ATTY, CITY
MAY 26 1960.

LIBER 013 PAGE 08

(FILED AND RECORDED MAY 20" 1960 AT 8:30 A.M.)

HEALTH RESEARCH AND SERVICES FOUNDATION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ernest E. Church, whose post office address is 150 South Mineral Street, Keyser, West Virginia; Wylie M. Faw, Jr., whose post office address is Medical Building, 122 South Centre Street, Cumberland, Maryland, and Donald B. Grove, whose post office address is Medical Building, 122 South Centre Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

HEALTH RESEARCH AND SERVICES FOUNDATION, INC.

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

(1) To mobilize the citizenship for united effort in the promotion of research, education and services in the field of health needs of all persons, both within and without Allegany County, Maryland; to receive monies from the County United Fund, Inc. and from any other sources and to administer, apportion and disburse such funds for such health purposes, either directly or through other corporations organized for the same or similar purposes, provided, however, that this foundation shall not conduct

LIBER 013 PAGE 09

separate and independent general public campaigns for funds.

(2) To receive and hold money and property, both real and personal, by gift, contribution, bequest, devise or otherwise; to sell and convert property into cash; and to disburse funds and other property held by it to local, state and national organizations for health purposes.

(3) To receive gifts, devises and bequests of real and personal property and to hold, use, operate, mortgage, sell and dispose of the same for the objects and purposes herein described; to invest funds received, and to use such funds and the income therefrom and from any other property of this corporation for its operating and other expenses and for the other purposes herein specified; to purchase, hire or otherwise acquire, hold, or sell, convey, lease, encumber and otherwise dispose of and deal in and with all kinds of property, real and personal; to borrow money, incur indebtedness and to secure the same by mortgage, pledge or otherwise; to contract for the services of employees, agents and others and to pay them reasonable compensation; and to do all other acts and things, not prohibited to a corporation organized under the laws of the State of Maryland relating to charitable corporations, which are necessary, desirable or appropriate to the accomplishments of the objects and purposes of the corporation.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Medical Building, 122 South Centre Street, Cumberland, Maryland. The resident agent of the Corporation is William R. Carscaden, whose post office address is 141 Baltimore Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have twelve (12) directors and Wylie M. Faw, Jr., Donald B. Grove, George B. Newman, James P.

Hallinan, Leo H. Ley, Jr., Woodward D. Pealer, Wilton E. Young, Ernest E. Church, W. Royce Hodges, Abraham J. Mirkin, John G. Thomas and William R. Carscaden shall act as such directors until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the members of said Corporation shall have the power to increase or decrease, to not less than three, the number of directors by amendment to the By-laws.

SIXTH: The Corporation has no authority to issue any capital stock. The terms of admission to membership in the Corporation shall be as follows:

Section 1. Every individual, firm, association and corporation who makes a contribution, either directly or indirectly, to or for the benefit of this Corporation shall be eligible for admission to membership in the Corporation. In addition, each member of the Board of Directors of the Corporation shall automatically upon his election become a member of the Corporation and shall remain a member of the Corporation during his or her term of office. The terms, conditions and prerequisites of membership, except as herein provided, shall be such as are prescribed by the By-laws of the Corporation.

Section 2. The first members of the Corporation shall be the same as those named as directors herein in paragraph FIFTH.

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

Section 1. This Corporation is not organized for profit and in no event shall any of its money or assets be distributed to or inure to the

benefit of any private individual or member of this Corporation.

Section 2. The property of this Corporation shall not be used or operated by this Corporation or by any other person for profit, regardless of the purposes to which the profit shall be devoted; and the property of this Corporation is irrevocably dedicated to charitable purposes.

Section 3. No organization shall be eligible to receive distribution of any of the funds of this Corporation unless contributions thereto are deductible, or exempt, for the purpose of income, estate, inheritance and gift taxes, both federal and state.

Section 4. Upon liquidation or dissolution of this Corporation or abandonment by it of its property, the same shall be distributed and disbursed to funds, foundations or corporations organized and operated exclusively for charitable purposes and shall not inure to the benefit of any private person.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 31st day of August, 1959.

WITNESS:

M P Brown

Ernest E Church (SEAL)
ERNEST E. CHURCH

M P Brown

Wylie M Faw Jr (SEAL)
WYLIE M. FAW, JR.

M P Brown

Donald B Grove (SEAL)
DONALD B. GROVE

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STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

On this 31st day of August, 1959, before me, the undersigned officer, personally appeared Ernest E. Church, Wylie M. Faw, Jr. and Donald B. Grove, known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

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

Angela M. Sensbrik
Notary Public

My Commission Expires:
May 1, 1961

NOTARY PUBLIC ALLEGANY COUNTY MARYLAND

LIBER 013 PAGE 13

ARTICLES OF INCORPORATION

OF

HEALTH RESEARCH AND SERVICES FOUNDATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 2, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1279

Recorded in Liber F 154, folio 281, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H. Bartgis
Director

MAY 2 0 1960 RECO
at 2:20 O'Clock
and same day Recorded
No. Folio
one of the
Land Records of Allegany
Maryland, and compared

Compared and Mailed ~~Delivered~~ W.
Julian A. Rotruck
To 241 Henderson Ave, City
May 26 1960.

LIBER 013 PAGE 14

(FILED AND RECORDED MAY 20" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

of

COLUMBIA STREET WILDCATS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Julian A. Rotruck, whose post office address is No. 241 Henderson Avenue, Cumberland, Maryland, and Marion R. Ruehl, whose post office address is 543 Columbia Street, Cumberland, Maryland, and George E. Pfeiffer, whose post office address is 425 Columbia Street, Cumberland, Maryland, each being over twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is COLUMBIA STREET WILDCATS, INC.

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

1. To promote a better understanding among the youth of Allegany County, Maryland.

2. To organize baseball teams, rifle teams and other athletic teams and to promote and engage in athletic contests among said youth.

3. To devote every effort toward combating juvenile delinquency through athletic endeavors.

4. To carry on any other business which may be deemed by it to be calculated, directly or indirectly to effectuate or facilitate the transaction of the aforesaid purposes.

5. To carry out the above enumerated purposes without profit to said Corporation.

FOURTH: The post office address of the principal office

of the Corporation is No. 241 Henderson Avenue, Cumberland, Maryland. The name and post office address of the resident agent of the Corporation in this State are Julian A. Rotruck, 241 Henderson Avenue, Cumberland, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: That no stock shall be issued by this Corporation.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Julian A. Rotruck, Marion R. Ruehl and George E. Pfeiffer.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 24th day of September, 1959.

WITNESS:

Margaret S. Rotruck — Julian A. Rotruck (SEAL)

Margaret S. Rotruck — Marion R. Ruehl (SEAL)

Margaret S. Rotruck — George E. Pfeiffer (SEAL)

STATE OF MARYLAND

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24th day of September, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Julian A. Rotruck, Marion R. Ruehl and George E. Pfeiffer, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Mary Jo Huber
Notary Public

MARY JO HUBER NOTARY PUBLIC ALLEGANY CO. MD.

LIBER 013 PAGE 16

ARTICLES OF INCORPORATION

OF

COLUMBIA STREET WILDCATS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 1, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1231

Recorded in Liber 7154, folio 46, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H Bantzis
Director

FILED FOR RE
MAY 20
at 8:27 O'Clo
and same day Reco
No. Folio
of the
Land Records of Alle
Maryland, and com

Compared and Mailed ~~Delivered~~ W.
JOHN W. ROLLINS, JR.
To 64 PERSHING ST., CITY
MAY 26 1960.

LIBER 013 PAGE 17

(FILED AND RECORDED MAY 20, 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

UNION MINERALS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edwin J. Bognar, whose post office address is 64 Pershing Street, Cumberland, Maryland, Nadine Bognar, whose post office address is 64 Pershing Street, Cumberland, Maryland, Jacob Bognar, whose post office address is 64 Pershing Street, Cumberland, Maryland, and Hermine C. Bognar, whose post office address is 64 Pershing Street, Cumberland, Maryland, all being of full legal age, do under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the corporation) is UNION MINERALS, INC.

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

The mining, extracting, quarrying, drilling, stripping, excavating, and the use of any and all other means of obtaining minerals from the earth, the transporting, hauling, advertising for sale, marketing, and sale of all types of minerals, the purchasing of mineral leases and the acquisition of real estate for drilling purposes or any other purposes incident to the obtaining of minerals, the conducting of geological studies and tests for all types of structures necessary or incident to the mining, stripping or quarrying operations, including the construction of

roads, dams and other appurtenances necessary to achieve the purposes herein listed, and the right to engage in all allied and germane businesses or combinations of businesses.

To erect, maintain, purchase and lease warehouses, storerooms, display rooms, business offices for the purpose of carrying on said business; to acquire and dispose of real estate necessary for or convenient to the operation and continuance of said business.

To engage in the manufacture of all types of products made from clay, silica, sand, pebbles, ganister, and carbon compounds, and other minerals, or any combination thereof, and to sell the products thus manufactured including all types of fire brick, other types of brick, tile, ceramics, and germane and related products.

To establish, conduct and maintain brokerage offices for the sale of all types of mineral products, including gaseous, solids and liquids.

To engage in the transportation of all types of minerals and products made therefrom.

To engage in the purchase, acquisition and sale of timber products and timber land and all woods products and the manufacture and sale of mine props, board lumber, stump lumber, pulp wood and all other types of woods products and the transportation of the same.

To engage in the real estate business, including the laying out of sub-divisions, construction of dwellings and buildings, maintaining a real estate office, the sale and purchase of lots and tracts of land, and the acquisition of real estate for investment purposes and for the purpose of resale.

LIBER 013 PAGE 19

To purchase, hold, retire or reissue shares of its own capital stock in the manner provided by the Code of Public General Laws of Maryland.

To carry on any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them, or to facilitate in the transaction of its business or any part thereof, or in the transaction of any business that may be calculated, directly or indirectly, to enhance the value of its property or rights, provided that in the transaction of its business, the Corporation shall at all times be subject to the laws and statutes of each state and to the laws and statutes of the United States and foreign countries in which the same may be transacted or its property may be located.

In addition to the aforesaid powers, the Corporation shall at all times have and enjoy all the rights, privileges, powers and immunities provided under the Code of Public General Laws of Maryland.

It is the intention that the objects and purposes specified in this Article THIRD shall not, unless otherwise specified herein, be in any wise limited or restricted by this or any other article in these Articles of Incorporation, 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 clause be separately construed as to both purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all powers, rights, franchises and privileges, granted to or conferred upon corporations of this character by the laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive

of or as a waiver of any of the powers, rights, franchises or privileges granted or conferred by the laws of said State now or that may hereafter be in force.

FOURTH: The principal office of the Corporation in this State will be located at 64 Pershing Street,Cumberland, Maryland, and the resident agent of the Corporation is John W. Rollins, Jr., whose post office address is 64 Pershing Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) Directors, or such other number not less than three (3) as the holders of the majority of the stock entitled to vote may from time to time determine, and Edwin J. Bognar, 64 Pershing Street, Cumberland, Maryland, Nadine Bognar, 64 Pershing Street, Cumberland, Maryland, Jacob Bognar, 64 Pershing Street, Cumberland, Maryland, and Hermine C. Bognar, 64 Pershing Street, Cumberland, Maryland, shall act as such Directors until the first annual meeting or until their successors are to be chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Thousand shares (1,000), all of which shall be common stock with a par value of Twenty-Five ($25.00) Dollars per share.

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

LIBER 013 PAGE 21

By-Laws of the Corporation.

EIGHTH: Except as may be otherwise required by statute the holders of said common stock shall exclusively possess voting power for the election of Directors and for all purposes relating to the business of the Corporation which may be provided by the By-Laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 24th day of July, 1959.

In the presence of:

A. Zavodnick — Edwin J. Bognar (SEAL)
Edwin J. Bognar

G. Hollander — Nadine Bognar (SEAL)
Nadine Bognar

T. L. Hawkins — Jacob Bognar (SEAL)
Jacob Bognar

S. M. Yasuda — Hermine C. Bognar (SEAL)
Hermine C. Bognar

STATE OF PENNSYLVANIA, ALLEGHENY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 24th day of July, 1959, before me, the subscriber, a Notary Public of the State of Pennsylvania, in and for the County aforesaid, personally appeared Edwin J. Bognar, Nadine Bognar, Jacob Bognar and Hermine C. Bognar and acknowledged the aforegoing Articles of Incorporation to be their act.

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

Henry H. Kingsley
Notary Public
Notary Public, Ross Twp., Allegheny County
My Commission Expires March 21, 1960

LIBER 013 PAGE 22

ARTICLES OF INCORPORATION

OF

UNION MINERALS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 9, 1959 at 9:50 o'clock A. M. as in conformity with law and ordered recorded.

A 1376

Recorded in Liber 7-155, folio 301, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H. Bartgis
Director

FILED FOR RECO
MAY 20 1960
at 8:30 O'Clock
and same day Recorded
No. ____ Folio ____
one of the ____
Land Records of Allegany
Maryland, and examined by

Compared and Mailed ~~Delivered~~ W.
JAMES P. MORAN, 444 WALNUT S
To WESTERNPORT, MD.
MAY 26 1960.

LIBER 013 PAGE 23

(FILED AND RECORDED MAY 17" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

MORAN COAL CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Sarah J. Moran, whose post-office address is 215 Hammond Street, Westernport, Maryland; Charles E. Moran, whose post-office address is 216 Vine Street, Westernport, Maryland; James P. Moran, whose post-office address is 444 Walnut Street, Westernport, Maryland; William H. Moran, whose post-office address is 445 Walnut Street, Westernport, Maryland; and Donald E. Moran, whose post-office address is Piedmont, West Virginia; all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation is: "Moran Coal Co., Inc.".

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

To purchase, locate, lease, or otherwise acquire, mines, mining claims, mining rights, and lands and any interest therein, and explore, work, exercise, develop, and turn to account the same; to quarry, mine, smelt, refine, dress, amalgamate, and prepare for market, ore metal and mineral substances of all kinds, and to carry on any other operations or business which may seem necessary, convenient, or incidental to any of the objects of the company; to buy, sell, manufacture, and deal in minerals, plants, machinery, implements, conveniences, provisions, and things capable of being used in connection with the mining or other operations of this corporation, or required by workmen and others employed by the com-

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

pany; to construct, carry out, maintain, improve, manage, work, control, and superintend, any roads, ways, railways, bridges, reservoirs, watercourses, aqueducts, wharves, furnaces, mills, crushing works, hydraulic works, factories, warehouses, and other works and conveniences which may seem necessary, convenient, or incidental to any object of the company and to contribute to subsidize, or otherwise aid or take part in any such operations.

To purchase, own, improve, equip, operate, and manage farms and engage in any agricultural pursuit or undertaking.

To breed, raise, import, export, and deal in cattle and livestock of all kinds, and to carry on a general cattle and grazing business, purchasing or acquiring, and selling or otherwise disposing of the stocks, supplies, equipment, accessories, appurtenances, products and by-products, of said business.

To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

To engage in the business of transporting persons and property for hire by motor vehicle, aircraft, watercraft, and other means of conveyance, as a common carrier or otherwise, and to acquire, own, operate, lease, and dispose of like businesses.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

And in general to carry on any other lawful business whatsoever in connection with the foregoing, or which is calculated, directly or indirectly, to promote the interest of the corporation

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CUMBERLAND
MARYLAND

or to enhance the value of its properties.

FOURTH: That the principal office of the corporation in this State shall be situated at McCoole Road, Westernport, Maryland; and that the name and address of the Resident Agent is James P. Moran, 444 Walnut Street, Westernport, Maryland, he being a citizen of this State and actually residing therein.

FIFTH: That the corporation shall have five directors, but said number shall be subject to increase or decrease pursuant to the provisions of the by-laws of the corporation, but shall never be less than three; and that the said Sarah J. Moran, Charles E. Moran, James P. Moran, William H. Moran and Donald E. Moran shall act as such directors until the first meeting of the stockholders after the adoption of the Articles of Incorporation, or until their successors are duly chosen and qualify.

SIXTH: That the total amount of authorized capital stock is Five Hundred Thousand Dollars ($500,000.00), divided into five thousand (5,000) shares of common stock of a par value of One Hundred Dollars ($100.00) each.

SEVENTH: The following is a description of each class of stock with the preferences, voting powers, restrictions and qualifications thereof:

The corporation is authorized to issue only one class of shares of stock; the total number of such shares is five thousand; and all such shares have a par value of One Hundred Dollars ($100.00).

No distinction shall exist between the shares of the corporation or the holders thereof.

Each holder of the common stock of the corporation shall be entitled to one vote for each share of stock held by such stockholder.

EIGHTH: No dividend shall be payable except out of the profits of the corporation, and no dividend shall carry interest as against the corporation. The declaration of the directors as

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GUNTER & GEPPERT
CUMBERLAND
MARYLAND

to the amount of the net profits shall be conclusive. The directors may from time to time pay to the stockholders such interim dividends as in their judgment the position of the company justifies. The directors may retain any dividends on which the company has a lien, and may apply the same in or towards satisfaction of the debts, liabilities, or engagements in respect of which the lien exists.

NINTH: The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 21" day of August, 1959.

Witness:

Mary O. Kelly — Sarah J. Moran (Seal)
Sarah J. Moran

Mary O. Kelly — Charles E. Moran (Seal)
Charles E. Moran

Mary O. Kelly — James P. Moran (Seal)
James P. Moran

Mary O. Kelly — William H. Moran (Seal)
William H. Moran

Mary O. Kelly — Donald E. Moran (Seal)
Donald E. Moran

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 21st day of August, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Sarah J. Moran, Charles E. Moran, James P. Moran, William H. Moran and Donald E. Moran, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Mary O. Kelly
Notary Public

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GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 013 PAGE 27

ARTICLES OF INCORPORATION

OF

MORAN COAL CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 4, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 885

Recorded in Liber 7150, folio 358, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 100.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RE
MAY 17 1960
8:30 O'Clock
day Record
Folio
Allega
pared

Compared and Mailed ~~Delivered~~ W.
H. A. WILLISON, 717 GEPHART DRIVE
To City

MAY 26 1960.

LIBER 013 PAGE 28

(FILED AND RECORDED MAY 17" 1960 AT 8:30 A.M.)

THE ROSEWOOD COMPANY.

ARTICLES OF SALE AND TRANSFER.

The Rosewood Company, a Maryland corporation, having its principal office in Allegany County, Maryland, (hereinafter called the transferor corporation) hereby certifies to the Department of Taxes and Assessments of Maryland, that:

FIRST: That the transferor corporation has agreed to sell and transfer all of its property and assets, the same to be effected by the execution, delivery and recordation of a deed to the transferees hereinafter named conveying the only asset and property of the transferor corporation, the same being all of that property more particularly described in a deed from Edith M. Young, widow, to The Rosemont Company (now known as The Rosewood Company) dated August 18, 1958, and recorded among the Land Records of Allegany County, Maryland, in Deed Liber No. 302, folio 189.

SECOND: That the names and residence Post Office addresses of the transferees are:

Harry A. Willison and Thelma V. Willison, his wife,
717 Gephart Drive,
Cumberland, Maryland.

THIRD: That the name and State of incorporation of the only corporate party to the Articles of Sale and Transfer are:

The Rosewood Company, a Maryland corporation.

FOURTH: That the nature and amount of the consideration to be paid by the transferees for the property and assets of the transferor corporation is Seventeen Thousand Two Hundred Dollars ($17,200.00) cash.

FIFTH: That the County in the State of Maryland in which is located the principal office of the transferor corporation is: Allegany County, and

That the County in the State of Maryland in which the transferor corporation owns property the title to which

could be affected by the recording of an instrument among the Land Records is: Allegany County.

SIXTH: That the Articles of Sale and Transfer have been duly advised by the board of directors of the Corporation and approved by the stockholders of the Corporation at a meeting on August 25, 1959, in the manner and by the vote required by Section 66 of Article 23 of the Annotated Code of Maryland (1957 Edition-Michie).

IN WITNESS WHEREOF, The Rosewood Company has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 25th day of August, 1959, and the transferees herein named have set their hands and seals on this 25th day of August, 1959.

THE ROSEWOOD COMPANY

BY Richard B. Young
Richard B. Young-President

ATTEST:

Matthew J. Mullaney
Matthew J. Mullaney-Secretary

Harry A. Willison (SEAL)
Harry A. Willison

Thelma V. Willison (SEAL)
Thelma V. Willison

STATE OF MARYLAND, ALLEGANY COUNTY, to wit:

I HEREBY CERTIFY, That on this 21st day of August, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared RICHARD B. YOUNG, President of The Rosewood Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale and Transfer to be the corporate act of said corporation; and at the same time personally appeared RICHARD B. YOUNG and made oath in due form of law that he was chairman of the meeting of the stockholders of said corporation at which the Articles of Sale and Transfer as herein set forth was approved, and that the matters and facts set forth in said Articles of Sale and Trasnfer are true to the best of his knowledge, information and belief.

At the same time also appeared HARRY A. WILLISON and THELMA V. WILLISON, his wife, satisfactorily proven to me to be the persons whose names are subscribed to the within Articles of Sale and Transfer and they acknowledged that they executed the same for the purposes therein contained.

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

Elizabeth Philson
Notary Public.

My Commission expires: May 1, 1961.

LIBER 013 PAGE 31

ARTICLES OF SALE AND TRANSFER

OF

THE ROSEWOOD COMPANY - transferor

to

HARRY A. WILLISON and THELMA V. WILLISON (individuals) - transferee

approved and received for record by the State Department of Assessments and Taxation of Maryland September 10, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 931

Recorded in Liber 7-151, folio 36, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ Recording fee paid $ 10.00
2.00 Certf. to Land Rec. Off. of Allegany Co.
$ 12.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
MAY 17 1960 19
at 8:20 O'Clock A.
and recorded day Recorded in Li
Folio
one of the
Land Records of Allegany Cou
Maryland, and compared by

Compared and Mailed ~~Delivered~~ W.
LORETTA J. HOOPENGARDNER
To 50 ORMOND ST, FROSTBURG, MD
MAY 26 1960.

LIBER 013 PAGE 32

(FILED AND RECORDED MAY 17" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

of

THE CUMBERLAND BETHEL CHURCH OF THE NAZARENE, INC.

FIRST: That we, the undersigned, Reverend JOSEPH L. HOOPENGARDNER, whose Post Office address is No. 50 Ormond Street, Frostburg, Maryland, WILLIAM S. BOYD, whose Post Office address is Route #1, Bowman's Addition, Cumberland, Maryland, OMER NAZELROD, whose Post Office address is Route #1, Bowman's Addition, Cumberland, Maryland, and JUNE WILLIAMS, whose Post Office address is Route #1, Bowman's Addition, Cumberland, Maryland, each being at least 21 years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing a formation of religious corporations, hereby associate ourselves with intention to form a religious corporation.

SECOND: The name of the corporation, which is hereinafter called the corporation is:

THE CUMBERLAND BETHEL CHURCH OF THE NAZARENE, INC.

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

To advance God's kingdom among men, to acquire property in such amount as may be permitted under the laws of the State of Maryland, erect churches and personages, conduct religious services, render religious service to the people generally and to do all such other things, which may legally be done, as may be necessary or convenient to effectuate the purposes of the corporation. The corporation shall be subject to the government of the Church of the Nazarene as from time to time authorized and declared in its Manual by the General Assembly of said Church. All of the property and assets of the corporation shall be managed and controlled by the Trustees, hereinafter named and their successors, subject to the approval of the local church.

FOURTH: That said corporation shall have not less than four (4) nor more than twenty-five (25) persons, which persons so elected, annually in accordance with the doctrines of the church, shall constitute a body politic or corporate to act as Trustees in the name and behalf of the congregation, for which they are respectively chosen and they shall manage the estate, property, interest and inheritance of the same. The Minister serving said church shall,

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

by virtue of his office, be a member of the Board of Trustees and President of the same. William S. Boyd, Omer Nazelrod, June Williams and Reverend Joseph L. Hoopengardner shall serve as Trustees until their successors are duly elected and qualified.

FIFTH: The Trustees so elected shall have perpetual succession by the name of the corporation and shall be capable in law to purchase, take and hold to them and their successors in fee or for a less estate, any lands,tenements or hereditaments or annuities, goods or chattels by the gift, bargain, sale or devise of any person, body politic or corporate, capable of making the same and to use or lease, mortgage or sell and convey the same in such manner as they may judge most conducive of the interest of their church or congregation, subject to the approval of the Washington District Advisory Board of the church.

SIXTH: The Post Office address at which the principal office of the corporation in this state shall be located is No. 50 Ormond Street, Frostburg, Maryland. The resident agent of the corporation is Loretta Joy Hoopengardner, whose Post Office address is No. 50 Ormond Street, Frostburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SEVENTH: The corporation is a non-profit religious corporation without capital stock.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 19th day of August, 1959.

WITNESS:

Waitman Teter — Joseph L. Hoopengardner
JOSEPH L. HOOPENGARDNER

_____ — William S. Boyd
WILLIAM S. BOYD

Waitman Teter — Omer Nazelrod
OMER NAZELROD

Waitman Teter — June Williams
JUNE WILLIAMS

LESLIE A. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

LIBER 013 PAGE 34

STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 19th day of August, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared Reverend JOSEPH L. HOOPENGARDNER, WILLIAM S. BOYD, OMER NAZZIROD and JUNE WILLIAMS, (all personally known to me or satisfactorily identified) and severally acknowledged the aforegoing Articles of Incorporation to be their respective act.

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

Waitman Feter
NOTARY PUBLIC

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

LIBER 013 PAGE 35

ARTICLES OF INCORPORATION

OF

THE CUMBERLAND BETHEL CHURCH OF THE NAZARENE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 4, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 892

Recorded in Liber 7150, folio 409, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ _____ Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED MAY 19 1960

at [illegible] o'clock

and same day recorded

No. _____ Folio _____

one of the

Land Records of

Maryland and

Compared and Mailed ~~Delivered~~ W.
EDWIN H. CUPLER
To 309 DECATUR ST. CITY
JUNE 1 1960

LIBER 013 PAGE 36

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the
T AND C METAL PRODUCTS, INCORPORATED

were received for record on September 10, , 1959 ,
in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

(FILED AND RECORDED MAY 17" 1960 AT 8:30 A.M.)

T and C Metal Products, Incorporated.

ARTICLES OF DISSOLUTION.

The, T and C Metal Products, Incorporated, a Maryland corporation, having its principal office in Allegany County, Maryland,(hereinafter called the Corporation) hereby certifies to the State Tax Commission of Maryland, that

First: The Corporation is hereby dissolved.

Second: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is No. 605 Fourth Street, LaVale, Maryland.

Third: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up is Edwin H. Cupler, No. 309 Decatur Street, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in this State.

Fourth: The name and post office address of each of the directors of the Corporation are as follows:

Albert G. Tase, 605 Fourth Street, LaVale, Maryland.

Edwin H. Cupler, 309 Decatur Street, Cumberland, Maryland.

Fifth: The name, title and post office address of each of the officers of the Corporation are as follows:

Albert G. Tase, President, 605 Fourth Street, LaVale, Maryland.

Edwin H. Cupler, Secretary, 309 Decatur Street, Cumberland, Maryland.

Sixth: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on January 19th, 1959, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation

held on January 20th, 1959.

Seventh: Notice stating that a purpose of the meeting of the stockholders would be to take action upon the proposed dissolution of the Corporation was given, as required by law, to all stockholders entitled to vote thereon.

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

Eighth: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

Ninth: The Corporation has no known creditors.

Tenth: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Tax Commission of Maryland) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

J. Wallace Close, Tax Collector, First Collection District of Allegany County.

William B. Orndorff, Allegany County Tax Collector.

IN WITNESS WHEREOF, T and C Metal Products, Incorporated has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on this 5th day of August, 1959.

T AND C METAL PRODUCTS, INCORPORATED

ATTEST:

BY: Albert G Tase
President

T AND C METAL
(Corporate Seal)
Prod. & Inc.

Secretary

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

LIBER 013 PAGE 38

STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 5th day of August, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared ALBERT G. TASE, President of the T and C Metal Products, Incorporated, in the name and on behalf of said Corporation, (to me personally known or satisfactorily identified) and acknowledged the aforegoing Articles of Dissolution to be the corporate act of said Corporation; and at the same time personally appeared EDWIN H. CUPLER (to me personally known or satisfactorily identified) and made oath in due form of law that he was secretary of the meeting of the stockholders "board of directors" of said Corporation at which the dissolution of the Corporation therein set forth was authorized and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Lucy L Clark
NOTARY PUBLIC

J. WALLACE CLOSE
TAX COLLECTOR
COURT HOUSE
CUMBERLAND, MD.

June 23, 1959

TO WHOM IT MAY CONCERN:

THIS IS TO CERTIFY THAT THE T & C METAL PRODUCTS CORPORATION TAXES FOR PERSONAL PROPERTY FOR ALLEGANY COUNTY AND THE STATE OF MARYLAND ARE PAID IN FULL TO AND INCLUDING DECEMBER 31, 1958.

J WALLACE CLOSE TAX COLLECTOR

J Wallace Close

LIBER 013 PAGE 39

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

WM. B. ORNDORFF — COLLECTOR
C. J. SMITH — DEPUTY COLLECTOR
GRACE F. WILSON — CHIEF CLERK

September 9, 1959

TO WHOM IT MAY CONCERN:

This is to certify that all Personal Property Taxes for the T. & C. Metal Products Company Incorporated, billed for the current year, have been paid through the year 1959.

William B. Orndorff
Tax Collector

Office of Comptroller
Treasury Department
Annapolis, Maryland

Louis L. Goldstein
Comptroller
Bernard F. Nowak
Chief Deputy

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

THE T. AND C. METAL PRODUCTS,
INCORPORATED

have been paid.

WITNESS my hand and official seal this twenty-eighth day of August A. D. 1959.

Deputy Comptroller

LIBER 013 PAGE 40

ARTICLES OF DISSOLUTION

OF

T AND C METAL PRODUCTS, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland September 10, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 930

Recorded in Liber 7-151, folio 29, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax~~ paid $10.00 Recording fee paid $12.00

To the clerk of the Circuit Court of Allegany County

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

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

Director.

FILED FOR RECO
MAY 17
at 8:30 O'Clock
and same day Recorded i
Folio
of the
Land Records of Allegany
Maryland, and compared b

Compared and Mailed ~~Delivered~~ W.
MARKWOOD I. CHANEY
To 710 ELM ST., CITY
MAY 1 1960.

LIBER 013 PAGE 41

(FILED AND RECORDED MAY 17" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

ALLEGANY WATCHMEN'S SERVICE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Markwood I. Chaney and Margaret O. Chaney, both of whose postoffice address is 710 Elm Street, Cumberland, Maryland, and Dorsey H. Twigg, whose postoffice address is 619 Leiper Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

ALLEGANY WATCHMEN'S SERVICE, INC.

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

(a) To provide and furnish general and specific protective, custodial, maintenance and cleaning services to individuals, firms and corporations; to engage in building maintenance and repair services, janitorial and window cleaning, painting, repair, watchmen's services and janitorial supplies.

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CUMBERLAND, MD.

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

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

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

(e) To acquire all or part of the property and assets of any business owned by any person, firm or corporation and to use, operate or dispose of the same in whole or in part as the same may be advantageous to this corporation.

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

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CUMBERLAND, MD.

LIBER 013 PAGE 43

corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the corporation in this State is 710 Elm Street, Cumberland, Maryland. The resident agent of the corporation is Markwood I. Chaney, whose postoffice address is 710 Elm Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one hundred (100) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Ten Thousand ($10,000.00) Dollars.

SIXTH: The corporation shall have three directors and Markwood I. Chaney, Margaret O. Chaney and Dorsey H. Twigg shall act as such until the first annual meeting, or until their successor or 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

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CUMBERLAND, MD.

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

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

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not so interested.

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

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

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

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CUMBERLAND, MD.

or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 25th day of September, 1959.

WITNESS:

Dora Lita Lemon as to Markwood L. Chaney (SEAL)

Dora Lita Lemon as to Margaretta C. Chaney (SEAL)

Dora Lita Lemon as to Dorsey H. Twigg (SEAL)

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CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 47

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 25th day of September, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Markwood I. Chaney, Margaret O. Chaney and Dorsey H. Twigg and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Dora Rita Lippel
Notary Public

My commission expires: May 1, 1961.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 48

ARTICLES OF INCORPORATION

OF

ALLEGANY WATCHMEN'S SERVICE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 28, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1129

Recorded in Liber 7 152, folio 582, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles A. Bantzinger
Director

FILED FOR RE
MAY 17 1960
at 8:20 O'Clo
a day Reco
Folio
ds of Alle
and com
Clerk

Compared and Mailed ~~Defeated~~ W.
ROBERT E. GULICK
To 541 PATTERSON AVE. CITY
JUNE
~~MAY~~ 1" 1960.

LIBER 013 PAGE 49

(FILED AND RECORDED MAY 17" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

THRIFTY AUTO SALES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Hilda V. Gulick, whose postoffice address is Fort Ashby, West Virginia, Stoner ~~W.~~ Zembower, whose postoffice address is Route 3, Bedford, Pennsylvania, and Robert E. Gulick, whose postoffice address is 541 Patterson Avenue, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

THRIFTY AUTO SALES, INC.

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

(a) To engage in the business of buying, selling, leasing, manufacturing, owning, distributing, encumbering and in any and every way dealing in, repairing, reconditioning and servicing all types of new and used automobiles, vehicles, trucks, tractors, trailers, machinery, implements, equipment, accessories,

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LIBER 013 PAGE 50

parts, tires and petroleum products, and to render services of every nature and description in connection with the same.

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

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

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

(e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licneses, 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,

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CUMBERLAND, MD.

grant licenses in respect of, sell and otherwise turn to account, the same.

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

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

FOURTH: The postoffice address of the principal office of the corporation in this State is 305 South Centre Street, Cumberland, Maryland. The resident agent of the corporation is Robert E. Gulick, whose postoffice address is 541 Patterson Avenue, Cumberland, Maryland. Said resident agent is a citizen of the

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CUMBERLAND, MD.

State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is five thousand (5,000) shares of the par value of Ten ($10.00) Dollars 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 Fifty Thousand ($50,000.00) Dollars.

SIXTH: The corporation shall have three directors and Hilda V. Gulick, Stoner W. Zembower and Robert E. Gulick shall act as such until the first annual meeting, or until their successor or successors are duly chosen and qualified.

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

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

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CUMBERLAND, MD.

(b) No contract or other transaction between this corporation and any other corporation or any co-partnership, and

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part, of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors

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CUMBERLAND, MD.

may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

(e) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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CUMBERLAND, MD.

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

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

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

IN WITNESS WHEREOF, We have signed these articles of

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CLARENCE LIPPEL
CUMBERLAND, MD.

incorporation on this 17th day of September, 1959.

WITNESS:

Dora Rita Lessure as to Robert E. Gulick (SEAL)

Dora Rita Lessure as to Stoner Zembower (SEAL)

Dora Rita Lessure as to Hilda V. Gulick (SEAL)

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 17th day of September, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Hilda V. Gulick, Stoner ~~W.~~ Zembower and Robert E. Gulick and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Dora Rita Lessure
NOTARY PUBLIC

My commission expires: May 1, 1961.

DORA RITA LESSURE NOTARY PUBLIC ALLEGANY CO. MD.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 57

ARTICLES OF DISSOLUTION

OF

T AND C METAL PRODUCTS, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland September 10, 1959 **at** 9:00 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 930

Recorded in Liber F-154 **, folio** 29 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee
~~Bonus tax~~ **paid** $10.00 **Recording fee paid** $12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
MAY 12 1960
at 8:57 O'Clock A. M.
and same day Recorded in Liber
No. _____ Folio _____
one of the
Land Records of Allegany County,
Maryland, and compared by
_____ Clerk

Compared and Mailed Delivered W
KENNETH GLANCY
To 215 W. FRANKLIN ST.
BALTO. MD.
JUNE 1 1960.

LIBER 013 PAGE 58

(FILED AND RECORDED MAY 31" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

AETNA FINANCE CO. OF CUMBERLAND, INC.

FIRST: WE, THE UNDERSIGNED, David R. Corwin, whose post-office address is No. 120 S. Central Avenue, Clayton Missouri, Edward P. Kessler, whose post-office address is No. 120 S. Central Avenue, Clayton, Missouri, and Marcus A. Brown, whose post-office address is No. 120 S. Central Avenue, Clayton, Missouri, each being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is AETNA FINANCE CO. OF CUMBERLAND, INC.

THIRD: The purposes for which the corporation is formed are:

(a) to engage, directly or indirectly, in the business of loaning money to borrowers (whether the indebtedness of such borrowers be secured or unsecured), and to engage in the business of procuring or obtaining loans and financing for persons desiring same.

(b) to buy, sell, own, discount, rediscount, pledge, hypothecate, or otherwise deal in and with commercial paper, negotiable or non-negotiable notes, open accounts, and other or different obligations, in each case whether unsecured or

secured by mortgage, lien, or conditional sales contract on personal property or real estate, or otherwise secured.

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

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

FOURTH: The post-office address of the principal office of the corporation in this State is 48 North Centre St., Cumberland, Maryland. The name of the resident agent of the corporation in this State is Kenneth Glancy, and the post-office address of the resident agent is 215 West Franklin St., Baltimore, Maryland.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000) shares, all of one class, of the par value of One Hundred Dollars ($100) each and of the aggregate par value of One Hundred Thousand Dollars ($100,000).

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SIXTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

David R. Corwin
Edward P. Kessler
Marcus A. Brown

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:

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.

The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: Cumulative voting shall be allowed.

IN WITNESS WHEREOF, we have signed these articles of incorporation on the 23rd day of November, 1959.

David R. Corwin
David R. Corwin

Edward P. Kessler
Edward P. Kessler

Marcus A. Brown
Marcus A. Brown

WITNESS:
Virginia C. Bayer
Virginia C. Bayer

LIBER 013 PAGE 61

STATE OF MISSOURI)
) SS:
COUNTY OF ST. LOUIS)

I HEREBY CERTIFY that on November 23, 1959, before me, the subscriber, a notary public of the State of Missouri, in and for the County of St. Louis, personally appeared David R. Corwin, Edward P. Kessler and Marcus A. Brown, and severally acknowledged the foregoing articles of incorporation to be their act.

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

Burton Burns
Notary Public
Burton Burns

LIBER 013 PAGE 62

ARTICLES OF INCORPORATION

OF

AETNA FINANCE CO. OF CUMBERLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 25, 1959 **at** 12:45 **o'clock P. M. as in conformity with law and ordered recorded.**

A 1997

Recorded in Liber 2161 **, folio** 514 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
MAY 31 1960
at 8 37 o'clock A M
and same day recorded in Liber
No. ____ Folio ____
one of the
Land Records
Allegany County
Recorded by
Clerk

Compared and Mailed ~~Delivered~~ W.
CHARLES F. HARE
To 18 E. OLDTOWN RD., CUM'D
JUNE 1 1960.

LIBER 013 PAGE 63

(FILED AND RECORDED MAY 31" 1960 AT 8:30 A.M.)

ARTICLES

~~Certificate~~ Of Incorporation

This is to certify:

First. That we, the subscribers, Charles F. Hare,whose post office address is 18 East Oldtown Road, Cumberland, Maryland; Elmer Minnicks, whose post office address is 727 Hill Top Drive,Cumberland, Maryland and Harry W. Young, whose post Office address is Bedford Road, Cumberland, Maryland, all being of full legal age,do under and by virtue of the General Laws of the State of Maryland,authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

Second. The name of the corporation which is herafter called the " Corporation " is the El Fidel Club, Inc.

Third. The purpose for which the coporation is formed, and the business or objects to be carried on and promoted by it are as follows:

(a). To organize and operate a Club,exclusively for pleasure recreation, and to promote social and fraternal intercourse between the members of the corporation and for other non profitable purposes no part of the net earnings of which is to inure to the benefit of any member.

(b). To purchase or otherwise acquire,hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of personal property or equipment of any kind.

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

(d). To borrow or raise money for any of the purposes of the corporation, and to issue notes or other obligations in ay manner permitted by law for money so borrowed or in payment of property purchased, and to secure the payment thereof and the interest thereon,by mortgage upon, or pledge,conveyance or assignment in trust of the whole or any part of the corporation's property real or personal.

(e). To accept by gifts,appropriation or otherwise,funds from individuals,corporate or public govermental sources for use in connection with any purpose of the corporation. The aforegoing enumeration of the purposes and 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 mentioned of the particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or businessmentioned, or to limit or restrict any of the purposes or powers of the corporation. The corporation is formed upon the articles, conditions and provisions herein expressed,and subject in all respects to the General Laws of The State of Maryland.

Fourth. The Post office address of the principal place of business of the corporation in the State of Maryland is 18/East Oldtown Road Cumberland, Maryland. The resident agent of thecoporation is Charles Charles F. Hare whose post office address id 18 East Oldtown Road, Cumberland, Maryland,said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth. The corporation shall be governed by a Board of Trustees of not less than three(3) members. The following shall be trustees Edwin VanMeter 451 Baltimore Avenue,Cumberland,Maryland,Joseph Soehe 630 Bedford Street, Cumberland, Maryland, and Alvin E. Burner,Baltimore Pike, R.F.D.Cumberland, Maryland,and who shall act as trustees and manage the affairs of the corporation until the first annual meeting, or until their successors are duly qualified, all of said Trustees reside in the State of Maryland.Members of the Board of Trustees may resign or be removed, and vancancies may be filled as provided in the by Laws of the coporation.

Sixth. The coproration shall be conducted for non-profit purposes and no part of the net earning shall accrue to the benefit of any member. The said corpration shall have no capital stock,and each person who becomes a member thereof in the manner and form provided in the by laws, shall be entitled to vote therein.

The said corporation may determine from time to time by its by laws the manner and methods of conducting its affairs, the manner of calling, the time and place of meetings, and the manner of holding all elections to beheld by the members, the qualification and obligation of its members, and in addition to the above may make such other by laws, rules, and regulations for the goverment of its members, and for the regulation of its activities as the members shall see fit to adopt from time to time, provided the same are not prohibited by law.

Eight: The duration of the coporation shall be perpetual.

In witness whereof, we have signed and sealed this ARTICLES certificate of incopporation this 1st day of October, 1959.

Witness

Charles F. Hare (SEAL)

Elmer Minnicks (SEAL)

Harry W Young (SEAL)

State of Maryland, Allegany County, to-wit:

I hereby certify that on this 1st day of October, 1959, before me the subscriber a Notary Public of the state of Maryland, in and for Allegany County, personally appeared Charles F. Hare, Elmer Minnicks and Harry W. Young, and acknowledged the aforegoing ARTICLES certificate of incorporation as their respective act and deed.

Witness myhand and notarial seal the day and year last above written.

My Commission Expires May 1, 1961 Notary Public

ESTEL C. KELLEY
ATTORNEY AT LAW
12 Green Street
CUMBERLAND, MARYLAND

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ARTICLES OF INCORPORATION

OF

EL FIDEL CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 18, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1886

Recorded in Liber 7160, folio 443, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H. Gaither
Director

FILED FOR RECORD
MAY 31 1960
at 8 30 O'Clock A.M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Maryland and examined
Clerk

Compared and Mailed ~~Delivered~~ W.
ARTHUR F. GELLNER
To 812 COLUMBIA AVE. Cbg
JUNE 1 1960.

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(FILED AND RECORDED MAY 31" 1960 AT 8:30 A.M.)

CUMBERLAND LODGE NO. 271, LOYAL ORDER
OF MOOSE, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Lonnie I. Jackson, whose post office address is 531 Patterson Avenue, Cumberland, Maryland, Arthur F. Gellner, whose post office address is 812 Columbia Avenue, Cumberland, Maryland, and George J. Thomas, whose post office address is 214 South Lee Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter referred to as the Corporation is

CUMBERLAND LODGE NO. 271, LOYAL ORDER
OF MOOSE, INC.

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

(a) To give corporate existence to the members of a fraternal lodge association known as Cumberland Lodge No. 271, Loyal Order of Moose, for the purpose of operating a club and social or lodge rooms; to purchase, take, hold, lease, rent, sell or mortgage real property for the purposes of owning or operating a social club or lodge rooms; to purchase, take, hold, lease, rent, sell or mortgage personal property for the purpose of owning or operating a social club or lodge rooms, and to do

all things incidental, necessary or convenient in the carrying out of the foregoing purposes. It is no part of the purpose of this corporation to have any part whatever in the exercise of the powers granted to said Cumberland Lodge No. 271, by the Supreme Lodge of the World, Loyal Order of Moose, or by the Fraternal System known in the aggregate as the Loyal Order of Moose, to operate a secret society or lodge under the laws and rituals of the said Loyal Order of Moose.

(b) To apply for, obtain, purchase, or otherwise acquire any patents, copy rights, licenses (municipal, state, governmental or otherwise) 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.

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

(d) To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and in any manner dispose of, and to aid and subscribe

toward the acquisition, development or improvement of, real and personal property, and rights and privileges therein suitable or convenient for any of the business of the Corporation.

The membership of said corporation shall consist of the members of good standing of said fraternal lodge association known as Cumberland Lodge No. 271, Loyal Order of Moose, and none other. Acquisition of membership in said fraternal lodge association known as Cumberland Lodge No. 271, Loyal Order of Moose, shall carry with it ipso facto membership in this corporation, and there shall be no other way or means of becoming a member of this corporation. Membership in this corporation shall cease whenever membership ceases in the said fraternal lodge association known as Cumberland Lodge No. 271, Loyal Order of Moose, and the occurring of any event which will bring about the cessation of membership in the said fraternal lodge association known as Cumberland Lodge No. 271, Loyal Order of Moose, shall ipso facto work cessation of membership in this corporation, and the dissolution for any cause whatsoever of the said fraternal lodge association as a fraternal lodge of that system of lodges known in the aggregate as the Loyal Order of Moose, shall forthwith work a dissolution of this corporation, and in such event, the affairs of this corporation shall be wound up and terminated in accordance with the laws of this State.

(e) To do all and everything necessary, suitable, convenient, and proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named; which shall, at any time appear expedient for the protection or benefit of the corporation in the transaction of its aforesaid

business, or any part thereof, or in the transaction of any other business that may be calculated directly or indirectly, to enhance the value of its property and rights.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 100 Beall and Smallwood Streets, Cumberland, Maryland. The Resident Agent of the Corporation is Arthur F. Gellner, whose post office address is 812 Columbia Avenue, Cumberland, Maryland, said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) directors, nor more than twelve (12) directors, and Lonnie I. Jackson, Arthur F. Gellner and George J. Thomas shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The Corporation shall have the following officers, who shall serve for such terms as is provided by the by-laws of the Supreme Lodge of the World, Loyal Order of Moose, in such matters pertaining:

1. Governor
2. Prelate
3. Junior Governor
4. Three (3) Trustees
5. Past Governor
6. Secretary
7. Treasurer

SIXTH: There shall be no capital stock.

SEVENTH: The duration of the corporation shall be perpetual.

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EIGHTH: It is the intention that none of the powers conferred in any of the aforegoing clauses of these Articles shall in anywise restrict by reference to, or reference from the terms of any other clause. It is also the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted to or conferred upon Corporation of this character by the Laws of the State of Maryland, and that the enumeration of certain powers as herein defined is not intended as exclusive of or as a waiver of any powers, rights, or privileges, granted or conferred by the Laws of the State of Maryland.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 17 TH. day of ~~July~~ SEPT., 1959.

WITNESS:

Fred J. Wilson — Lonnie I. Jackson (SEAL)
LONNIE I. JACKSON

John Angelatta — Arthur F. Gellner (SEAL)
ARTHUR F. GELLNER

Joseph L. McFarland — George J. Thomas (SEAL)
GEORGE J. THOMAS

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

On this 17TH. day of ~~July~~ SEPT, 1959, before me, the undersigned officer, personally appeared Lonnie I. Jackson, Arthur F. Gellner and George J. Thomas, known to me to be the persons whose names are subscribed to the within instrument and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

ROBERT E. STALLINGS NOTARY PUBLIC ALLEGANY COUNTY, MD.

Robert E. Stallings
Notary Public

My Commission Expires:
May 1, 1961

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ARTICLES OF INCORPORATION

OF

CUMBERLAND LODGE NO. 271, LOYAL ORDER OF MOOSE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 6, 1959 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 1734

Recorded in Liber 7159 **, folio** 155 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
MAY 31 1960 19
at 8:30 o'clock A.M.
and same day Recorded in Liber
No. ____ Folio ____
one of the
Land Records of Allegany County,
Maryland, and compared by

Clerk

Compared and Mailed Delivered W.
Milton Bernstein
To 9 N. Centre St. City
June 1"
19 60

LIBER 013 PAGE 74

(FILED AND RECORDED MAY 31" 1960 AT 8:30 A.M.)

ARTICLES OF INCORPORATION

OF

L. BERNSTEIN JEWELRY COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Rosanne F. Bernstein, whose post office address is 731 Washington Street, Cumberland, Maryland, Dona Rita Leasure, whose post office address is Mt. Savage, Maryland, and Clarence Lippel, whose post office address is 50 Baltimore Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

L. BERNSTEIN JEWELRY COMPANY

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

(a) To conduct a retail and/or wholesale business or businesses of manufacturing, buying, selling, repairing and in any and every way of dealing in watches, silverware, jewelry, diamonds and any and all articles of merchandise as may be dealt in in the jewelry business and any and all businesses allied or associated therewith; and to buy, own and lease land, buildings and departments in retail stores for the operation of such business or businesses and to do all things necessary and

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CLARENCE LIPPEL
CUMBERLAND, MD.

incidental thereto for the purpose of carrying out the object or objects of this corporation.

(b) To buy, sell, manufacture and in any and every way to deal in merchandise for personal and general use and ornament and such other general merchandise ordinarily dealt in by a wholesale jewelry business or retail jewelry stores.

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

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

(e) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to

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CLARENCE LIPPEL
CUMBERLAND, MD.

effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(f) The aforegoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the aforegoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

FOURTH: The post office address of the principal office of the corporation in this State is 9 North Centre Street, Cumberland, Maryland. The resident agent of the corporation is Milton Bernstein, whose post office address is 9 North Centre Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten ($10.00) Dollars 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 ($100,000.00) Dollars.

SIXTH: The corporation shall have three directors and Rosanne F. Bernstein, Dona Rita Leasure and Clarence Lippel shall act as such until the first annual stockholders meeting or until their successors are duly chosen and qualified.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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 of two thousand (2,000) fully paid and non-assessable shares of the par value of Ten ($10.00) Dollars a share for the following considerations, the value of which considerations is hereby stated to be not less than Twenty Thousand ($20,000.00) Dollars, namely: the business of Milton Bernstein consisting of the jewelry department located in the premises at 9 North Centre Street, Cumberland, Maryland, occupied by The L. Bernstein Furniture Company consisting of watches, silverware, jewelry and all other articles of merchandise in said jewelry department, cases, fixtures and accounts receivable, if any; less any and all accounts payable, the payment of which will be assumed by the corporation.

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

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CUMBERLAND, MD.

(c) No contract or other transaction between this

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

(d) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part, of the surplus of the corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits

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CLARENCE LIPPEL
CUMBERLAND, MD.

in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(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 changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(f) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

(g) Notwithstanding any provision of law requiring any

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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.

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

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

EIGHTH: The duration of the corporation shall be perpetual.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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IN WITNESS WHEREOF, We have signed these articles of incorporation on this 11th day of November, 1959.

WITNESS:

Hayd C. Collins as to Rosanne F. Bernstein (SEAL)

Hayd C. Collins as to Dona Rita Leasure (SEAL)

Hayd C. Collins as to Clarence Lippel (SEAL)

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 11th day of November, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Rosanne F. Bernstein, Dona Rita Leasure and Clarence Lippel and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Hayd C. Collins
NOTARY PUBLIC

My commission expires:

May 1, 1961

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ARTICLES OF INCORPORATION

OF

L. BERNSTEIN JEWELRY COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland November 20, 1959 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1933

Recorded in Liber 7161, folio 121, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#154

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
MAY 31 1960
at 8:30 O'Clock A.M.
and same day Recorded
in Liber ... Folio ...
one of the
Land Records of Allegany County,
Maryland and compared by
Clerk

Compared and Mailed ~~Delivered~~ W.
To LESLIE J. CLARK, ATTY, City
JUNE 1" 19 60.

LIBER 013 PAGE 83

(FILED AND RECORDED MAY 31" 1960 AT 8:30 A.M)

THE QUEEN CITY REALTY COMPANY.

ARTICLES OF REVIVAL.

The Queen City Realty Company, a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation) hereby certifies to the State Tax Commission of Maryland, that:

First: The charter of the Corporation was forfeited on February 15, 1935, for the non-payment of taxes or for failure to file an annual report with the State Tax Commission of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

Second: The name of the Corporation at the time of the forfeiture of its charter was The Queen City Realty Company.

Third: The name by which the Corporation will hereafter be known is The Queen City Realty Company.

Fourth:a.The post office address of the principal office of the Corporation in the State of Maryland is Room No. 412, Liberty Trust Building, Cumberland, Allegany County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b.) The name and post office address of the resident agent of the Corporation in the State of Maryland is Leslie J. Clark, Room No. 412, Liberty Trust Building, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in this State.

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

(a) Paid all fees required by law.

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited.

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

Sixth: The last acting President, Vice-President, Secretary and Treasurer of the Corporation are unable to sign and acknowledge these Articles of Revival; there are less than three of the last acting directors of the Corporation able to sign and acknowledge these Articles of Revival; and these Articles of Revival are therefore, signed and acknowledged by the undersigned as the directors elected for that purpose pursuant to the provisions of Article 23, Section 85 of the Annotated Code of Maryland, (1957 edition).

IN WITNESS WHEREOF, the undersigned as directors elected for that purpose as hereinabove set forth have signed these Articles of Revival on the 19th day of November, 1959.

Virgil L. Abe
VIRGIL L. ABE

Karl L. Grebenstein
KARL L. GREBENSTEIN

Leslie J. Clark
LESLIE J. CLARK, Directors.

STATE OF MARYLAND,)
) SS:
COUNTY OF ALLEGANY,)

I HEREBY CERTIFY, That on this 19th day of November, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared VIRGIL L. ABE, KARL L. GREBENSTEIN and LESLIE J. CLARK, (all personally known to me or satisfactorily identified) the three directors elected for the purpose of executing, acknowledging and filing Articles of Revival of The Queen City Realty Company, a Maryland corporation, severally acknowledged the foregoing Articles of Revival to be their act.

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

Nina Montgomery
NOTARY PUBLIC

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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ARTICLES OF REVIVAL

OF

THE QUEEN CITY REALTY COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland November 23, 1959 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 2000

Recorded in Liber 3161 **, folio** 329 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee
~~Bonus tax~~ **paid $** 25.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
MAY 31 1960
at 8:30 o'Clock A.M.
and same day recorded
No. _____ Folio _____
one of the _____
Land Records of
Maryland, and

Compared and Mailed ~~Delivered~~ W.
PAUL S. SULLIVAN,
To 226 COLUMBIA AVE., CITY
JULY 26 1960.

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(FILED AND RECORDED JULY 25" 1960 AT 10:00 A.M.)

ARTICLES OF INCORPORATION

OF

AUTOMOTIVE SUPPLY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Paul S. Sullivan, whose post office address is 226 Columbia Street, Cumberland, Maryland; Harley A. Chaney, whose post office address is R.F.D., Braddock Road, Cumberland, Maryland; and William R. Carscaden, whose post office address is 141 Baltimore Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

AUTOMOTIVE SUPPLY, INC.

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

(1) To buy, sell, import, export, trade, and deal in automobile accessories and supplies of every description, including ball-bearings, batteries, bolts, brake-lining, brushes, buckets, carbon scrapers, carburetors, and supplies, cement, enamels, fire extinguishers, fuel strainers, funnels, gaskets, gasoline tanks, generators, gloves, goggles, graphites, greases, hats and caps, headlights, heaters, horns, hoisting jacks, lamps, locks, mats, mirrors, mufflers, oils, oil cans, packings, paints, pastes, pedals, pedal rubbers, pliers, polish, pulleys, pumps,

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punches, radiators, radiator emblems, rain shields, rivets, robe rails, saws, seat covers, shock absorbers, soapstone, spark plugs, spark plug wrenches, spotlights, springs, starters, switches, tires, tire gauges, tire locks, tire valve parts, varnishes, veneers, vises, washers, waste, wire wrenches, and all other products, articles, and appliances used in connection with the use, adornment, repair and rebuilding of pleasure automobiles, trucks, quads, tractors, armored cars, motor boats, and other vehicles and conveyances of kindred nature.

(2) To manufacture, make, build, construct, lease, import, or otherwise produce, or acquire, and to maintain, assemble, equip, repair, hold, own, hire, use, operate, and to mortgage, pledge, sell, distribute, exhange, export, or otherwise turn to account axles, brakes, and other special parts requiring forging, machining, and assembling, and in like manner deal in and turn to account, gears, transmissions, and other parts, accessories, contrivances, devices, machinery, and equipment for automobiles, trucks, cars, motorcycles, motor boats, airplanes, engines, and other vehicles, machinery, and appliances operated or propelled by gas, gasoline, oil, steam, electricity, compressed air, or other motive power, and all chassis, bodies, parts, accessories, specialties, and equipment, engines, boilers, machinery, tools and hardware, and machine shop, foundry, and factory supplies, and all goods, materials, wares, and merchandise of every kind and character whatsoever, which in any wise appertain to, or which can or may be used in connection with any of the foregoing articles; and generally to conduct an axle, brake, gear, transmission, parts, accessory, and automobile business in all its branches, as manufacturer, distributor, dealer, broker, importer, agent, or otherwise.

RECORDED

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(3) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares and merchandise of every class and description.

(4) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the business of the Corporation.

(6) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of the business of the Corporation.

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

(8) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade-names, rights, processes,

formulas, and the like, which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(9) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

Construction of Aforegoing Clauses

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by

the laws of said state now or hereafter in force.

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

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

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

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

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered

to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

(h) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock when such use could cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(i) To classify or reclassify the capital stock of the Corporation or any class thereof in accordance with the laws of the State of Maryland.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is No. 253 North Centre Street, Cumberland, Maryland. The resident agent of the Corporation is Paul S. Sullivan, whose post office address is 226 Columbia Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have four directors, and Paul S. Sullivan, Harley A. Chaney, August Robertson and Arch Baker, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than seven by amendment to the By-laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Hundred Fifty Thousand Dollars ($150,000.00) par value divided into One Thousand Five Hundred (1,500) shares of the par value of One Hundred Dollars ($100.00) each, all of which shares shall be common stock.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 25th day of November, 1959.

WITNESS:

Angela M. Sembkeil — Paul S. Sullivan (SEAL)
PAUL S. SULLIVAN

Angela M. Sembkeil — Harley A. Chaney (SEAL)
HARLEY A. CHANEY

Angela M. Sembkeil — W. R. Carscaden (SEAL)
WILLIAM R. CARSCADEN

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STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 25th day of November, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Paul S. Sullivan, Harley A. Chaney and William R. Carscaden, and severally acknowledged the foregoing articles of incorporation to be their act.

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

Angela M. Sembleil
Notary Public

ANGELA M. SEMBLEIL NOTARY PUBLIC ALLEGANY COUNTY MARYLAND

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ARTICLES OF INCORPORATION

OF

AUTOMOTIVE SUPPLY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 7, 1959 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2156

Recorded in Liber 2162 **, folio** 583 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 30.00 **Recording fee paid $** 18.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles P. Sartori

Director

FILED FOR RECORD
JUL 25 1960
at 10:10 o'clock A. M.
and recorded in Liber
Folio
of the Land Records of Allegany County,
Examined by

Compared and Mailed ~~Delivered~~ W.
CHESTER J. EVERLINE
To P.O. Box 614 City
July 26 1960.

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(FILED AND RECORDED JULY 25" 1960 AT 10:00 A.M.)

C. J. Everline & Son, Inc.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Chester J. Everline, Sr., whose post office address is P.O. Box 614, Allegany County, Cumberland, Maryland; Hartzelle K. Everline, whose post office address is P.O. Box 614, Allegany County, Cumberland, Maryland; Samuel E. Wilt, whose post office address is Corriganville, Allegany County, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is C. J. Everline & Son, Inc.

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

(a) The buying, selling, distributing and installing of plumbing supplies.

(b) The buying, selling and distributing hardware supplies.

(c) To process, manufacture, distribute, buy, sell, lease, install, or otherwise trade or deal in, at wholesale or retail, and either directly as principal and through its agents, representatives and employees, and/or indirectly itself as agent, factor, or broker, all and any fixtures, products and materials that aid or are used directly or indirectly in the hardware supply and plumbing business and any other materials or merchandise ordinarily handled by corporations or firms engaged in similar businesses with full power to conduct said operations to the same broad extent and with the same extensive powers that such similar businesses usually exercise;

(d) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of

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the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(d) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(e) To purchase, lease or otherwise acquire, all or any part of the property, trade marks, trade names, rights, businesses, contracts, good will, franchises, patents, patents applied for, use of patents and patents applied for, and assets of every kind, or any corporation, co-partnership or individual (including the assets of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on;

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

(g) To carry on any of the businesses hereinbefore enumerated for itself, or for account ofothers, or through others for its own account, and to carry on any other business which may be deemed by

it to be calculated to effectuate or facilitate the transaction of the aforesaid abjects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights

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

FOURTH: The post office address of the principal office of the Corporation in this State is P.O. Box 614, Cumberland, Maryland. The principal business address of the Corporation is Pine Street, LaVale, Maryland. The name and P.O. address of the Resident Agent of the Corporation in this State are Chester J. Everline, Sr., P.O. Box 614, Allegany County, Cumberland, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred (100) shares without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are CHESTER J. EVERLINE, SR., HARTZELLE K. EVERLINE and SAMUEL E. WILT.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of one hundred (100) full paid and-non assessable shares of non-par value stock for the following consideration, the value of which consideration is hereby stated to be not less than Twenty Five Thousand ($25000) namely;

(a) All equipment of the business known as C. J. Everline & Son, consisting of bench grinder, auto power hack saw, pipe benders, drills, chain hoist, picks, shovels, etc.

(b) All office equipment and supplies of the business known as C. J. Everline & Son, consisting of typewriter, adding machine, filing cabinets, desk and other office furniture, paper supplies, etc.

(c) 1959 nine passanger Mercury Station Wagon, a jeepster, tractor and attachments and International Truck.

(d) All inventories and stock and trade, accounts receivable and choses in action of the business known as C. J. Everline & Son.

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, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(b) To make, alter, and repeal the by-laws of this Corporation; to open stock books, to fix and vary the amount to be reserved as working capital; to direct and determine the use of any surplus or net profit; to determine whether any, and if any, what part of any surplus or net profits should be declared in advance.

(c) To create, make and issue mortgages, bonds, deeds of trust, trust agreements and negotiable or transferable instruments and securities, secured by mortgage or otherwise, and to do every other act

and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, and property, rights, or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, and to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stocks, bonds, debentures, or other securities of the Corporation.

(d) To remove or suspend any office of the Corporation and to fix, and, from time to time, to change, their salaries or emoluments; to appoint and at their discretion remove or suspend, any managers, officers, assistants, clerks, agents, and servants, permanently or temporarily, as they, from time to time think fit, and to determine their duties, and fix, and, from time to time, change their salaries or emoluments, and to require security in such instances and in such amounts as they think fit.

(e) To confer by resolution, upon any officer of the Corporation, the right to choose, remove or suspend such subordinate officers, managers, assistants, clerks, agents or servants.

(f) To determine who shall be authorized to sign on behalf of the Corporation all bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.

The Corporation may by its By-Laws confer upon the Directors powers and authorities additional to the aforegoing and to those expressly conferred upon them by statute.

NINTH: The Charter of this Corporation may, from time to time, be amended for any purpose, upon the affirmative vote of two-thirds (2/3) of all the shares of stock outstanding and entitled to vote.

TENTH: No contract of other transaction between the Corporation and any other Corporation or business, and no act of this Corporation shall in any be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise

interested in, or are directors or officers of, such other corporation or business, provided that the fact of his interest shall be disclosed or shall have been known to the Board of Directors of this Corporation.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 29th day of December, 1959.

Chester J. Everline, Sr. (SEAL)
Chester J. Everline, Sr.

Hartzelle K. Everline (SEAL)
Hartzelle K. Everline

Samuel E. Wilt (SEAL)
Samuel E. Wilt

STATE OF MARYLAND: COUNTY OF ALLEGANY: TO WIT:

I HEREBY CERTIFY, That on this 29th of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Chester J. Everline, Sr., Hartzelle K. Everline, Samuel E. Wilt, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Cameron L. Otto
Notary Public

My Commission Expires May 1, 1962

NOTARY PUBLIC ALLEGANY COUNTY, MD. OTTO

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ARTICLES OF INCORPORATION

OF

C. J. EVERLINE & SON, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 31, 1959 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2548

Recorded in Liber 7167 **, folio** 427**, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
JUL 25 1960 19
at 10 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County,
Maryland, and compared

Compared and Mailed ~~Delivered~~ W.
To CLARENCE LIPPEL, ATTY, CITY
JULY 26 1960

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THRIFTY AUTO SALES, INC.

STOCK ISSUANCE STATEMENT

Thrifty Auto Sales, Inc., a Maryland corporation, having its principal office in Allegany County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The corporation has authorized the issuance of one hundred seventy-five (175) fully paid and non-assessable shares of the par value of Ten ($10.00) Dollars per share of common stock of the corporation for the following considerations, namely:

The business owned and operated by Hilda V. Gulick and Stoner W. Zembower, a partnership, trading as Thrifty Auto Sales, located at No. 305 South Centre Street, Cumberland, Maryland, as a going concern, consisting of cash on hand, notes and accounts receivable less reserve for bad debts, twenty-two (22) used automobiles, fixtures and equipment, less amounts due and owing by said partnership, all as of the close of business on September 30, 1959, the value of which business as determined by the Board of Directors is not less than One Thousand Seven Hundred Fifty ($1,750.00) Dollars.

SECOND: (a) At the time of the authorization of the issuance of such shares of stock there were no shares of stock of any class of the corporation outstanding and entitled to vote; and,

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the corporation at a meeting held on October 1, 1959.

IN WITNESS WHEREOF, Thrifty Auto Sales, Inc., has caused these presents to be signed in its name and on its behalf by Robert E. Gulick, its President, and its corporate seal to be hereunto affixed and attested by Hilda V. Gulick, its Secretary, this 20th day of November, 1959.

ATTEST: THRIFTY AUTO SALES, INC.

Hilda V. Gulick
Hilda V. Gulick
Secretary

By Robert E. Gulick
Robert E. Gulick
President

STATE OF MARYLAND,
TO-WIT:
COUNTY OF ALLEGANY,

I HEREBY CERTIFY, That on this 20th day of November, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Robert E. Gulick, President of Thrifty Auto Sales, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing stock issuance statement to be the corporate act of said corporation; and at the same time personally appeared Hilda V. Gulick and made oath in due form of law that she was secretary of the meeting of the Board of Directors of said corporation at which the issuance of the stock therein mentioned was finally approved and that the matters and facts set forth in said statement are true and correct to the best of her knowledge, information and belief.

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

Dona Rita Lenoue
NOTARY PUBLIC

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STOCK ISSUANCE STATEMENT

OF

THRIFTY AUTO SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 16, 1959 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2261

Recorded in Liber 7164 **, folio** 554 **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $..... **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles O. Baxter
Director

FILED FOR RECORD
JUL 25 1960
at 10:00 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County,
Maryland, compared by
Clerk

Compared and Mailed ~~Delivered~~ W.
To THOMAS B. FINAN, ATTY., City
July 26 1960.

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ARTICLES OF INCORPORATION

OF

FOOTERSCLEANERS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles Zaks, whose post office address is LaVale, Maryland, Edward Pallik, whose post office address is LaVale, Maryland, and Thomas B. Finan, whose post office address is 302 Liberty Trust Building, Cumberland, Maryland, all being of full legal age, do under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporation, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the corporation) is FOOTERS CLEANERS, INC.

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

The operating of a cleaning, laundry, and/or dyeing plant of all types of fabrics, clothing, apparel, together with the operation of retail outlets to receive the material as well as the processing plant, and together with all types of business germane thereto; the lasting of properties and acquisition of real estate and construction of buildings from which to operate the business, and to engage in the promotion of sales campaigns and all other types of activities designed to promote the advancement of the business.

To purchase, hold, retire, or reissue shares of its own capital stock in the manner provided by the Code of Public General Laws of Maryland.

To carry on any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them or to facilitate in the transaction of its business or any part thereof, or in the transaction of any business that may be

calculated, directly or indirectly, to enhance the value of its property or rights, provided that in the transaction of its business, the Corporation shall at all times be subject to the laws and statutes of each state and to the laws and statutes of the United States and foreign countries in which the same may be transacted or its property may be located.

In addition to the aforesaid powers, the Corporation shall at all times have and enjoy all the rights, privileges, powers and immunities provided under the Code of Public General Laws of Maryland.

It is the intention that the object and purposes specified in this Article THIRD shall not, unless otherwise specified herein, be in any wise limited or restricted by this or any other article in these Articles of Incorporation, 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 clause be separately construed as to both purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all powers, rights, franchises and privileges, granted to or conferred upon corporations of this character by the laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights, franchises or privileges granted or conferred by the laws of said State now or that may hereafter be in force.

FOURTH: The principal office of the Corporation in this State will be located at FOOTE'S CLEANERS, INC., LaVale, Maryland, and the resident agent of the Corporation is Thomas B. Finan, whose post office address is 302 Liberty Trust Building, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

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FIFTH: The Corporation shall have not less than three (3) Directors, or such other number not less than three (3) as the holders of the majority of the stock entitled to vote may from time to time determine, and Charles Zaks, LaVale, Maryland, Edward Pallik, LaVale, Maryland, and Thomas B. Finan, 302 Liberty Trust Building, Cumberland, Maryland, shall act as such Directors until the first annual meeting or until their successors are to be chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Thousand shares (1,000), all of which shall be common stock with a par value of Ten ($10.00) Dollars per share.

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

EIGHTH: Except as may be otherwise required by statute the holders of said common stock shall exclusively possess voting power for the election of Directors and for all purposes relating to the business of the Corporation which may be provided by the By-Laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 16 day of December, 1959.

In the presence of:

Leona Phillips — Charles Zaks (SEAL)
Charles Zaks

Leona Phillips — Edward Pallik (SEAL)
Edward Pallik

Carol Sanders Thomas B. Finan (SEAL)
Thomas B. Finan

STATE OF MARYLAND, ALLEGHENY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 16 day of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles Zaks, Edward Pallik, and Thomas B. Finan and acknowledged the aforegoing Articles of Incorporation to be their act.

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

Rita J. Kenney
Notary Public

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ARTICLES OF INCORPORATION

OF

FOOTERS CLEANERS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 24, 1959 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2434

Recorded in Liber 2166 **, folio** 360 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Kantzer
Director

FILED FOR RECORD
JUL 25 1960 19
at 12:00 O'Clock P. M.
and same day Recorded in Liber
No. Folio
of the Land Records of Allegany County
Maryland, and compared by
Clerk

Compared and Mailed Delivered W.
CLARENCE R. WAGNER
To 200 N. MECHANIC ST. CITY
JULY 26 1960.

LIBER 013 PAGE 111

(FILED AND RECORDED JULY 25" 1960 AT 10:00 A.M.)

ARTICLES OF INCORPORATION

OF

WAGNER'S RENTAL SERVICE INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Clarence R. Wagner, whose postoffice address is 200 N. Mechanic Street, Cumberland, Maryland, Edna R. Wagner, whose postoffice address is 26 Klosterman Avenue, LaVale, Maryland, and Ronnie H. Proud, whose postoffice address is Shortest Day Road, LaVale, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

WAGNER'S RENTAL SERVICE INC.

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

(a) To engage in the rental, loan, and lease of automobiles, trucks, tractors, trailers, and, without limitation, all types of motor vehicles, and, in connection therewith, to purchase and sell motor vehicles and equipment, vehicle parts, articles, and accessories, and to perform repairs and services in connection with the leasing, loaning, or rental of such vehicles, and to acquire, hold, and own any and all licenses, permits, and franchises necessary or useful in connection with the business.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or

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dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

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

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

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

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

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of

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

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

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

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed

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by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is 200 N. Mechanic Street, Cumberland, Maryland. The resident agent of the Corporation is Clarence R. Wagner, whose postoffice address is 200 N. Mechanic Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

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SIXTH: The Corporation shall have four directors, and Clarence R. Wagner, Edna R. Wagner, Ronnie H. Proud, and Jerry F. Proud shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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

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

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

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

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on December 16, 1959.

WITNESS:

Karen Teter AS TO Clarence R. Wagner
Clarence R. Wagner

Karen Teter AS TO Edna R. Wagner
Edna R. Wagner

Karen Teter AS TO Ronnie H. Proud
Ronnie H. Proud

STATE OF MARYLAND
TO WIT:
COUNTY OF ALLEGANY

THIS IS TO CERTIFY, That on December 16, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Clarence R. Wagner, Edna R. Wagner and Ronnie H. Proud, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Karen Teter
Notary Public

My Commission Expires
May 1, 1961



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ARTICLES OF INCORPORATION

OF

WAGNER'S RENTAL SERVICE INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 18, 1959 at 2:15 o'clock A. M. as in conformity with law and ordered recorded.

A 2349

Recorded in Liber 7165, folio 441, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles W. Bay Jr.
Director

FILED FOR RECORD
at ... o'clock ... M.
and same duly recorded
No. ...
one of the ... Records
Maryland,

Compared and Mailed Delivered W.
CLARENCE R. WAGNER
To 200 N. MECHANIC ST. CITY
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

WAGNER'S RENTAL SERVICE INC.

STOCK ISSUANCE STATEMENT

Wagner's Rental Service Inc., a Maryland corporation, having its principal office in Allegany County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation has authorized the issuance of One Hundred (100) full paid and non-assessable shares, without par value, of common capital stock of the Corporation for the following consideration, namely;

The following consideration, the actual value of which, as determined by the Board of Directors, is not less than Five Thousand Dollars ($5,000.00).

The business of Clarence R. Wagner, trading as "Wagner's Rental Service", including all the assets thereof as of December 31, 1959, whether tangible or intangible, the said business located at 200 North Mechanic Street, Cumberland, Maryland, being taken over as a going concern.

SECOND: (a) At the time of authorization of the issuance of such shares of stock there were no shares of stock of any class of the Corporation outstanding and entitled to vote; and

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on December 31, 1959.

IN WITNESS WHEREOF, Wagner's Rental Service Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on December 31, 1959.

WAGNER'S RENTAL SERVICE INC.

ATTEST:

Ronnie H. Proud
Ronnie H. Proud, Secretary

By Clarence R. Wagner
Clarence R. Wagner, President

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STATE OF MARYLAND
COUNTY OF ALLEGANY TO WIT:

I HEREBY CERTIFY, That on December 31, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Clarence R. Wagner, President of Wagner's Rental Service Inc., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the aforegoing Stock Issuance Statement to be the corporate act of said Corporation; and at the same time personally appeared Clarence R. Wagner and made oath in due form of law that he was Chairman of the meeting of the Board of Directors of said Corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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

Karen D. Teter
Notary Public

My Commission Expires
May 1, 1961

KAREN D. TETER NOTARY PUBLIC ALLEGANY COUNTY, MD.

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STOCK ISSUANCE STATEMENT

OF

WAGNER'S RENTAL SERVICE INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 12, 1960 **at** 9:00 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 2733

Recorded in Liber 2169 **, folio** 469 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $..... **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles O. Carter
Director

FILED FEB 15 1960 RECORD
at 9:45 19
O'Clock A.M.
and same day Recorded in Liber
No. Folio
of the
Land Records of Allegany County,
Maryland, and examined by

Leigh E. Boden

Compared and Mailed ~~Delivered~~ W.
JAMES P. MORAN,
To 444 WALNUT ST., WESTERNPORT, MD.
AUG. 22, 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

OF

MORAN GMC SALES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, James P. Moran, whose post-office address is 444 Walnut Street, Westernport, Maryland; Charles E. Moran, whose post-office address is 215 Vine Street, Westernport, Maryland; William H. Moran, whose post-office address is 445 Walnut Street, Westernport, Maryland; and Donald E. Moran, whose post-office address is Piedmont, West Virginia; all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation is: "Moran GMC Sales, Inc.".

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

To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, and other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies used by all types of motor vehicles.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

And in general to carry on any other lawful business whatsoever in connection with the foregoing, or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

FOURTH: That the principal office of the corporation in this State shall be situated at McCoole Road, Westernport, Maryland; and that the name and address of the Resident Agent is James P. Moran, 444 Walnut Street, Westernport, Maryland, he being a citizen of this State and actually residing therein.

FIFTH: That the corporation shall have four (4) directors, but said number shall be subject to increase or decrease pursuant to the provisions of the by-laws of the corporation, but shall never be less than three; and that the said James P. Moran, Charles E. Moran, William H. Moran and Donald E. Moran shall act as such directors until the first meeting of the stockholders after the adoption of the Articles of Incorporation, or until their successors are duly chosen and qualify.

SIXTH: That the total amount of authorized capital stock is Ten Thousand Dollars ($10,000.00), divided into one hundred (100) shares of $100.00 each.

SEVENTH: The following is a description of each class of stock with the preferences, voting powers, restrictions and qualifications thereof:

The corporation is authorized to issue only one class of shares of stock; the total number of such shares is one hundred; and all such shares have a par value of One Hundred Dollars ($100.00).

No distinction shall exist between the shares of the corporation or the holders thereof.

Each holder of the common stock of the corporation shall be entitled to one vote for each share of stock held by such stockholder.

EIGHTH: No dividend shall be payable except out of the profits

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GUNTER & GEPPERT
CUMBERLAND
MARYLAND

of the corporation, and no dividend shall carry interest as against the corporation. The declaration of the directors as to the amount of the net profits shall be conclusive. The directors may from time to time pay to the stockholders such interim dividends as in their judgment the position of the company justifies. The directors may retain any dividends on which the company has a lien, and may apply the same in or towards the satisfaction of the debts, liabilities, or engagements in respect of which the lien exists.

NINTH: The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 5 day of January, 1960.

Witness:

Mary C Kelly — James P. Moran (SEAL)
James P. Moran

Mary C. Kelly — Charles E Moran (SEAL)
Charles E. Moran

Mary C Kelly — William H Moran (SEAL)
William H. Moran

Mary C. Kelly — Donald E Moran (SEAL)
Donald E. Moran

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 5th day of January, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared James P. Moran, Charles E. Moran, William H. Moran and Donald E. Moran, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Mary C. Kelly
Notary Public

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

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ARTICLES OF INCORPORATION

OF

MORAN GMC SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 6, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2659

Recorded in Liber 2168 **, folio** 492 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

AUG FEB 1960 RECORD

at 9 O'Clock A. M. and same day Recorded in Liber

No. Folio

one of the Land Records of Allegany County, Maryland, and compared by

Compared and Mailed Delivered W.
CHARLES E. STATLER
To BANE ST. LAVALE, MD.
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

of

FRIENDS AWARE OF HANDICAPPED CHILDREN
OF POTOMAC VALLEY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mildred J. Saville, whose post office address is Consol, R.F.D. 2, Frostburg, Maryland, Charles E. Statler, whose post office address is Bane Street, LaVale, Maryland, and Victor E. Kalbaugh, whose post office address is 215 Vine Street, Westernport, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

FRIENDS AWARE OF HANDICAPPED CHILDREN
OF POTOMAC VALLEY, INC.

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

To operate and maintain an association exclusively for educational and charitable purposes, no part of the net earnings of which is to inure to the benefit of any member or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote the general welfare of handicapped or retarded children.

(b) To operate, conduct or maintain projects, programs or undertakings designed to promote or provide for the educational, physical, occupational and social well-being and development of handicapped children in the community.

(c) To operate, maintain and support educational or public relations programs for the benefit of the handicapped children in the community.

(d) To receive by way of gift, and to purchase, lease or otherwise acquire, hold, develop and improve real or personal property, and to mortgage, sell, exchange, let, or in any manner encumber or dispose of said property; to conduct fund raising programs in furtherance of the objects of the Corporation.

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

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

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limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is Bane Street, LaVale, Maryland. The resident agent of the Corporation is Charles E. Statler, whose post office address is Bane Street, LaVale, Maryland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The Board of Directors may choose the first members in accordance with the By-laws. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The Corporation shall be governed by a Board of Directors and the number of said directors, their manner of election, and their tenure of office shall be as set forth in the By-laws. Mildred J. Saville, Charles E. Statler and Victor E. Kalbaugh shall act as such directors until the first annual meeting of the Corporation and until their successors are duly chosen and qualified.

SEVENTH: Said Corporation shall be a non-profit organization composed of persons interested in the advancement of the handicapped children

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in the community through educational, physical development and other programs. The officers, directors and other officials shall not receive any compensation for their services.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 9th day of ~~October~~ December, 1959.

WITNESS:

Angela M. Senkbeil — Mildred J. Saville (SEAL)
MILDRED J. SAVILLE

Angela M. Senkbeil — Charles E Statler (SEAL)
CHARLES E. STATLER

Angela M. Senkbeil — Victor E. Kalbaugh (SEAL)
VICTOR E. KALBAUGH

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 9th day of ~~October~~ December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Mildred J. Saville, Charles E. Statler and Victor E. Kalbaugh, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Angela M. Senkbeil
Notary Public

My Commission Expires:
May 1, 1961

NOTARY PUBLIC * ANGELA M. SENKBEIL * ALLEGANY COUNTY, MARYLAND

See letter by similar corporation authorizing use of name

Friends Aware of Handicapped Children, Inc

LIBER 013 PAGE 131

ARTICLES OF INCORPORATION

OF

FRIENDS AWARE OF HANDICAPPED CHILDREN

OF POTOMAC VALLEY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 20, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2876

Recorded in Liber 7171 **, folio** 201 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
AUG 15 1960
at 9:45 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County, Maryland, and compared by
Clerk

Compared and Mailed ~~Delivered~~ W.
THOMAS B. FINAN, ATTY.
To City
AUG. 22 1960.

LIBER 013 PAGE 132

(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

OF

THE AMERICAN BOARD OF GENERAL PRACTICE, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Eugene Irving Baumgartner, whose post office address is 25 Alder Street , Oakland, Maryland; George L. Thorpe, whose post office address is 1148 Hillside Avenue, Wichita 11, Kansas; and Isaac P. I. P. Frohman, whose post office address is 2924 Nichols Avenue, S.E. , Washington, D. C., all being of full legal age, do under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is THE AMERICAN BOARD OF GENERAL PRACTICE, INCORPORATED.

THIRD: The nature of the business of the Corporation and the objects or purposes proposed to be transacted, promoted and carried on by it are as follows:

The first object of The American Board of General Practice, Incorporated, is to render better service to the public by insuring the continued competency of any physician or surgeon who is specializing or who wishes to specialize in the field of general practice.

To encourage the study, improve the practice, elevate the standards and advance the science of General Practice and thereby to serve the cause of Public Health.

To grant and issue to physicians duly licensed by law certificates or other recognition of Special Knowledge in General

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Practice (medical and surgical care of the family as a unit) and to suspend and revoke the same.

To determine by examination, investigation and otherwise the fitness and competence of specialists in General Practice who shall apply for Certificates and to prepare, provide, control and conduct examinations and re-examinations, written, oral and otherwise, for such purpose, and to determine the results of such examinations.

To establish, maintain, alter and amend rules and regulations, standards and qualifications for the granting and issuing and for the suspension, surrender and revocation of Certificates.

To grant and issue to physicians duly licensed by law, certificates or other recognition of Special Knowledge in General Practice (hereinafter called "Certificates") and to suspend and revoke the same.

Certificates granted or issued by the Corporation shall not confer or purport to confer upon any person any legal qualification, privilege or license to practice General Medicine and Surgery, nor purport to be issued under or in pursuance to or by virtue of any statutory or governmental sanction or authority. Recipients of Certificates shall not by virtue thereof become members of the Corporation nor shall they be entitled by virtue thereof to vote on any matter whatsoever.

To receive and act upon applications from physicians duly licensed by law for Certificates and to require the payment of and to receive from each applicant therefor, applicant, examination, and other fees in such amounts as from time to time may be fixed by the Board of Directors.

To furnish to the public, hospitals, medical schools,

medical societies and practitioners of medicine and surgery, lists of General Practitioners who from time to time have been granted Certificates by this Corporation.

Except as otherwise specifically prohibited by law, to accept any gift, endowment or bequest made to the Corporation generally or for the purpose of any specific object connected with General Practice, and to carry out any trusts attached to any such gift, endowment or bequest, and to undertake and execute any trusts which may lawfully be undertaken by the Corporation and may be conducive to its objects.

To do all such other lawful acts and things as may be pertinent, incidental or conducive to, or necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinabove set forth or growing out of or connected therewith, or with any part thereof, and generally and in pursuant thereto to have and to exercise all the powers now or hereafter conferred by the laws of the State of Maryland upon corporations organized under the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

To conduct its business, so far as permitted by law, in the state of Maryland, and other states of the United States, and in the Territories and District of Columbia, and all dependencies and colonies or possessions of the United States and in foreign countries and for and in connection with such business, to acquire, hold, possess, purchase, sell, mortgage and convey real and personal property or any interest therein, and to maintain offices and agencies either within or anywhere without the State of Maryland.

FOURTH: This Corporation shall have no authorized capital

stock and shall not be conducted or operated for pecuniary profit.

FIFTH: The membership of the Board of Directors of The American Board of General Practice, Incorporated, shall be not less than three nor more than twelve in number, and the original incorporators shall serve as the first Board of Directors, until the first annual meeting of the Corporation, or until their successors are properly chosen in accordance with the By Laws of the Corporation. The Board of Directors shall be vested with the management and control of the property, business and affairs of the corporation. The members may be increased or decreased as provided in the By Laws.

The membership of The American Board of General Practice, Incorporated, shall be limited to physicians duly licensed by law to practice medicine, who are members in good standing of at least one of the societies hereinafter named or a member of a qualified and duly elected nominating society as hereinafter provided, and he shall be a holder of a Certificate granted by the Corporation.

The societies hereinafter named are constituted nominating societies. Additional nominating societies may be constituted, or the designation of any existing nominating society may be revoked or annulled, at any time upon the affirmative vote of not less than two-thirds in number of the members or directors. Each such additional nominating society shall be a recognized society or association of national scope in the United States of America or in the Dominion of Canada, and the aims and objects of which conform generally to or include or parallel those of the nominating societies hereinafter named.

SIXTH: The incorporators named in the First section of these Articles shall elect ten (10) initial members, five (5) from

the Section on General Practice of the American Medical Association, and five (5) from the American Academy of General Practice.

The term of membership of the original five (5) members elected from the Section on General Practice of the American Medical Association shall be determined by lot, two (2) of the members' terms shall be initially for six (6) years, the remaining three (3) for a period of three (3) years. The term of the members elected from the American Academy of General Practice shall be three (3) for six (6) years, and two (2) for three (3) years. All members subsequently elected shall continue for a term of six (6) years.

The nominating societies shall elect, name or appoint their representative to membership in this Corporation subject to the approval of its Board of Directors. If any society shall fail to elect a nominee to this Corporation, then the Board of Directors of this Corporation, by a majority vote, may designate any eligible member of such nominating society as the nominee to membership in this Corporation.

SEVENTH: There shall be an annual meeting of the Members and Board of Directors to be held at the time and place that the Chairman shall designate, within or without the State of Maryland. Special meetings may also be called. Officers, as provided in the By Laws of the Corporation, shall be elected at said annual meeting, whose terms of office shall be for a period of one year.

EIGHTH: The resident agent of the Corporation in the State of Maryland shall be Thomas B. Finan, whose post office address is Room 302, Liberty Trust Building, Cumberland, Maryland, and which said individual is a resident of the State of Maryland, and said above address is the principal office of the corporation.

NINTH: The existence of the Corporation shall be perpetual.

TENTH: The private property of the members shall not be subject to the payment of corporate debts to any extent whatsoever.

ELEVENTH: The Corporation shall have power, subject to the provisions of the Laws of the State of Maryland, to keep the record of the Corporation outside such state, at such places as from time to time may be designated by resolution of the Board of Directors.

TWELFTH: The Board of Directors are authorized to invest money of the Corporation in such securities and properties as they may determine, and to do all other things generally in proper conduct of the affairs of the Corporation. Upon dissolution of the Corporation after the satisfaction of all its debts, any surplus may be transferred by the Board of Directors to such institution or institutions having objects similar to the objects of this Corporation.

IN WITNESS WHEREOF, we, the undersigned, Eugene Irving Baumgartner, George L. Thorpe, and ~~I. P.~~ Isaac P. Frohman, being all of the incorporators herein named, hereby declare and certify that the facts herein stated are true, and accordingly have hereunto set our respective hands and seals, this 18th day of December, 1959.

WITNESS:

Lois V. Dettmer

L. Darlene Denaugh

Wesley M. Miller

Eugene Irving Baumgartner (SEAL)
Eugene Irving Baumgartner

George L. Thorpe (SEAL)
George L. Thorpe

I. P. Frohman (SEAL)
I. P. Frohman
Isaac P. Frohman

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STATE OF MARYLAND, GARRETT COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 18 day of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Eugene Irving Baumgartner, and acknowledged the aforegoing Articles of Incorporation to be his act.

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

Merritt H. Feather
Notary Public
My Commission Expires May 1, 1961

STATE OF KANSAS, SEDGEWICK COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 18 day of December, 1959, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared George L. Thorpe, and acknowledged the aforegoing Articles of Incorporation to be his act.

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

My Comm. Expires 9-13-60 L. Darlene Murnigh
Notary Public

DISTRICT OF COLUMBIA, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of December, 1959, before me, the subscriber, a Notary Public of the District of Columbia, personally appeared Isaac P. I. P. Frohman, and acknowledged the aforegoing Articlesof Incorporation to be his act.

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

Notary Public

My Commission expires January 31, 1960

LIBER 013 PAGE 139

ARTICLES OF INCORPORATION

OF

THE AMERICAN BOARD OF GENERAL PRACTICE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland January 22, 1960 at 2:01 o'clock P. M. as in conformity with law and ordered recorded.

A 2893

Recorded in Liber 7171, folio 320, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantz
Director

FILED FOR RECORD
AUG 15 1960 19
at 4:45 O'Clock P. M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Maryland, and examined by
Clerk

Compared and Mailed ~~Delivered~~ W.
FRED W. JENKINS,
To 150 WINDOW ST, BUFF
AUG. 22 1960

LIBER 013 PAGE 140

(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

OF

FMJ TRANSPORTATION COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Fred W. Jenkins, whose post office address is 117 Wilmont Avenue, Cumberland, Maryland, Martha J. Jenkins, whose post office address is 117 Wilmont Avenue, Cumberland, Maryland, and Clarence Lippel, whose post office address is 50 Baltimore Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

FMJ TRANSPORTATION COMPANY

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

(a) To engage in the business of transporting persons and property for hire by motor vehicle, aircraft, and any and all other means of conveyance as a common carrier, private carrier or otherwise.

(b) To purchase, sell, mortgage and rent automobiles and any other vehicles, airplanes and any other type of transportation appropriate for the carriage of passengers and goods

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CLARENCE LIPPEL
CUMBERLAND, MD.

in any and all places as may from time to time be thought fit; to purchase, construct, repair, sell, hire or let automobiles and any and all other forms of transportation; to enter into contracts with any person or company as to interchange of traffic or otherwise.

(c) To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating and servicing all types of new and used automobiles, trucks and other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling, financing, encumbering and generally dealing in all types of supplies used by all types of motor vehicles; to purchase, acquire and take over any business or businesses which might be used for any of the purposes of the corporation.

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

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

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CUMBERLAND, MD.

any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the corporation or otherwise.

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

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

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

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CUMBERLAND, MD.

The aforegoing enumeration of the purposes, objects and

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

FOURTH: The post office address of the principal office of the corporation in this State is 150 Wineow Street, Cumberland, Maryland. The resident agent of the corporation is Fred W. Jenkins, whose post office address is 150 Wineow Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is five thousand (5,000) shares of the par value of Ten ($10.00) Dollars 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 Fifty Thousand ($50,000.00) Dollars.

SIXTH: The corporation shall have three directors and Fred W. Jenkins, Martha J. Jenkins and Clarence Lippel shall act as such until the first annual stockholders meeting or until their successors are duly chosen and qualified.

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CUMBERLAND, MD.

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

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

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

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CUMBERLAND, MD.

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

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

(d) The corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of

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CUMBERLAND, MD.

all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any

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CUMBERLAND, MD.

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one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

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

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these articles of incorporation this 8th day of January, 1960.

WITNESS:

Dora Rita Lesaure as to Fred W Jenkins (SEAL)

Dora Rita Lesaure as to Walter J Jenkins (SEAL)

Dora Rita Lesaure as to Clarence Lippel (SEAL)

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 8th day of January, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Fred W. Jenkins, Martha J. Jenkins and Clarence Lippel and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

DONA RITA LEASURE NOTARY PUBLIC ALLEGANY CO.

Dona Rita Leasure
NOTARY PUBLIC

My commission expires: May 1, 1961.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 149

ARTICLES OF INCORPORATION

OF

FMJ TRANSPORTATION COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland January 11, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2692

Recorded in Liber 7169 **, folio** 252 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 18.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles F. Benton
Director

FILED FOR RECORD
AUG 15 1960
at 9:45 o'clock A.M.
and same day Recorded in Liber
No. _____ Folio _____
one of the _____
Land Records of Allegany County,
Maryland, and compared by
_____ Clerk

Compared and Mailed ~~Delivered~~ W.
EDWARD E. ALLEN,
To 1130 BEDFORD ST., CITY
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

OF

ALLEN'S LIQUORS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edward E. Allen, whose post office address is 1130 Bedford Street, Cumberland, Maryland; Elizabeth A. Allen, whose post office address is 1130 Bedford Street, Cumberland, Maryland; and Paul M. Spidell, whose post office address is 222 Emily Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

ALLEN'S LIQUORS, INC.

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

(1) To buy, sell, manufacture, prepare, distribute and otherwise deal in and with, either as principal or agent, at wholesale or retail, beer, wines, liquors and other beverages, cigarettes, cigars and tobacco products, food and other products, whether of the character aforesaid or otherwise; and any and all articles and things which may be necessary or convenient to the

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carrying on of a general retail, wholesale or distribution business in beer, wines, liquor, beverages, food, tobacco and allied products.

(2) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise of every class and description.

(3) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(4) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

(6) To acquire all or any part of the goodwill, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the

Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired and to assume in connection therewith any liabilities of any such person, firm or corporation.

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

(8) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in the aforegoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from,

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the terms of any other clause of this or any other Article in this Charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

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

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

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

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are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of any such other corporation or not so interested.

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

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

(g) The Corporation may purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 64 North Centre Street, Cumberland, Maryland. The resident agent of the Corporation is Edward E. Allen, whose post office address is 1130 Bedford Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Edward E. Allen, Elizabeth A. Allen and Paul M. Spidell shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than nine or decrease the same to not less than three, by amendment to the By-Laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is Two Hundred Fifty shares of the par value of One Hundred Dollars ($100.00) each.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of

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Incorporation this 4th day of January, 1960.

WITNESS:

Angela M. Senkbeil — Edward E. Allen (SEAL)
Angela M. Senkbeil — EDWARD E. ALLEN

Angela M. Senkbeil — Elizabeth A. Allen (SEAL)
Angela M. Senkbeil — ELIZABETH A. ALLEN

Angela M. Senkbeil — Paul M. Spidell (SEAL)
Angela M. Senkbeil — PAUL M. SPIDELL

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 4th day of January, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Edward E. Allen, Elizabeth A. Allen and Paul M. Spidell, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

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

ANGELA M. SENKBEIL * NOTARY PUBLIC * ALLEGANY COUNTY, MARYLAND

Angela M. Senkbeil
Notary Public
Angela M. Senkbeil

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ARTICLES OF INCORPORATION

OF

ALLEN'S LIQUORS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 5, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 2643

Recorded in Liber 2168 **, folio** 394 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 16.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
AUG 15 1960 19
at 9:45 O'Clock A M.
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County, Maryland, and compared by

Compared and Mailed ~~Delivered~~ W.
HERMAN F. HUMBERTSON
To 169 WASHINGTON ST, FROSTBURG MD.
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

THE H. & D. AMUSEMENT COMPANY

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Herman Frederick Humbertson, whose post office address is 169 Washington Street, Frostburg, Allegany County, Maryland; William Charles Davis, whose post office address is 139 East Mechanic Street, Frostburg, Allegany County, Maryland; Genevieve Footen Humbertson, whose post office address is 37 East Main Street, Frostburg, Allegany County, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is "THE H. & D. AMUSEMENT COMPANY".

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

(a) To engage in the operation of coin machines and amusement devices; to own, buy, sell, rent and lease coin operated music machines, pin ball machines and any and all other amusement devices of every kind and description which can be operated by the insertion of coins for that purpose. Also to engage in the operation of amusement devices wherein said amusement devices can be operated without the insertion of coins. Further to buy and sell novelties, music records, equipment, furnishings, fixtures, store equipment of all kinds.

(b) To process, manufacture, distribute, buy, sell, lease, install, repair for profit, or otherwise trade or deal in, at wholesale or retail, and either directly as principal and through its agents, representatives and employees, and/or indirectly itself as agent, factor or broker, all and any fixtures, products and materials that and/or are used directly or indirectly in the coin operated or non coin operated machines and amusement devices business and any other materials or

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merchandise ordinarily handled by corporations or firms engaged in similar businesses with full power to conduct said operations to the same broad extent and with the same extensive powers that similar businesses usually exercise;

(c) To enter into such contracts or agreements as may be advisable to bring before the public by advertisement or in any other manner of the advantage which may be secured by the services rendered by said Corporation;

(d) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(e) To purchase, lease or otherwise acquire, all or any part of the property, trade marks, trade names, rights, businesses, contracts, good will, franchises, patents, patents applied for, use of patents and patents applied for, and assets of every kind, or any corporation, co-partnership or individual (including the assets of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on;

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 84 East Main Street, Frostburg, Allegany County, Maryland, and the principal business address of the Corporation is the same. The name and P.O. address of the Resident Agent of the Corporation in this State are Herman Frederick Humbertson, 169 Washington Street, Frostburg, Allegany County, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred (100) shares without par value, all of one class.

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

until their successors are duly chosen and qualified are Herman Frederick Humbertson, William Charles Davis and Genevieve Footen Humbertson.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of one hundred (100) full paid and non assessable shares of non-par value stock for the following consideration, the value of which consideration is hereby stated to be not less than Eight Thousand Dollars ($8000) namely;

(a) Sandy Pony Ride Machines identified by serial numbers 7333, 7334, 7369, 7372, 7882, 7883, 7884, 7885, 7886.

(b) Scout Pony Ride Machines identified by serial numbers S-502, S-510, S-511, S-514, S-517.

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, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(b) To make, alter, and repeal the by-laws of this Corporation; to open stock books, to fix and vary the amount to be reserved as working capital; to direct and determine the use of any surplus or net profit; to determine whether any, and if any, what part of any surplus or net profits should be declared in advance.

(c) To create, make and issue mortgages, bonds, deeds of trust, trust agreements and negotiable or transferable instruments and securities, secured by mortgage or otherwise, and to do every other act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, and property, rights, or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, and to pay for any property or rights

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acquired by the Corporation, either wholly or partially, in money or in stocks, bonds, debentures, or other securities of the Corporation.

(d) To remove or suspend any office of the Corporation and to fix, and from time to time, to change, their salaries or emoluments; to appoint and at their discretion remove or suspend, any managers, officers, assistants, clerks, agents, and servants, permanently or temporarily, as they, from time to time think fit, and to determine their duties, and fix, and from time to time, change their salaries or emoluments, and to require security in such instances and in such amounts as they think fit.

(e) To confer by resolution, upon any officer of the Corporation, the right to choose, remove or suspend such subordinate officers, managers, assistants, clerks, agents or servants.

(f) To determine who shall be authorized to sign on behalf of the Corporation all bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.

The Corporation may by its By-Laws confer upon the Directors powers and authorities additional to the aforegoing and to those expressly conferred upon them by statute.

NINTH: The Charter of this Corporation may, from time to time, be amended for any purpose, upon the affirmative vote of two-thirds (2/3) of all the shares of stock outstanding and entitled to vote.

TENTH: No contract of other transaction between the Corporation and any other Corporation or business, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation or business, provided that the fact of his interest shall be disclosed or shall have been known to the Board of Directors of this Corporation.

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ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 11 day of January, 1960.

Herman Frederick Humbertson (SEAL)
HERMAN FREDERICK HUMBERTSON

William Charles Davis (SEAL)
WILLIAM CHARLES DAVIS

Genevieve Footen Humbertson (SEAL)
GENEVIEVE FOOTEN HUMBERTSON

Miller Bowne

STATE OF MARYLAND: COUNTY OF ALLEGANY: TO WIT:

I HEREBY CERTIFY, That on this 11 of JANUARY, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Herman Frederick Humbertson, William Charles Davis and Genevieve Footen Humbertson, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Eugene B Moore
Notary Public

My Commission Expires January 1, 1961

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ARTICLES OF INCORPORATION

OF

THE H. & D. AMUSEMENT COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland January 15, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2837

Recorded in Liber 2170, folio 558, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 12.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantz
Director

FILED FOR RECORD
AUG 15 1960
at 9:45 O'Clock A. M.
and same day Recorded in Liber
No. ____ Folio ____
of the Land Records of Allegany County,
examined and compared by
Clerk

Compared and Mailed Delivered W.
JAMES G. MCELVIE
To LONACONING, MD.
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

JACKSON TELEVISION COMPANY, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Thomas M. Connor, whose post office address is Douglas Avenue, Lonaconing, Maryland, Virginia B. Connor, whose post office address is Douglas Avenue, Lonaconing, Maryland, James G. McElvie, whose post office address is Front Street, Lonaconing, Maryland, and Nina S. McElvie, whose post office address is Front Street, Lonaconing, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is JACKSON TELEVISION COMPANY, INC.

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

(1) To engineer, buy, sell, construct, install, hire, lease, operate, repair, maintain and service community television antenna systems; to handle, buy, sell, use, hire, lease, distribute, install, operate, repair, and maintain television, electronic, radio and electrical equipment, receivers, transmitters, amplifiers, supplies, apparatus, devices, and articles of every kind and character whatsoever pertaining to or in anywise connected with television electronic and radio reception or transmission, and to generally deal in all kinds of television and radio apparatus equipemtn, parts, accessories, machinery andappliances for the reception and transmission of television signals, messages and programs; to buy, sell, con-

struct, operate and maintain television towers, antenna, transmission lines, and systems for the receiving, transmitting, carrying and reflecting of television signals; to engage in the business of interstate and intrastate transmission of television signals, both audio and video, as a common carrier for hire, and for the purpose of such business to have and enjoy all the rights, privileges and powers of a telegraph and telephone corporation organized under the laws of the State of Maryland.

(2) To generally engage in the wholesale and retail business of television electronic and radio equipment, sets, receivers, transmitters, supplies and accessories of every kind.

(3) To construct or lease necessary roads, ways, television lines, electric and telephone lines, poles and appurtenances for transmitting television.

(4) To acquire by purchase, gift, lease or otherwise and hold, sell, use, dispose of, encumber or convey such real property and personal property, including but not limited to any rights, privileges, easements, rights-of-way, consents, franchises, licenses and permits therein, as may be necessary or convenient to the operation of the Corporation and the effectuation of its purposes.

(5) To enter into, make, perform and carry out contracts of any and every kind for any lawful purpose with any person, firm, association or corporation.

(6) To issue bonds, debentures, obligations and other evidences of debt of the Corporation from time to time for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

(7) To purchase, hold, issue and reissue the shares of its capital stock and to subscribe to , purchase or otherwise acquire stocks, bonds, or other indentures or securities of other corpor-

ations.

(8) In general, to carry on any other incidental business in connection with the aforegoing, whether manufacturing or otherwise, and to do any and all acts and things as may be necessary or convenient to carry out and effectuate the objects and purposes of the C rporation as herein set forth, and to have and to exercise all of the powers usually conferred by the laws of the State of Maryland upon corporations of this character.

(9) The business which the Corporation is to transact from time to time is to do any one or more of the acts and things hereinablve set forth and in the same manner and to the same extent as individuals may do, and to carry on and conduct any other business which may seem to be calculated, directly or indirectly, to facilitate or effectuate the aforesaid objects and purposes, or any of them, provided that in the transaction of its business the Corporation shall be subject at all times to the laws and statutes of the State of Maryland and of the United States, and to the laws and statutes of each state in which said business may be transacted, or in which its property may be located.

(10) In addition to the aforegoing powers, the Corporation shall have all of the general powers as specified and set forth in Section 9 of Article 23 of the Annotated Code of Maryland (1951 edition) and any amendments made thereto.

FOURTH: That the principal office of the Corporation in this state is located in Lonaconing, Maryland; its post office address is Lonaconing, Maryland; and the name and post office address of the resident agent of the Corporation in this state is James G. McElvie, Front Street, Lonaconing, Maryland, said resident agent being a citizen of this state and actually residing herein.

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FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of Ten ($10.00) Dollars a share, all of one class, and having an aggregate par value of Ten Thousand ($10,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than (3) three; and the names of the directors to act until the first annual meeting, or until their successors are duly chosen and qualified are:

Thomas M. Connor,

Virginia B. Connor,

James G. McElvie, and

Nina S. McElvie

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

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

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of One Thousand (1,000) shares, fully-paid and non-assessable, of the par value of Ten ($10.00) Dollars a share for the following consideration, the value of which consideration is hereby stated to be not less than Ten Thousand ($10,000.00) Dollars, namely:

Each of said incorporators will be subscribed to Two Hundred Fifty (250) shares of said stock, which shares will be issued upon

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transfer to the Corporation of the following assets which are now owned by a partnership in which each of said incorporators owns an equal one-fourth (1/4) interest:

1950 Ford panel truck	$ 300.00
1946 Willys Jeep	300.00
40 Amplifiers	3,400.00
9 Preamplifiers	160.00
3 Converters	300.00
Antennas	125.00
Testing equipment	450.00
50,000 feet of cable (installed)	4,000.00
Miscellaneous supplies	965.00
Total assets:	$ 10,000.00

(3) There shall be the following restrictions upon the sale and transfer of any of said shres of stock of the Corporation: None of said shares of stock of the Corporation shall be sold or transferred or offered for sale or transfer until after the same have been offered for sale and transfer to the Corporation and same have been refused, and also offered to the individual stockholders and the same have been refused; and if they all refuse to purchase said sahres of stock at the price offered, said shares of stock may then be offered as for sale and sold to any other persons at a price equal to or greater than the price at which they were offered to the Corporation and to the other individual stockholders of the Corporation, but shall not be sold at a price less than the price offered as aforesaid.

(4) The Board of Directors shall have power, from time to time, to fix and determine, and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part of the surplus of the corporation or of the net profits arising from its business, shall be declar ed in dividends and paid to the stockholders; and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the said shares

of stock of the Corporation, or any of its bonds or other evidences of indebtedness, and to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(5) The Corporation reserves the right to make, from time to time, any amendments of its Charter according to law.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 22nd day of January, 1960.

WITNESS:

Isabell T. Grove — Thomas M. Connor
Thomas M. Connor

Isabell T. Grove — Virginia B. Connor
Virginia B. Connor

Isabell T. Grove — James G. McElvie
James G. McElvie

Isabell T. Grove — Nina S. McElvie
Nina S. McElvie

STATE OF MARYLAND; ALLEGANY COUNTY; TO WIT:

I HEREBY CERTIFY, That on this 22 day of January, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Thomas M. Connor and Virginia B. Connor, his wife, and James G. McElvie and Nina S. McElvie, his wife, all satisfactorily identified to me, and each acknowledged the foregoing Articles of Incorporation to be his and her respective act and deed.

WITNESS my hand and Notarial Seal on the date last written.

ISABELL T. GROVE NOTARY PUBLIC ALLEGANY COUNTY, MD.

Isabell T. Grove
Notary Public

My Commission expires: May 1, 1961.

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ARTICLES OF INCORPORATION

OF

JACKSON TELEVISION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 25, 1960 **at** 9:28 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 2935

Recorded in Liber 2171 **, folio** 573 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
AUG 18 1960
at 9:45 O'Clock A.M.
and same day Recorded in
No. Folio
one of the
Land Records of Allegany
Maryland, and compared

Compared and Mailed ~~Delivered~~
JOHN W. ROLLINS, JR.
To 64 PERSHING ST, CITY
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

OF

KELSEY MINING CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edwin J. Bognar, whose post office address is 2306 First National Bank Building, Pittsburgh 22, Pennsylvania; John W. Rollins, Jr., whose post office address is 64 Pershing Street, Cumberland, Maryland; and Nadine E. Bognar, whose post office address is 2306 First National Bank Building, Pittsburgh 22, Pennsylvania, all being of full legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate our-s elves with the intention of forming a corporation.

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

KELSEY MINING CO., INC.

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

(a) To conduct and carry on the business of mining, producing and selling coal, clay, sand, gravel, loam, limestone, ganister, oil, gas, shale, mica schist, iron ore, cement and any and all other minerals, contents or products of the earth; the manufacture and sale of coke and its by-products; the manufacture and sale of any and all types of refractory products, including fire brick, face brick, tile and other clay products; to sever and sell timber

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and operate a general sawmill business in connection therewith; to manufacture and sell, as principal or agent, products of coal, clay, sand, gravel, loam, limestone, ganister, oil, gas, shale, mica schist, iron ore, cement and all other minerals or products of the earth, including alloyed metals and wood and combinations of two or more of them; and to own, construct and operate any types of plants, factories, machinery and transportation facilities necessary for the obtention, processing or transporting of any of the above mentioned minerals, issues or products; and to conduct a general engineering business.

(b) To purchase, hold, deal in, lease, mortgage or otherwise encumber, and to lease, sell, exchange, transfer or dispose of in any manner real or leasehold property, and to construct, operate, lease, rent, and manager buildings and property of every kind, nature and description, wheresoever situate.

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

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

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

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

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

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

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

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

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

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is No. 64 Pershing Street, Cumberland, Maryland. The resident agent of the Corporation is John W. Rollins, Jr., whose post office address is No. 64 Pershing Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors, and Edwin J. Bognar, John W. Rollins, Jr., and Nadine E. Bognar, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value, divided into One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each.

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on December 31, 1959.

WITNESS:

Edwin J. Bognar (SEAL)
EDWIN J. BOGNAR

John W. Rollins Jr (SEAL)
JOHN W. ROLLINS, JR.

Nadine E. Bognar (SEAL)
NADINE E. BOGNAR

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 31st day of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Edwin J. Bognar, John W. Rollins, Jr., and Nadine E. Bognar, and severally acknowledged the foregoing articles of incorporation to be their act.

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

ANGELA M. SENKBEIL NOTARY PUBLIC ALLEGANY COUNT MARYLAND

Angela M. Senkbeil
Notary Public

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ARTICLES OF INCORPORATION

OF

KELSEY MINING CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 6, 1960 at 2:00 o'clock P. M. as in conformity with law and ordered recorded.

A 2652

Recorded in Liber 7168, folio 455, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
AUG 15 1960
at 4:45 O'Clock P.M.
and same day Recorded in Liber
No. ____ Folio ____
one of the ____
Land Records of Allegany County,
Maryland, and examined by
Clerk

Compared and Mailed ~~Delivered~~ W.
JOHN G. THOMAS
To 520 HOLLAND ST, CUM'D
AUG. 22 1960.

LIBER 013 PAGE 179

(FILED AND RECORDED AUGUST 15" 1960 AT 9:45 A.M.)

ARTICLES OF INCORPORATION

of

LOCAL 1874 TWUA REALTY CORPORATION.

THIS IS TO CERTIFY:

First: That we, the subscribers, LESLIE J. CLARK, whose Post Office address is Room 412, Liberty Trust Building, Cumberland, Maryland, MINA MONTGOMERY, whose Post Office address is No. 121 Bedford Street, Cumberland, Maryland, and JOHN G. THOMAS, whose Post Office address is No. 520 Holland Street, Cumberland, Allegany County, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

LOCAL 1874 TWUA REALTY CORPORATION.

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

(a) To purchase, hold, own, operate, manage, alter and otherwise acquire the premises now known as Nos. 416-420-422 North Centre Street, Cumberland, Allegany County, Maryland, and such other real estate as may be necessary for the purpose of maintaining an office, headquarters, home, social quarters and meeting place for the membership of Local Union No. 1874 Textile Workers Union of America, AFL-CIO and generally do and carry on such undertakings in connection with the purposes of said organization as may seem to the Corporation to be calculated directly or indirectly to accomplish the aforegoing.

(b) To borrow money for any of the purposes of the said Corporation and to issue bonds, debentures, mortgages, notes or other obligations of any nature and in any manner permitted by law for money so borrowed in payment for property purchased or for any other lawful consideration to secure the payment thereof and of the interest thereon by mortgage, pledge, judgment or conveyance or assignment in trust of the whole or any part of the property of the

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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Corporation real, personal or mixed, now owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such bonds, notes or other obligations for any of the purposes of the Corporation.

(c) It is the intention that none of the powers set forth in the aforegoing clause shall be in any way limited or restricted, and it is also the intention that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to or conferred upon a Corporation of this character by the Laws of the State of Maryland, and that the enumeration of said powers as herein defined is not intended as exclusive of or as a waiver of any other powers, rights or privileges granted or conferred by the Laws of the State of Maryland now or hereafter in effect.

Fourth: The Post Office address of the place at which the principal office of the Corporation in this State will be located is No. 416 North Centre Street, Cumberland, Maryland. The resident agent of the Corporation is John G. Thomas, whose Post Office address is 416 North Centre Street, Cumberland, Md. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth; The total number of shares of stock which the Corporation has authority to issue is ten (10) shares of the par value of One Thousand ($1,000.00) Dollars a share, all of one class and are designated common stock and having an aggregate par value of Ten Thousand ($10,000.00) Dollars.

Sixth: The number of Directors of the Corporation shall be five (5), which number may be increased or decreased, pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the Directors who shall act until the First Annual Meeting, or until their successors are duly chosen and qualified and are Leslie J. Clark, Mina Montgomery, ~~xxx~~ John G. Thomas, James F. McGann and Earl W. Walker.

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

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

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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Eighth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on December 24th, 1959.

Leslie J. Clark
LESLIE J. CLARK

Mina Montgomery
MINA MONTGOMERY

John G. Thomas.
JOHN G. THOMAS

Witness:

Albert A. Dant.

STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24 day of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared LESLIE J. CLARK, MINA MONTGOMERY and JOHN G. THOMAS, (all personally known to me or satisfactorily identified) and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Mary Jo Huber
NOTARY PUBLIC

MARY JO HUBER
NOTARY PUBLIC STATE OF MARYLAND
ALLEGANY COUNTY

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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ARTICLES OF INCORPORATION

OF

LOCAL 1874 TWUA REALTY CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland January 13, 1960 **at** 9:00 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 2685

Recorded in Liber 2169 **, folio** 217 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
AUG 15 1960 19
at O'Clock
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County
Maryland, and compared by

Compared and Mailed ~~Delivered~~
JAMES A. AVIRETT,
To ATTY, City
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 18" 1960 AT 9:00 A.M.)

BAUER WHOLESALE LUMBER & SUPPLY

COMPANY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard John Bauer, whose post-office address is 821 Sackett Street, Cuyahoga Falls, Ohio; Christie Frederick Bauer, whose post-office address is 2930 Ivanhoe Road, Cuyahoga Falls, Ohio, and Jack Christie Bauer, whose post-office address is 3903 Northampton Road, Cuyahoga Falls, Ohio, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

BAUER WHOLESALE LUMBER & SUPPLY

COMPANY, INC.

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

(1) To buy, sell, manufacture and otherwise deal in, at wholesale or retail, rough and finished lumber, millwork, lath, shingles, sash, doors, windows, wood products of all kinds, lime, cement, plaster, nails, hardware, and building materials and supplies of every kind and character; to acquire, own, buy, sell,

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manage and operate sawmills and wood working plants, and to enter into contracts and arrangements of all kinds with builders, property owners and others.

(2) To manufacture, purchase or otherwise acquire, sell, assign and transfer, exchange or otherwise dispose of, and to invest, trade, deal in or deal with goods, wares and merchandise and personal property of every class and description.

(3) To erect, maintain, construct, purchase, rent, hire, lease or let or otherwise acquire or dispose of buildings, structures for said purpose; to acquire, sell, mortgage, lease or otherwise acquire or dispose of all real or personal property necessary or convenient to the operation and continuance of such business; to acquire the good will, rights, property, franchises, licenses, privileges of any person, firm, association, or corporation engaged in any similar business or business incident thereto and pay for the same in cash, bonds, debentures or obligations secured by the pledged assets of this Company or otherwise, and to hold or in any manner dispose of any part of the property, or property so acquired.

(4) To apply for, acquire, buy, sell, assign, lease, pledge, mortgage, or otherwise dispose of letters patent of the United States, or of any foreign country, and all or any rights, territorial or otherwise, thereunder. To apply for, acquire, hold, sell, assign, lease, mortgage or otherwise dispose of patent rights, licenses, privileges, inventions, trade marks, trade names, and pending application therefore, relating to or useful in connection with any business of the Corporation. To use, manufacture or grant licenses under any letters patent owned or controlled by the Corporation, and to expend money in experimenting upon and testing the

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validity or value of any patent rights the Corporation may acquire or propose to acquire.

(5) To acquire by purchase, lease, or otherwise, the property rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on, in whole or in part, the aforesaid businesses, or any of them, or any other business, in whole or in part, 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 property, rights, business, good will, franchises or assets so acquired in the stock, bonds or other securities of the Corporation or otherwise, as provided by law.

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

(7) 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 moneys so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage 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, debentures, notes or other obligations of the Corporation for its corporate purposes.

(8) To carry on any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate

the aforesaid objects or any of them, or to facilitate in the transaction of its business or any part thereof, or in the transaction of any business that may be calculated, directly or indirectly, to enchance the value of its property or rights, provided that in the transaction of its business, the Corporation shall at all times be subject to the laws and statutes of each state and to the laws and statutes of the United States and foreign countries in which the same may be transacted or its property may be located.

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

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

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is 27 Howard Street, Cumberland, Allegany County, Maryland. The resident agent of the Corporation is James Alfred Avirett, whose post-office address id No. 1 Washington Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have not less than three (3)

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directors and Richard John Bauer, Christie Frederick Bauer and Jack Christie Bauer shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Thousand (1,000) shares without nominal or par value.

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

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

(2) If so determined by the Board of Directors, the Corporation may from time to time issue shares without par value of its stock of any class for a consideration of which, or of the value of which, a part only shall be contributed as capital, and the amount of such stock issued shall include only that part of the amount or value of such consideration so contributed as capital, and the balance of the consideration, or of the value of the consideration, shall constitute surplus and shall be available for the payment of dividends and for other corporate purposes.

(3) No holder of stock of any class shall be entitled as a matter of right to subscribe for, or purchase, any part of any

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new or additional issue of stock of any class, or of securities convertible into stock of any class, whether now or hereafter authorized, or whether issued for money, for a consideration other than money or by way of dividend.

(4) The Board of Directors shall have power to determine from time to time whether, and to what extent, and at what times and places, and under what conditions and regulations, the books, accounts and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-laws; and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(5) Any Director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud, no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any director of the Corporation who is also a director or officer of, or interested in, such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or

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transaction, with like force and effect as if he were not such director or officer of such other corporation or association or not so interested, or a member of a firm so interested.

(6) Any contract, transaction or act of the Corporation, or of the directors, which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

(7) Unless the By-laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-laws or by authority of the Board of Directors.

(8) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority, or other designated proportion of the shares, or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the By-laws, but in cases in which the law authorizes such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized, except as otherwise provided in the charter or in the By-laws.

(9) The Corporation reserves the right, from time to time, to make any amendments of its charter which may, now or hereafter,

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be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of fifty-one per cent (51%) of the shares of such stock at the time outstanding, by a vote at a meeting.

(10) Upon the consent of the holders of a majority of the total number of shares of stock outstanding, and at the time entitled to vote for and elect the Board of Directors, expressed in writing, with or without a meeting, or by vote at a meeting called for that purpose, all the property and assets of the Corporation, including its good will and franchises, may be sold or transferred as an entirety to a new company to be incorporated under the laws of the United States, the State of Maryland, or any other state of the United States, for the purpose of so taking over all the property and assets of the Corporation, with the same or a different authorized number of shares of stock, and with the same preferences, voting powers, restrictions, and qualifications thereof as may then attach to the classes of stock of the Corporation then outstanding, provided that the whole or any part of such stock or of any class thereof may be stock with or without nominal or par value; the consideration for such sale or transfer to be the assumption by such new company of all of the then outstanding liabilities of the Corporation and the issuance and delivery by the new company of shares of stock (any or all thereof either with or without nominal or par value) of such new company of the several classes into which the stock of the Corporation is then divided, equal in number to the number of shares of stock of the Corporation of the several classes then outstanding. In the event of such sale or transfer each holder of stock of the Corporation agrees forthwith to surrender, and agrees

that any and every other holder of stock of the Corporation may surrender, for cancellation, his certificate or certificates for stock of the Corporation and receive and accept in exchange therefor, as his full and final distributive share of the proceeds of such sale or transfer, and of the property and assets of the Corporation, with or without a dissolution of the Corporation, a number of shares of the stock of the new company of the class corresponding to the class of the shares surrendered equal in number to the number of shares of stock of the Corporation so surrendered; and in the event of such sale or transfer, no holder of any of the stock of the Corporation shall have any rights or interests in, or against the Corporation, or in or against the Corporation, or in or against the property and assets so sold or transferred, except the right, upon surrender of his certificate or certificates as aforesaid, to receive from the Corporation a certificate or certificates for such shares of such new company as herein provided. Such new company may, but need not, have all or any of the powers of the Corporation, and the charter and By-laws of such new company may, but need not, contain all or any of the provisions contained in the charter and By-laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on February 8, 1960.

NOTARIAL SEAL SUMMIT COUNTY OHIO

Richard John Bauer — 821 Sackett Ave Cuyahoga Falls, O.

Christie Bauer — 3903 Northampton Rd. Cuyahoga Falls, O

Christie Frederica Bauer — 7930 Ironhorse Rd Cuyahoga Falls

Witness to all signatures:

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STATE OF OHIO,
COUNTY OF ,

I HEREBY CERTIFY that on this 8 day of February, 1960, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared Richard John Bauer, Christie Frederick Bauer and Jack Christie Bauer and acknowledged the foregoing Certificate of Incorporation to be his act.

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

Charles R. Weber, Notary Public
My Commission Expires Nov. 7, 1961

Notary Public

Charles R Weber

NOTARIAL SEAL OHIO SUMMIT COUNTY

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ARTICLES OF INCORPORATION

OF

BAUER WHOLESALE LUMBER & SUPPLY

COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 10, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 3184

Recorded in Liber 2174 **, folio** 122 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 20.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles A Bantzi
Director

FILED FOR RECORD
AUG 18 1960 19
at 9 00 O'Clock A
and same day Recorded in
No. Folio
of the Circuit Court of Allegany County,
and examined and compared by
Clerk

Compared and Mailed ~~Delivered~~ W.
To MARIE E. HENSELL
15 DECATUR ST. CITY
AUG. 22 1960.

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(FILED AND RECORDED AUGUST 18" 1960 AT 9:00 A.M.)

ARTICLES OF INCORPORATION

OF

MARIE'S, INC.

FIRST: We, the undersigned, Marie E. Hensell, whose Post Office address is 15 Decatur Street, Cumberland, Maryland; Ruth T. Layman, whose Post Office address is 15 Decatur Street, Cumberland, Maryland; and Thomas N. Berry, whose Post Office address is 10 Greene Street, Cumberland, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the Public General Laws of the State of Maryland.

SECOND: The name of the Corporation, hereinafter sometimes called the "Corporation" is:

MARIE'S, INC.

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

(a) To engage in the general restaurant and tavern business, including the buying and selling of foods and liquors at the wholesale and retail basis, and to buy and prepare food for service upon the premises to individuals or groups of individuals, at retail, or on a group price or wholesale basis; to buy, sell, lease or otherwise deal in real estate of every kind and description and for all purposes, including the erection, alteration, modification, addition to or reconstruction of either residential or commercial buildings; and to do any and all things necessary, convenient or desirable in

connection with the buying and selling of foodstuffs.

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

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

(d) To transact for itself or for the account of others, the business of general food brokers, general agents, commercial agents, or buyers and sellers of, dealers in, importers and exporters of foodstuffs, restaurant or tavern equipment, liquors or alcoholic beverages, and supplies of all kinds in any manner used or associated with the general restaurant business.

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

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use,

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exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

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

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

obligations of the Corporation for its corporate purposes.

(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 transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The Post Office address of the principal office of the Corporation in the State of Maryland is 119 South Centre Street, Cumberland, Maryland, the resident agent of said Corporation being Marie Hensell, whose Post Office address

is 15 Decatur Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 500 shares, without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have at least three directors, which number may be increased pursuant to the By-Laws of the Corporation; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify, are as follows: Marie E. Hensell, Ruth T. Layman and Charles W. Hensell.

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, from time to time, the issuance of shares of its stock, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or

may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

(d) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the

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Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

(f) The Board of Directors shall have power to declare and authorize the payment of dividends, whether in cash or by way of issuance of additional shares of stock, except that with respect to any single dividend, payment must be made to all stockholders in cash or in stock, i.e. payment shall not be in cash to one stockholder and in stock to another; and said Board of Directors shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities, whether associations, partnerships or individuals.

(g) The Board of Directors shall also have the power to make, alter and amend the By-Laws of the Corporation, providing that written notice of proposed amendments or new by-laws, or the rescinding of existing By-Laws shall be given to

LIBER 013 PAGE 201

each director for at least three days prior to the meeting of the Board of Directors for which said action is proposed to be taken; but the stockholders of the Corporation shall at all times have the right to make, amend or rescind by-laws upon approval by a majority of the outstanding stock at a meeting held after at least five days' notice to the owners of stock, either by mail, publication or actual personal notice; and in the event that a by-law previously enacted by the Board of Directors shall be rescinded by action of the stockholders, it shall not again be passed by the Board of Directors prior to the next annual meeting of the Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 18th day of November, 1959.

WITNESS:

Eleanor Rice — Marie E. Hensell (SEAL)
MARIE E. HENSELL

Eleanor Rice — Ruth T Layman (SEAL)
RUTH T. LAYMAN

Eleanor Rice — Thomas N. Berry (SEAL)
THOMAS N. BERRY

STATE OF MARYLAND, COUNTY OF ALLEGANY, to-wit:

I HEREBY CERTIFY, That on this 18th day of November, 1959, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared MARIE E. HENSELL, satisfactorily made known to me, and did acknowledge the aforegoing Articles of Incorporation to be her act and deed.

WITNESS, my hand and Notarial Seal.

My Commission expires on

May 1, 1961

Eleanor Rice

Notary Public

STATE OF MARYLAND, COUNTY OF ALLEGANY, to-wit:

I HEREBY CERTIFY, That on this 18th day of November, 1959, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared RUTH T. LAYMAN, satisfactorily made known to me, and did acknowledge the aforegoing Articles of Incorporation to be her act and deed.

WITNESS my hand and Notarial Seal.

My Commission expires on

May 1, 1961

Eleanor Rice

Notary Public

LIBER 013 PAGE 205

STATE OF MARYLAND, COUNTY OF ALLEGANY, to-wit:

I HEREBY CERTIFY, That on this 18th day of November, 1959, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared THOMAS N. BERRY, satisfactorily made known to me, and did acknowledge the aforegoing Articles of Incorporation are true and correct to the best of his information, knowledge and belief.

WITNESS my hand and Notarial Seal.

My Commission expires on

May 1, 1961

Eleanor Rice

Notary Public

LIBER 013 PAG 204

ARTICLES OF INCORPORATION

OF

MARIE'S, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 15, 1960 at 12:05 o'clock P. M. as in conformity with law and ordered recorded.

A 3196

Recorded in Liber 2174, folio 400, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 20.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantzen
Director

FILED FOR RECORD
AUG 18 1960
at 9 00 O'C
and same day Rec. in Lib
No. Folio
one of the
Land Records of Alle County
Maryland, and com
By
Clerk

Compared and Mailed ~~Delivered~~ W.
SIMON ROSENBAUM
To 801 BUCKINGHAM ROAD, CUM'D
AUG. 22 1960

LIBER 013 PAGE 205

(FILED AND RECORDED AUGUST 18" 1960 AT 9:00 A.M.)

ROSE TREE FOUNDATION, INC.

ARTICLES OF REVIVAL

The Rose Tree Foundation, Inc., a Maryland corporation having its principal office in Allegany County, Cumberland, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation was forfeited on October 30, 1959, for failure to file an annual report with the State Tax Commission of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was the Rose Tree Foundation, Inc.

THIRD: The name by which the Corporation will hereafter be known is the Rose Tree Foundation, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 118 Baltimore Street, Cumberland, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Simon Rosenbaum, 801 Buckingham Road, Cumberland, Maryland. Said resident agent is an individual actually residing in this State.

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

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes and all interest and penalties due by the Corporation irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

In witness whereof, the undersigned, who were respectively the last acting President and Treasurer of the Corporation, have signed these Articles of Revival on this 18 day of February, 1960.

Simon Rosenbaum
Simon Rosenbaum, Last Acting President

Stuart Rosenbaum
Stuart Rosenbaum, Last Acting Treasurer

STATE OF MARYLAND,)
: ss:
COUNTY OF ALLEGANY,)

I hereby certify that on the 18th day of February, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Allegany, personally appeared Simon Rosenbaum, last acting President, and Stuart Rosenbaum, last acting Treasurer of the Rose Tree Foundation, Inc., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

James E. Mullaney
Notary Public

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ARTICLES OF REVIVAL

OF

ROSE TREE FOUNDATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 23, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 3323

Recorded in Liber 2175 **, folio** 593 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Spec. Fee
~~Bonus tax~~ **paid $** 5.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H Bantze
Director

FILED FOR RECORD
AUG 18 1960
at 2 o'Clock P.M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Maryland, and compared by
Clerk

Compared and Mailed ~~Delivered~~ W.
JAMES P. MORAN
To 44 WALNUT ST, CITY
AUG. 22 1960

LIBER 013 PAG 208

(FILED AND RECORDED AUGUST 18" 1960 AT 9:00 A.M.)

MORAN GMC SALES, INC.

ARTICLES OF AMENDMENT

Moran GMC Sales, Inc., a Maryland corporation, having its principal office in Allegany County, Maryland, (hereinafter called "corporation") hereby certifies to the State Tax Commission of Maryland that:

FIRST: The charter of the corporation is hereby amended by striking out paragraph SECOND of the Articles of Incorporation and inserting in lieu thereof the following:

"SECOND: That the name of the corporation is: 'Moran GMC Truck Sales, Inc.'."

SECOND: That the board of directors of the corporation at a meeting duly convened and held on January 20, 1960 adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and that no shares of stock of the corporation have been issued.

IN WITNESS WHEREOF, Moran GMC Sales, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary-Treasurer on January 21, 1960.

Attest:

Donald E. Moran
Donald E. Moran
Secretary-Treasurer

MORAN GMC SALES, INC.

By James P. Moran
James P. Moran
President

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 013 PAG 209

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 21st day of January, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared James P. Moran, President of the Moran GMC Sales, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Donald E. Moran and made oath in due form of law that he was Secretary of the meeting of the board of directors of said corporation at which the amendment to the charter of the corporation herein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Mary C. Kelly
Notary Public

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

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ARTICLES OF AMENDMENT

OF

MORAN GMC SALES, INC.

changing its name to

MORAN GMC TRUCK SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 29, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3407

Recorded in Liber 3176, folio 407, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ ..... Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bartgis
Director

FILED FOR RECORD
AUG 18 1960 19...
at 9:00 O'Clock A. M.
and same day Recorded in Lib.
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared

..... Clerk

Compared and Mailed ~~Delivered~~ JP

To James A. Avirett
1 Washington St., City
Sept. 14 1960

LIBER 013 PAGE 211

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

C O P I T Y P E R I N C

CERTIFIED COPY OF RESOLUTION OF
THE BOARD OF DIRECTORS OF COPITYPER INC.

- -

I, THOMAS W. SMITH, of the City of Calgary, in the Province of Alberta, in the Dominion of Canada, Secretary-Treasurer of Copityper Inc. hereby certify that the following is a true and exact copy of a Resolution of the Board of Directors of Copityper Inc. passed at a Special Meeting of the Board of Directors held on Wednesday, the 16th day of March A.D. 1960: -

- " It was then moved and unanimously resolved as follows: - That the principle office of the Corporation be changed from #141 Baltimore Street, Cumberland, Maryland to #1 Washington Street, Cumberland, Maryland, and that the Resident Agent of the Corporation be changed from William C. Gilchrist of #141 Baltimore Street, Cumberland, Maryland, to James Alfred Avirett, Attorney, #1 Washington Street, Cumberland, Maryland."

DATED AND CERTIFIED at the City of Calgary, in the Province of Alberta, in the Dominion of Canada, this 18th day of March A.D. 1960.

T.W. Smith, Secretary-Treasurer

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NOTICE OF CHANGE OF PRINCIPAL OFFICE AND CHANGE OF RESIDENT AGENT
OF
COPITYPER, INC.

received for record March 28, 1960 , at 9:55 A. M.

and recorded in Liber F No. 177 Folio No. 119 one of

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

Clerk of the Circuit Court of Allegany County

AA No. 254

Recording Fee Paid $2.00

FILED FOR RECORD
AUG 31 1960 19
at 8:45 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County
Maryland, and compared

Compared and Mailed ~~Delivered~~ W
To Louis V. Shinnamon
61 Baltimore St. City
Sept. 14 1960

LIBER 013 PAGE 213

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

ARTICLES OF INCORPORATION

OF

SHINNAMON'S, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Louis V. Shinnamon, whose post office address is 61 Baltimore Street, Cumberland, Maryland; Hazel H. Shinnamon, whose post office address is 61 Baltimore Street, Cumberland, Maryland; and William R. Carscaden, whose post office address is 141 Baltimore Street, Cumberland, Maryland, all being of full legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

SHINNAMON'S, INC.

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

(a) To manufacture, produce, prepare, buy, acquire, sell, distribute, export, import, dispose of, and generally deal in and with boots, shoes, rubbers, and footwear of all kinds, leather, leather goods, leather-ware, leather substitutes, hides, skins, pelts, furs, wool, and the products and by-products of any thereof, and any and all articles, goods, wares, merchandise, or commodities used, sold or purchased in connection with the conduct of a retail shoe store and to carry on any trade or business

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incident thereto or connected therewith.

(b) To purchase, hold, deal in, lease, mortgage or otherwise encumber and to lease, sell, exchange, transfer or dispose of in any manner real or leasehold property, and to construct, operate, lease, rent, and manage buildings and property of every kind, nature and description, wheresoever situate.

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

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

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

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

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

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

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

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

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise

interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote the reat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

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

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ment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or re-classify any unissued stock, whether now or hereafter authorized, by fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, voting powers, restrictions and qualifications of, the fixed annual dividends on, and the times and prices

of redemption of such stock.

(h) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock when such use could cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(i) To classify or re-classify the capital stock of the Corporation or any class thereof in accordance with the laws of the State of Maryland.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is No. 61 Baltimore Street, Cumberland, Maryland. The resident agent of the Corporation is Louis V. Shinnamon, whose post office address is No. 61 Baltimore Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Louis V. Shinnamon, Hazel H. Shinnamon and Francis A. Shinnamon shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than seven by amendment to the By-laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value divided into One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each, all of which shares shall be common stock.

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EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 29th day of February, 1960.

WITNESS:

Betty Farrell — Louis V. Shinnamon (SEAL)
LOUIS V. SHINNAMON

Betty Farrell — Hazel H. Shinnamon (SEAL)
HAZEL H. SHINNAMON

Betty Farrell — William R. Carscaden (SEAL)
WILLIAM R. CARSCADEN

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 29th day of February, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Louis V. Shinnamon, Hazel H. Shinnamon and William R. Carscaden, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Angela M. Senkbeil
Notary Public

ANGELA M. SENKBEIL NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

Compared and Mailed Delivered
To
19

LIBER 013 PAGE 221

ARTICLES OF INCORPORATION

OF

SHINNAMON'S, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 1, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 3443

Recorded in Liber 2177 **, folio** 283 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 16.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
AUG 31 1960
at 2:45 o'clock P.M.
and same day Recorded in
Book 9
No. Folio
one of the
Land Records of Allegany County
Maryland, examined by

Compared and Mailed ~~Delivered~~ JP
To Albert H. Macy
20 Greene St. City
Sept. 14 1960

LIBER 013 PAGE 222

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

MACY INSURANCE AGENCY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers:

Albert H. Macy, whose post office address is 20 Greene Street, Cumberland, Maryland,

William H. Macy, whose post office address is 207 Fayette Street, Cumberland, Maryland,

Allan D. Macy, whose post office address is 603 North Second Street, Woodlawn, LaVale, Allegany County, Maryland,

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

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

MACY INSURANCE AGENCY, INC.

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

To act as agent and/or broker for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, automobile, all kinds of motor vehicles, boiler, elevator, accident, health, life, and all other kinds of insurance incidental to such general insurance business, the collection of premiums and such other business as may be delegated to agents and brokers by such companies, and to conduct a general insurance agency and insurance brokerage business; to transact the business of real estate agent or broker, to own in behalf of others, to buy, sell,

LIBER 013 PAGE 223

deal, lease, rent or manage real estate and any interest therein, to purchase or otherwise acquire, own, hold, mortgage, pledge, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated, and to purchase, lease, or otherwise acquire all or any part of the property, rights, business, contracts, good will, franchises and assets of every kind of any co-partnership or individual carrying on or having carried on in whole or in part any of the aforesaid businesses, or any other business that the corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness thereof, and to pay for any such property, rights, business, contracts, good will, franchises or assets by the issuance in accordance with the Laws of Maryland of stock, bonds or other securities of the corporation, and generally to have all the powers granted by the Laws of Maryland to domestic corporations.

FOURTH: The post office address and the place of business at which the principal office of the Corporation in this State will be located is 20 Greene Street, Cumberland, Maryland.

The resident agent of the Corporation is Albert H. Macy, whose post office address is also 20 Greene Street, Cumberland, Maryland.

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

FIFTH: The Corporation shall have three Directors, with the right to increase the number to not more than seven, and the said Albert H. Macy, William H. Macy, and Allan D. Macy shall act as such until the first annual meeting of the Corporation, or until their successors are duly chosen and qualified.

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SIXTH: The total authorized capital stock of the Corporation is Twenty Five Thousand ($25,000.00) Dollars, divided into five hundred (500) shares of the par value of Fifty ($50.00) Dollars each.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(2) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of two hundred ten (210) fully paid and non-assessable shares of the capital stock of the Corporation for the following consideration:

By the conveyance to the Corporation by Albert H. Macy one hundred ten (110) shares; by Allan D. Macy ninety (90) shares; by William H. Macy ten (10) shares of all the business, good will, contracts, franchises, rights, accounts, and all other interests and property heretofore held by the said Albert H. Macy, Allan D. Macy and William H. Macy, who have heretofore conducted said business in the name of the MACY INSURANCE AGENCY, a partnership, whose interests therein are substantially in the amount and proportion of the division of said two hundred ten (210) shares of capital stock. The actual value of said consideration hereby fixed by the incorporators is not less than Ten Thousand Five Hundred ($10,500.00) Dollars.

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EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 8th day of March, 1960.

Witness:

June H. Ross — Albert H. Macy (SEAL)
Albert H. Macy

June H. Ross — William H. Macy (SEAL)
William H. Macy

June H. Ross — Allan D. Macy (SEAL)
Allan D. Macy

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY That on this 8th day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Albert H. Macy, William H. Macy, and Allan C. Macy, and each and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Sarah A. Close
Notary Public.

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ARTICLES OF INCORPORATION

OF

MACY INSURANCE AGENCY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 11, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3539

Recorded in Liber 2178, folio 228, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bauks
Director

FILED FOR RECORD
AUG. 31 1960
at 8:45 o'clock A.M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County
Maryland and Read by
Clerk

Compared and Mailed ~~Delivered~~ JP
To Eiler, Inc.
854 Camden Ave., City
Sept. 14 1960

LIBER 013 PAGE 227

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

EILER, INC.

ARTICLES OF REDUCTION

Eiler, Inc., a Maryland corporation, having its principal office at No. 854 Camden Avenue, in the City of Cumberland, Allegany County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The stated capital of the corporation is hereby reduced from Twenty-One Thousand Eight Hundred ($21,800.00) Dollars to Eighteen Thousand Two Hundred ($18,200.00) Dollars.

SECOND: (a) The amount of stated capital of the corporation prior to the reduction is Twenty-One Thousand Eight Hundred ($21,800.00) Dollars represented by two hundred eighteen (218) shares of common stock of the par value of One Hundred ($100.00) Dollars per share.

(b) The amount of the reduction of the stated capital of the corporation hereby made is Three Thousand Six Hundred ($3,600.00) Dollars, all of which represents a reduction in the stated capital of the common stock.

(c) The method of effecting such reduction is by retiring thirty-six (36) shares of the common stock held by the corporation.

(d) The amount of stated capital of the corporation as

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 228

hereby reduced is Eighteen Thousand Two Hundred ($18,200.00) Dollars represented by one hundred eighty-two (182) issued shares of the par value of One Hundred ($100.00) Dollars per share of common stock.

THIRD: The Board of Directors of the corporation at a meeting duly convened and held on March 17, 1960, duly authorized the reduction in the stated capital of the corporation hereinbefore set forth.

IN WITNESS WHEREOF, Eiler, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto annexed duly attested by its Secretary on March 17, 1960.

ATTEST: EILER, INC.

Clarence Lippel
Clarence Lippel, Secretary

By Mary W Eiler
Mary W. Eiler, President

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 229

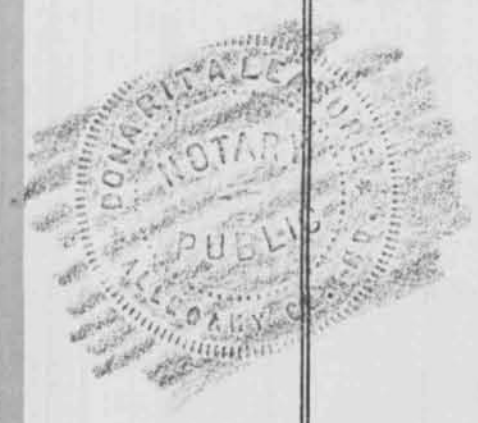
STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

I HEREBY CERTIFY, That on this 17th day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Mary W. Eiler, President of Eiler, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Reduction to be the corporate act of said corporation; and at the same time personally appeared Clarence Lippel, and he made oath in due form of law that he was secretary of the meeting of the board of directors of said corporation at which the reduction of the stated capital of the said corporation was therein authorized, and that the matters and facts set forth in said Articles of Reduction are true to the best of his knowledge, information and belief.

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



Dona Rita Lesaure
NOTARY PUBLIC

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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ARTICLES OF REDUCTION

OF

EILER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 28, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3868

Recorded in Liber 2181, folio 310, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ ..... Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
AUG 31 1960
at 8:45 o'Clock A.M.
and same day Recorded in Liber
Folio
Allegany County
Examined by
Clerk

Compared and Mailed ~~Delivered~~ JP
To Charles E. Robinson
217 N. Mechanic St. City
Sept. 14 1960

LIBER 013 PAGE 231

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

ARTICLES
CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

First: That we, the subscribers, Charles E. Robinson, whose post-office address is No. 217 North Mechanic Street, City of Cumberland, Allegany County, State of Maryland; Kathryn V. Robinson, whose post-office address is No. 217 North Mechanic Street, City of Cumberland, Allegany County, State of Maryland; and Powell E. Robinson, whose post-office address is No. 217 North Mechanic Street, City of Cumberland, Allegany County, State of Maryland, all being of full legal age, do and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate themselves with the intention of forming a corporation.

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

"ROBINSON PLUMBING AND HEATING COMPANY, INCORPORATED"

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

(a) To buy, own, sell, and lease real estate and personal property, and to install and repair heating plants and apparatus in buildings and to do a general plumbing business.

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

(c) To purchase, hire, lease or otherwise acquire, hold, own, develop, improve and in any other manner dispose of, and to aid and subscribe towards the acquisition, development or improvement of, real and personal property, and rights and privileges therein, suitable or convenient for any of the business of the corporation.

(d) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any other manner dispose of, and to aid and subscribe towards the acquisition, construction and improvement of, plants, mills, factories, works, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the corporation.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

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

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

(g) To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, sign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms associations, corporations, syndicates, or by any Government or sub-division thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

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

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

(j) To do any acts or things designated to protect, preserve, improve and enhance the value of any property or interest of this corporation, or which will in any manner aid or assist in any manner any person or corporation in the welfare and assistance of which this corporation shall have any interest.

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

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

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

(m) To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches in any and all States, Territories, Districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or in all States, Territories, Districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause, of which or any other article of this Certificate of Incorporation or of any amendment thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

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

Fourth: The post-office address of the place at which the principal office of the Corporation in this State will be located is: No. 217 North Mechanic Street, Cumberland, Maryland. The resident agent of the corporation is Charles E. Robinson, whose post-office address is No. 217 North Mechanic Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

Fifth: The Corporation shall have not less than three directors, and Charles E. Robinson, Kathryn V. Robinson and Powell E. Robinson, shall act as such until the first annual meeting, or until their successors are duly chosen and qualified. The number of directors may be changed from time to time as the By-Laws shall lawfully provide.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

Sixth: The total amount of the authorized capital stock of the Corporation is ONE HUNDRED THOUSAND DOLLARS par value, divided into one thousand shares of the par value of One Hundred Dollars each.

Seventh: The following is a description of each class of stock of the Corporation with the preferences, voting powers, restrictions and qualifications thereof;

One class of stock, common, with full voting powers, no restrictions or qualifications.

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 are hereby empowered to authorize the issuance of 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 or not hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject as to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

(b) The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock for money, at not less than the par value thereof.

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

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

Notary Public

Any contract, transaction or act of the corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting power at any annual meeting, or any special meeting called for such a purpose, shall so far as permitted by law, be as valid and as binding as though ratified by every stockholder of the corporation.

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

IN WITNESS WHEREOF we have signed this ARTICLES Certificate of Incorporation this 29 day of February, 1960.

Charles E. Robinson

Kathryn V. Robinson

Powell E. Robinson

Witness:

Gordon Wolford

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, that on this 29 day of February, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles E. Robinson, Kathryn V. Robinson and Powell E. Robinson, and severally acknowledged the foregoing Certificate of Incorporation to be their act. ARTICLES

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

Katherine S. Cable
Notary Public

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

LIBER 013 PAGE 236

ARTICLES OF INCORPORATION

OF

ROBINSON PLUMBING AND HEATING COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland March 7, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3566

Recorded in Liber 2178, folio 385, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Barker
Director

FILED FOR RECORD
AUG 31 1960
at 8:25 o'clock A. M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Maryland, and examined by
Clerk

Compared and Mailed ~~Delivered~~ To Green Appliances, Inc. 38 N. Mechanic St. City Sept. 14 1960

LIBER 013 PAGE 237

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

GREEN-HARTMAN APPLIANCES, INCORPORATED

ARTICLES OF REVIVAL

Green-Hartman Appliances, Incorporated, a Maryland Corporation, having its principal office in Allegany County, Maryland, (hereinafter call the Corporation) hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation was forfeited on the 29 day of October, 1958, for the non-payment of taxes or for failure to file an annual report with the State Tax Commission of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the Charter of the Corporation.

SECOND: The name of the Corporation at the time of forfeiture of its Charter was the Green-Hartman Appliances, Incorporated.

THIRD: The Name by which the Corporation will hereafter be known is the GREEN APPLIANCES, INCORPORATED.

FOURTH: (a) The Post Office Address of the principal office of the Corporation in the State of Maryland is No. 38 North Mechanic Street, Cumberland, Allegany County, Maryland, and said principal office is located in the same County in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland is Earl E. Manges, 120 South Liberty Street, Cumberland, Allegany County, Maryland, Said resident agent is an individual actually residing in this State.

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

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 238

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its Charter had not been forfeited;

(c) Paid all State and Local Taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and Local Taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter would not have been forfeited.

IN WITNESS WHEREOF, The undersigned who were respectfully the last acting President and Secretary of the Corporation, have signed these Articles of Revival on the 25-th day of January, 1959:

ATTEST:

Earl E. & M Manges — Harold W. Green (SEAL)
HAROLD W. GREEN
LAST ACTING PRESIDENT

A M Manges — Earl E. Manges (SEAL)
EARL E. MANGES
LAST ACTING SECRETARY

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 25-th day of March, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid, personally appeared Harold W. Green, the last acting President and Earl E. Manges, the last acting Secretary of the Green Hartman Appliances, Incorporated, a Maryland Corporation,

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 239

and did acknowledge the aforegoing Articles of Revival to be their act.

WITNESS my hand and Notarial Seal:

Earl Edmund Manges
NOTARY PUBLIC

My commission expires: 5/4/59

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 240

ARTICLES OF REVIVAL

OF

GREEN-HARTMAN APPLIANCES, INCORPORATED

changing its name to

GREEN APPLIANCES, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland March 28, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3828

Recorded in Liber 7181, folio 42, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee

~~Bonus tax~~ paid $ 25.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H Barton
Director

FILED FOR RECORD
AUG 31 1960
at 8:42 19
O'Clock A. M.
and same day Recorded in Liber
Folio

Ralph E. Bodo
Clerk

Compared and Mailed ~~Delivered~~ JP
To Richard R. Leonard
c/o Aircon, Inc. 2 Williamson St., City
Sept. 14 1960

LIBER 013 PAGE 241

(FILED AND RECORDED AUGUST 31" 1960 AT 8:45 A.M.)

ARTICLES OF INCORPORATION

OF

AIRCON ENGINEERING, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard R. Leonard, whose post office address is Hyndman, Pennsylvania; William J. Sheirer, whose post office address is Gramlich Road, LaVale, Maryland; and John C. Miller, whose post office address is Hyndman, Pennsylvania, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

AIRCON ENGINEERING, INC.

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

(1) To buy, sell, install, repair, manufacture, prepare, distribute and otherwise deal in and with, either as principal or agent, at wholesale or retail, heating, air conditioning, ventilating and plumbing supplies and other products, whether of the character aforesaid or otherwise; and any and all articles and things which may be necessary or convenient to the carrying on of

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a general retail, wholesale or distribution business in heating, air conditioning, ventilating and plumbing supplies and allied products.

(2) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise of every class and description.

(3) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(4) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

(6) To acquire all or any part of the goodwill, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the

Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired and to assume in connection therewith any liabilities of any such person, firm or corporation.

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

(8) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in the aforegoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from,

LIBER 013 PAGE 244

the terms of any other clause of this or any other Article in this Charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

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

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

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

IBER 013 PAGE 245

are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of any such other corporation or not so interested.

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

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued stock, whether now or hereafter authorized, by fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, voting powers, restrictions

LIBER 013 PAGE 247

and qualifications of, the fixed annual dividends on, and the times and prices of redemption of, such stock.

(g) The Corporation may purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 2 Williams Street, Cumberland, Maryland. The resident agent of the Corporation is William J. Sheirer, whose post office address is Gramlich Road, LaVale, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Richard R. Leonard, William J. Sheirer and John C. Miller shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than nine or decrease the same to not less than three, by amendment to the By-Laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is Ten Thousand shares of the par value of Ten Dollars ($10.00) each.

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EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 30th day of March, 1960.

WITNESS:

C. William Gilchrist
C. William Gilchrist

Richard R. Leonard (SEAL)
RICHARD R. LEONARD

C. William Gilchrist
C. William Gilchrist

William J. Sheirer (SEAL)
WILLIAM J. SHEIRER

C. William Gilchrist
C. William Gilchrist

John C. Miller (SEAL)
JOHN C. MILLER

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 30th day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Richard R. Leonard, William J. Sheirer and John C. Miller, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

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

ANGELA M. SENKBEIL * NOTARY PUBLIC * ALLEGANY COUNTY, MARYLAND

Angela M. Senkbeil
Notary Public
Angela M. Senkbeil

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-1-

ARTICLES OF INCORPORATION

OF

AIRCON ENGINEERING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 31, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3922

Recorded in Liber 2182, folio 35, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED 31 FOR RECORD
AUG
at 8 o'clock
and same day recorded
No.
Fol

Compared and Mailed ~~Delivered~~ JP
To Keyser Television Co., Inc.
Box 184, Keyser, W.Va.
Oct. 5 1960

LIBER 013 PAGE 250

(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

KEYSER TELEVISION COMPANY, INC.

ARTICLES OF REVIVAL

(Under Section 85)

THE, KEYSER TELEVISION COMPANY, INC., a Maryland Corporation, having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND that:

FIRST: The Charter of the Corporation was forfeited in October 30, 1959, for the non-payment of taxes or for failure to file an annual report with STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was KEYSER TELEVISION COMPANY, INC.

THIRD: The name by which the Corporation will hereafter be known is KEYSER TELEVISION COMPANY, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Box No. 184, Keyser, West Virginia, the principal office being located in Allegany County, Maryland, being the same County in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland is Marvin Sheetz, McCoole, Allegany County, Maryland. Said resident agent is an individual actually residing in this State. His post office address is R. F. D. #3, Keyser, West Virginia.

WESTON CO.

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

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its Charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its Charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on March 16, 1960.

T. T. Huffman, M.D.
T. T. Huffman, President

Mary Elizabeth Patrick
Mary Elizabeth Patrick, Secretary

STATE OF WEST VIRGINIA,
COUNTY OF MINERAL, ss:

I HEREBY CERTIFY that on March 16, 1960, before me, the subscriber, a Notary Public of the State of West Virginia, in and for the County of Mineral, personally appeared T. T. Huffman, the last acting President and Mary Elizabeth Patrick, the last acting Secretary of KEYSER TELEVISION COMPANY, INC., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written. My Commission expires August 13, 1962.

Charles W. Smith
Notary Public



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ARTICLES OF REVIVAL

OF

KEYSER TELEVISION COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 13, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4082

Recorded in Liber 2184, **folio** 93 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee

~~Bonus tax~~ **paid** $ 25.00 **Recording fee paid** $ 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H Bartgis
Director

FILED FOR RECORD
SEP 20 1960 19
at 9:50 o'clock A. M.
and same day R. in Liber
No. 13 f. 01
one of the Charter Records of
~~Land~~ Records of
Maryland and C.
Clerk

Compared and Mailed ~~Delivered~~ W
To Barrellsville outdoor Club
c/o Carl E. Wilhelm Rt. 1
Oct. 5 1960 Hyndman Pa.

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(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

ARTICLES OF INCORPORATION

OF

BARRELLSVILLE OUTDOOR CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Carl E. Wilhelm, whose post office address is Rt. 1, Hyndman, Pennsylvania, William Norris, whose post office address is 218 Reynolds Street, Cumberland, Maryland, James H. Emerick, whose post office address is Rt. 1, Hyndman, Pennsylvania, and George Abucevicz, whose post office address is Mt. Savage, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is Barrellsville Outdoor Club, Inc.

THIRD: The object of this corporation is to organize and operate an association exclusively for the advancement of outdoor sports activities and other non-profitable purposes, and no part of the earnings of the corporation shall inure to the benefit of any member thereof; and for the purposes aforesaid the corporation shall carry on and promote the following business or objects:

(a) The study, appreciation, practice and promotion of outdoor sports activities throughout the State of Maryland, and the advancement of the general public interest in outdoor sports activities among the residents of

Allegany and the other Counties of the State of Maryland.

(b) In furtherance of the above stated purpose, to acquire, purchase, develop, use, lease, sell or encumber, real or personal property.

(c) To cooperate with and to enter into joint enterprises or promotions with other civic organizations in the State of Maryland for the advancement of the public appreciation of outdoor sports activities and recreation.

(d) To borrow funds for the benefit and purposes of the corporation.

FOURTH: The post office address at which the principal place of business of the corporation in this State will be located is Barrellsville, Allegany County, Maryland. The resident agent of the corporation is Carl E. Wilhelm, whose post office address is Rt. 1, Hyndman, Pennsylvania. Said resident agent is a citizen of the State of Maryland and actually resides therein. MD.

FIFTH: The said corporation will be without capital stock and will not be operated for profit.

SIXTH: The corporation shall have not less than three nor more than nine directors, and Carl E. Wilhelm, William Norris, James H. Emerick and George Abucevicz shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

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

PROPERTY OF
LIBER 013 PAGE 255

The corporation reserves the right from time to time to make any amendments to its charter, which may now or hereafter be authorized by law upon vote of two-thirds of all the bona fide members or members in good standing of said corporation.

The said Carl E. Wilhelm, William Norris, James H. Emerick, and George Abucevicz, the subscribers hereto, shall constitute the original members of said corporation, and additions to membership in the corporation or changes in such membership may be made as provided in the By-Laws to be adopted by said corporation.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 12th day of April, 1960.

WITNESS:

Harry W. Poland — Carl E Wilhelm (SEAL)
Harry W. Poland — CARL E. WILHELM

Harry W. Poland — William Norris (SEAL)
Harry W. Poland — WILLIAM NORRIS

Harry W. Poland — James H Emerick (SEAL)
Harry W. Poland — JAMES H. EMERICK

Harry W. Poland — George Abucevicz (SEAL)
Harry W. Poland — GEORGE ABUCEVICZ

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STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 12th day of April, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Carl E. Wilhelm, William Norris, James H. Emerick and George Abucevicz, and jointly and severally acknowledged the aforegoing Articles of Incorporation to be their act and deed.

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

HARRY W. POLAND NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

Harry W. Poland
NOTARY PUBLIC

My Comm. Expires May 1-1961
Harry W. Poland

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ARTICLES OF INCORPORATION

OF

BARRELLSVILLE OUTDOOR CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 18, 1960 **at** 2:25 **o'clock P. M. as in conformity with law and ordered recorded.**

A 4148

Recorded in Liber 7184 **, folio** 592 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles M Bantz
Director

FILED FOR RECORD
SEP 21 1960 19
at 2:50 o'Clock P. M.
and same day Recorded in Liber
No. 13 Folio 04
one of the Charter
Records of this County
Maryland, and examined by
Clerk

PHOTOSTAT

Compared and Mailed ~~Delivered~~ 9P
To Clyde G. Vogtman
15 S. Grant St. Frostburg Md.
Oct. 5 1960

LIBER 013 PAGE 258

(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

ARTICLES OF INCORPORATION
OF
CONTINENTAL MOTEL, INC[redacted]

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Clyde G. Vogtman, whose post office address is 15 South Grant Street, Frostburg; Marian J. Vogtman, whose post office address is 15 South Grant Street, Frostburg; and Henry Vogtman, whose post office address is 15 South Grant Street, Frostburg, Maryland, all being of full legal age, do by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation, hereinafter called the Corporation, shall be Continental Motel, Inc.

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

(a) To acquire, own, improve, lease, operate, maintain, mortgage, sell, or otherwise use or dispose of certain land situated and located on the Northerly side of U.S. Route 40, approximately seven miles West of the City of Cumberland, Allegany County, Maryland.

(b) To acquire, own, use, lease, maintain, mortgage, sell and exchange personal property hereinafter to be placed in or about said premises.

(c) To acquire, own and operate the business of Motel, restaurant, gasoline service station, and any other business which properly may be operated in connection therewith and to maintain any or all services and facilities customarily incident thereto.

FOURTH: The post office address at which the principal officer of the corporation in this state will be located is Route 5, Cumberland, Maryland. The resident agent of the corporation is Clyde G. Vogtman, whose post office address is 15 South Grant Street, Frostburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total authorized stock of the corporation is five hundred (500) shares of common stock without par value.

SIXTH: The corporation shall have not less than three or more than four directors, and Clyde G. Vogtman, Marian J. Vogtman and Henry Vogtman shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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

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

(b) The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such

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change of terms shall have been authorized by the holders of two-thirds of all such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 28 day of MARCH, 1960.

Janice V. Layman — Witness as to Clyde G. Vogtman
Clyde G. Vogtman (SEAL) — Clyde G. Vogtman

Janice V. Layman — Witness as to Marian J. Vogtman
Marian J. Vogtman (SEAL) — Marian J. Vogtman

Janice V. Layman — Witness as to Henry Vogtman
Henry Vogtman (SEAL) — Henry Vogtman

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 28 day of March 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Clyde G. Vogtman, Marian J. Vogtman and Henry Vogtman and severally acknowledged the within and aforegoing certificate or articles of incorporation to be their act.

WITNESS my Hand and Notarial Seal.

Notary Public

My commission expires March 28, 1960

RECEIVED for Record and Transfer to the State Department of Assessments and Taxation

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ARTICLES OF INCORPORATION

OF

CONTINENTAL MOTEL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 13, 1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 4150

Recorded in Liber 7184 **, folio** 602 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles W. Bowles
Director

FILED FOR RECORD
SEP 20 1960
at 9:20 O'Clock A.M.
and same day Recorded in Libe
No. 13 Folio 08
one of the Charter
Allegany County
Maryland and Compared by
Cl

Compared and Mailed ~~Delivered~~ 9P
To Urner G. Carl, Jr.
Box 834, City
Oct. 5 1960

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(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

THE PENN-MAR MOTOR COMPANY

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Urner G. Carl, Jr., whose post office address is Box 834, Cumberland, Maryland; Violet S. Carl, whose post office address is Box 834, Cumberland, Maryland; and Francis H. Deremer, whose post office address is Corriganville, Maryland; each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE PENN-MAR MOTOR COMPANY.

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

(a) To carry on and conduct the general business of buying, selling, distributing or otherwise handling or dealing in new and used motor vehicles of all types including parts and accessories related thereto, including but not limited to private passenger, station wagon, or jeep type automobiles, to trucks, buses, and trailors of all kinds, and of the crawler-type, to any tractor, power crane or shovel, ditch or trench digger, and farm-type tractors, graders, scrapers, rollers, or farm implements, and of the non-crawler types, to power cranes or shovels, ditch or trench diggers, and any air compressing, building or vacuum cleaning, spraying or welding equipment; to engage in the servicing, repairing, and maintenance of said motor vehicles; and to build, erect, purchase, lease or otherwise acquire any building, workshop, plant, offices, tools, and machinery or other things necessary or useful for the purpose of carrying out the objects of the Corporation.

(b) To acquire the goodwill, rights and property, and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation; to pay for the same in cash, in stock of this Corporation or securities

convertible into stock, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(c) To apply for, purchase, or in any manner acquire, and to hold, own, use and operate, and to sell or in any manner deal with, any and all rights, inventions, improvement and processes used in connection with or secured under letters patent or copyrights of the United States and other countries, or otherwise, and to work, operate or develop the same, and to carry on any business, manufacturing or otherwise, which may directly or indirectly affectuate these objects or any of them.

(d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of capital stock or securities convertible into stock of, or any bonds, securities or evidences of indebtness created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock may exercise all the rights, powers and priveleges of ownership, including the right to vote thereon, to the same extent as natural persons might or could do.

(e) To enter into, make and perform contracts of every kind with any person, firm, association or corporation, municipality, body politic, country, territory, state government or colony or dependency thereof, and without limit as to amount to draw, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtednesswhether secured by mortgage or otherwise, as well as to secure same by mortgage or otherwise.

(f) To conduct business in any of the states, territor-

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ies, colonies, or dependencies of the United States, in the District of Columbia, and any and all foreign countries, to have one or more offices therein to hold, purchase, mortgage and convey real and personal property, without limit as to the amount.

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

The aforegoing enumeration of the purpose of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law and is not deemed or intended by the mention of any particular purpose, object or business, in any manner to restrict or limit the generality of any other purpose, object or business mentioned, or to restrict or limit any of the powers of the Corporation. The Corporation if formed upon the articles, conditions, and provisions herein expressed, and subject in all particulars to the limitations relative to corporations contained in the General Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation is No. 8, National Highway, Box 834, Cumberland, Maryland. The name and post office address of the resident agent of the Corporation in this state is Urner G. Carl, Jr., No. 8, National Highway, Box 834, Cumberland, Maryland. Said resident agent is an individual actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ONE THOUSAND (1,000)

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shares of the par value of ONE HUNDRED dollars ($100.00) a share, all of one class, and having an aggregate par value of ONE HUNDRED THOUSAND dollars. ($100,000.00). The shares of stock in this Corporation are not freely transferable, and must first be offered for sale to the holders of the remaing stock in the Corporation in direct proportion to the amount of the stock that each other holder then has in the Corporation.

SIXTH: The number of directors of the Corporation shall be FIVE (5), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Urner G. Carl, Jr., Violet S. Carl, and Francis H. Deremer, Joseph A. Moore, and Raymond C. Mellott.

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

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

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of FOUR HUNDRED TWENTY (420) full paid and non-assessable shares of the par value of ONE HUNDRED dollars ($100.00) a share for the following consideration, the value of which consideration is hereby stated to be not less than FORTY-TWO THOUSAND dollars ($42,000.00), namely: the cash, receivables, inventory and equipment of Urner G. Carl, Jr. T/A The Penn-Mar Motor Company.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of

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Incorporation on March 30, 1960.

Witness: Ernest J. Carl, Sr.

Urner G. Carl, Jr.

Violet S. Carl

Francis H. Deremer

STATE OF MARYLAND ,

County of Allegany, ss:

I HEREBY CERTIFY that on March 30, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Allegany, personally appeared Urner G. Carl, Jr., Violet S. Carl, and Francis H. Deremer and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Notary Public

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ARTICLES OF INCORPORATION

OF

THE PENN-MAR MOTOR COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland April 7, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 4034

Recorded in Liber 2183 **, folio** 534 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Banks
Director

FILED FOR RECORD
SEP 20 1960
at 9:50 O'Clock A. M.
and same day Recorded in Liber
No. 13 Folio 12
one of the charter
Records of Allegany County,
Maryland, and compared by
Clerk

Compared and Mailed ~~Delivered~~ JP
To Joseph S. Gratton
215 S. George St. City
Oct. 5 1960

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(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

ARTICLES OF INCORPORATION

OF

GRATTON FORD, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joseph S. Gratton, whose post office address is 1215 Placetas Avenue, Coral Gables, Florida; Angela Senkbeil, whose post office address is 210 Bedford Street, Cumberland, Maryland; and Betty Farrell, whose post office address is 323 Arch Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

GRATTON FORD, INC.

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

(1) To buy, sell, service, repair, manufacture, lease, distribute, import and otherwise deal in and with, either as principal or agent, at wholesale or retail, all kinds of passenger cars, trucks, busses, taxicabs and other vehicles, accessories, parts, equipment and other products, whether of the character aforesaid or otherwise; and any and all articles and things which may

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be necessary or convenient to the carrying on of a general automobile sales and service business.

(2) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise of every class and description.

(3) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(4) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

(6) To acquire all or any part of the goodwill, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the

Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired and to assume in connection therewith any liabilities of any such person, firm or corporation.

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

(8) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in the aforegoing clauses of this Article Third shall not, unless otherwise specified

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herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this Charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

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

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be

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affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of any such other corporation or not so interested.

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

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in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued stock, whether now or hereafter authorized by

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fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, voting powers, restrictions and qualifications of, the fixed annual dividends on, and the times and prices of redemption of, such stock.

(g) The Corporation may purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 215 South George Street, Cumberland, Maryland. The resident agent of the Corporation is C. William Gilchrist, whose post office address is 141 Baltimore Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Joseph S. Gratton, Angela Senkbeil and Betty Farrell shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than nine or decrease the same to not less than three, by amendment to the By-Laws.

SEVENTH: The total amount of the authorized capital stock of

the Corporation is One Thousand shares of the par value of One Hundred Dollars ($100.00) each.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 5th day of April, 1960.

WITNESS:

C. William Gilchrist — Joseph S. Gratton (SEAL)
C. William Gilchrist — JOSEPH S. GRATTON

C. William Gilchrist — Angela Senkbeil (SEAL)
C. William Gilchrist — ANGELA SENKBEIL

C. William Gilchrist — Betty Farrell (SEAL)
C. William Gilchrist — BETTY FARRELL

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 5th day of April, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Joseph S. Gratton, Angela Senkbeil and Betty Farrell, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

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

KAREN D. TETER NOTARY PUBLIC ALLEGANY COUNTY, MD.

Karen D. Teter
Notary Public
Karen D. Teter

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ARTICLES OF INCORPORATION

OF

GRATTON FORD, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 6, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4040

Recorded in Liber 2183, folio 562, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles P. Gordy
Director

FILED FOR RECORD
SEP 20 1960
at 9:30 O'Clock A. M.
and same day Recorded in Liber
No 13 Folio 62
one of the charter
records of Allegany County
Maryland and examined by
Clerk

Compared and Mailed ~~Delivered~~ 9P
To Jeanne R. Ossip 609 Washington St. City
Oct. 6 1960

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(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

SAVE ON FOODS, INC.

were received for record on APRIL 18, 1960, 19, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

ALBERT W. WARD
Director

SAVE ON FOODS, INC.

ARTICLES OF DISSOLUTION

SAVE ON FOODS, INC., a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The Corporation is hereby dissolved.

Second: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is Route No. 5, Cumberland, Allegany County, Maryland.

Third: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, is Jeanne R. Ossip, 609 Washington Street, Cumberland, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

Jeanne R. Ossip, 609 Washington Street, Cumberland, Maryland

Betty R. Stein, 824 Harvard Avenue, Cumberland, Maryland

Harry G. Stein, 824 Harvard Avenue, Cumberland, Maryland

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

Jeanne R. Ossip - President - 609 Washington Street
Cumberland, Maryland

Betty R. Stein - Vice-President - 824 Harvard Avenue
Cumberland, Maryland

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Harry G. Stein - Secretary-Treasurer - 824 Harvard Avenue
Cumberland, Maryland

SIXTH: A Majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on January 4, 1960, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on January 15, 1960.

SEVENTH: Notice stating that a purpose of the meeting of the stockholders would be to take action upon the proposed dissolution of the Corporation was given, as required by law, to all stockholders entitled to vote thereon.

EIGHTH: The dissolution of the Corporation as so proposed was authorized by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of each class of stock entitled to vote thereon.

NINTH: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

TENTH: The Corporation has no known creditors.

ELEVENTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such

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collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

Allegany County Tax Collector

IN WITNESS WHEREOF, SAVE ON FOODS, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on January 30, 1960.

SAVE ON FOODS, INC.

By: Jeanne R. Ossip
Jeanne R. Ossip, President

Attest:

Harry G. Stein
Harry G. Stein, Secretary

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STATE OF MARYLAND,

County of Allegany, to-wit:

I HEREBY CERTIFY, that on January 30, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Jeanne R. Ossip, President of SAVE ON FOODS, INC., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared Harry G. Stein and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Mary Jo Huber
Notary Public.

MARY JO HUBER NOTARY PUBLIC ALLEGANY COUNTY, MD.

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ALLEGANY COUNTY TAX OFFICE

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

WM. B. ORNDORFF - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK

January 28, 1960

To Whom It May Concern:

Re: Save-On Foods Inc.

This is to certify that all State and County Personal Property and Real Estate Taxes for the above named Company have been paid through the year 1959.

Yours very truly,

William B Orndorff

Allegany County Tax Office

gfw

MICROFILMED

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ALLEGANY COUNTY TAX OFFICE

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS. MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

SAVE-ON FOODS, INC.

have been paid.

WITNESS my hand and official seal this sixth day of April A. D. 1960.

Deputy Comptroller

PHOTOSTAT

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13-01

ARTICLES OF DISSOLUTION

OF

SAVE ON FOODS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 18, 1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 4168

Recorded in Liber 9185 **, folio** 88 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee

~~Bonus tax~~ **paid $** 10.00 **Recording fee paid $** 12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Carter
Director

FILED FOR RECORD
SEP 20 1960
at 4:50 O'Clock P.M.
and same day Recorded in Liber
No. 13 Folio 27
one of the Charter Records of Allegany County,
Maryland, and compared by

Compared and Mailed ~~Delivered~~ JP
To Wm. C. Walsh, Atty., City
Oct. 6 1960

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(FILED AND RECORDED SEPTEMBER 20" 1960 AT 9:50 A.M.)

(FILED AND RECORDED SEPTEMBER 30" 1960 AT 3:05 P.M.)

THIS MERGER AGREEMENT, dated the 5th day of July, 1960, by and between THE LIBERTY TRUST COMPANY, herein sometimes called "Liberty", party of the first part, and THE FIRST STATE BANK OF GRANTSVILLE, MARYLAND, herein sometimes called "First State", party of the second part, WITNESSETH:

WHEREAS, Liberty is a Trust Company organized and existing under the laws of the State of Maryland, and is also a member of the Federal Reserve System, and First State is an insured non-member banking institution organized and existing under the laws of the State of Maryland, and

WHEREAS, a majority of the entire Board of Directors of Liberty and a majority of the entire Board of Directors of First State (herein sometimes referred to as the "Constituent Banks"), at meetings duly called and held, has by resolution declared the merger of the Constituent Banks advisable so as to form a single trust company, pursuant to the laws of the State of Maryland, to wit: The Liberty Trust Company, party of the first part hereto, which shall be the surviving Bank, (herein sometimes referred to as the "Resulting Bank") and whose name shall be The Liberty Trust Company, and

WHEREAS, a majority of the entire Board of Directors of each of said Banks has, by resolution, duly approved this Merger Agreement, and

WHEREAS, the capital stock of Liberty consists of 70,000 shares of the par value of $10.00 per share, and the capital stock of First State consists of 2500 shares of the par value of $10.00 per share.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES and of the mutual agreements, provisions, covenants and grants herein contained, the parties hereto hereby agree, in accordance with the applicable provisions of the laws of the State of Maryland, that Liberty and First State be and they hereby are merged into a single trust company, to wit: The Liberty Trust Company, a Maryland trust company, party of the first part hereto, as the surviving bank, and that First State shall merge, and it does hereby merge into Liberty, and that Liberty shall merge and it does hereby merge First State into itself, and that the terms and conditions of the merger hereby provided for and the mode of carrying it into effect are and shall be as hereinafter set forth.

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ARTICLE I

SECTION 1. The Liberty Trust Company, one of the Constituent Banks, presently has its principal office at No. 81 Baltimore Street, in the City of Cumberland, Allegany County, Maryland, and has branch offices in Lonaconing and in LaVale, Allegany County, Maryland, and First State has its principal and only office on Main Street, in the Town of Grantsville, Garrett County, Maryland.

SECTION 2. It is proposed that the Resulting Bank shall continue the above three offices of Liberty, and shall also continue the present office of First State, so that the location of each proposed office of the Resulting Bank at this time is as follows:

No. 81 Baltimore Street,
Cumberland, Maryland

Lonaconing, Maryland

LaVale, Maryland

Grantsville, Maryland.

SECTION 3. The name and residence of each director of the Resulting Bank to serve until the next annual meeting of stockholders are as follows:

NAME	RESIDENCE
Franklin M. Ankeney	512 Cumberland Street Cumberland, Maryland
Charles O. Bender	Main Street Grantsville, Maryland
George L. Buchanan	808 Buckingham Road Cumberland, Maryland
George C. Cook	535 Cumberland Street Cumberland, Maryland
Joseph F. Fahey	Casselman Hotel Grantsville, Maryland
Glenn E. Folk	Springs, Pennsylvania
George F. Hazelwood	611 Kent Avenue Cumberland, Maryland
Charles G. Holsahm	119 Bedford Street Cumberland, Maryland

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George R. Hughes	809 Buckingham Road Cumberland, Maryland
Thomas L. Keech	920 Maryland Avenue Cumberland, Maryland
Delbert R. Kitzmiller	701 Washington Street Cumberland, Maryland
John J. McMullen	210 Fayette Street Cumberland, Maryland
George B. Newman	736 Washington Street Cumberland, Maryland
Irving Rosenbaum	423 Fayette Street Cumberland, Maryland
John P. Schellhaus	9 North Chase Street Cumberland, Maryland
George K. Steiner	313 Schley Street Cumberland, Maryland
William C. Walsh	811 Windsor Road Cumberland, Maryland
Wilbur V. Wilson	320 Schley Street Cumberland, Maryland

At the 1960 annual meeting of the stockholders of Liberty the number of directors for the ensuing year was fixed at 16 but this number is hereby increased to 18 for the remainder of the current year in pursuance of authority given by the Laws of Maryland. In pursuance of this change, the number of directors for the Resulting Bank, which will be governed by the by-laws of Liberty, will be 18 and the persons heretofore listed in this Merger Agreement shall constitute the Board of Directors of the Resulting Bank.

SECTION 4. The name and residence of each Officer of the Resulting Bank are as follows:

NAME AND RESIDENCE	OFFICE
William C. Walsh 811 Windsor Road Cumberland, Maryland	President
Charles G. Nelsen 119 Bedford Street Cumberland, Maryland	Vice President and Secretary
Thomas L. Keech 920 Maryland Avenue Cumberland, Maryland	Vice President and Treasurer

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Joseph F. Fahey Casselman Hotel Grantsville, Maryland	Vice President and Manager of Grantsville Branch
Thomas J. McNamee 279 National Highway Cumberland, Maryland	Assistant Vice President
G. Morgan Smith 843 Braddock Road Cumberland, Maryland	Assistant Vice President
Margaret H. Wonn R.F.D.#1, Shortest Day Road Cumberland, Maryland	Trust Officer
Edward M. McNamee 416 Fayette Street Cumberland, Maryland	Comptroller
Walter A. Fraley, Jr. 306 Cumberland Street Cumberland, Maryland	Assistant Treasurer
James C. Cook 511 Patterson Avenue Cumberland, Maryland	Assistant Secretary
William C. Dudley 19 Richard Way LaVale, Maryland	Assistant Secretary
Anne L. Gerner 509 Shriver Avenue Cumberland, Maryland	Assistant Secretary & Secretary to the President
R. William Holt 819 Gephart Drive Cumberland, Maryland	Assistant Secretary & Assistant Trust Officer
Luther M. Huff Grantsville, Maryland	Assistant Secretary
Calvin S. Keiter 601 Bedford Street Cumberland, Maryland	Assistant Secretary & Assistant Magager Personal Loan Department
John F. Morton 8 Weeks Drive LaVale, Maryland	Assistant Secretary
Cameron L. Otto 11 Bane Street LaVale, Maryland	Assistant Secretary & Manager LaVale Branch
Lester L. Sherman R.F.D.#5 Cumberland, Maryland	Assistant Secretary & Estate Planning Officer
Lee H. Shipley Bowling Avenue, Bowling Greene Cumberland, Maryland	Assistant Secretary
James O. McElvie Lonaconing, Maryland	Manager, Lonaconing Branch

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ARTICLE II

SECTION 1. The charter of the Resulting Bank shall be the present charter of Liberty as hereby amended.

SECTION 2. Effective as of the effective date of the merger, the charter of Liberty shall be and is hereby amended as follows:

Section 3 of the present charter of Liberty reads as follows:

"The total amount of the capital stock of the said Trust Company is Seven Hundred Thousand Dollars ($700,000.00), divided into seventy thousand shares of the par value of Ten Dollars ($10.00) each."

Said Section 3 of said Charter of Liberty is hereby amended to read as follows:

"The total amount of the capital stock of the said Trust Company is Eight Hundred Twelve Thousand Five Hundred Dollars ($812,500.00), divided into Eighty One Thousand Two Hundred Fifty shares of the par value of Ten Dollars ($10.00) each."

SECTION 3. The Resulting Bank reserves the right, after the effective date of the merger, to amend, alter, change or repeal any of the provisions contained in its Charter in the manner and to the extent now or hereafter prescribed by law and all rights conferred on officers, directors, and/or stockholders in such Charter excluding the contract rights of stockholders, if any, are granted subject to this reservation.

ARTICLE III

SECTION 1. The terms for the exchange of shares of the Constituent Banks for those of the Resulting Bank, upon the merger becoming effective, (which terms are based on the condition of each bank at the close of business on May 31, 1960) shall be as follows:

(a) Each share of capital stock of First State shall be converted into and exchangeable for 4.5 shares of the capital stock of the Resulting Bank.

(b) Each share of capital stock of Liberty shall continue to be one share of the capital stock of the Resulting Bank. After the effective date of the merger, the new shares in the Resulting Bank to be issued to the stockholders of First State will be delivered to such stockholders as entitled

upon surrender of the certificate or certificates, representing the stock owned in First State, to the Resulting Bank at its principal office, No. 81 Baltimore Street, Cumberland, Maryland. The stockholders in Liberty, on the effective date of the merger, shall retain their certificate or certificates for shares then owned in Liberty.

(c) No fractional share of stock of the Resulting Bank shall be issued, and in case any holder of stock in First State shall be entitled under this Merger Agreement to a fractional part of a share in the Resulting Bank, the Resulting Bank shall issue and deliver to the stockholders of First State upon surrender of their old certificate or certificates for stock of First State, a scrip certificate for such fractional share in such form as the Board of Directors of the Resulting Bank shall approve. Such a scrip certificate with other scrip certificates representing in the aggregate one or more full shares, shall be exchangeable for a full share certificate or a certificate representing the number of full shares in the Resulting Bank to which the holder of such scrip certificates may be entitled. Each such scrip certificate shall be issued in bearer form, and all rights in and under such scrip certificates shall be vested in the bearer thereof only and shall pass by delivery thereof. The Resulting Bank shallbe entitled to treat the bearer of any scrip certificate as the owner thereof for all purposes, unaffected by any notice to the contrary. Such scrip certificate shall not entitle the holder to voting rights nor to any rights of a stockholder or otherwise, except the rights therein expressed. The right to exchange such scrip certificates for shares of the Resulting Bank shall expire at 2 P.M. on December 15, 1960. Thereafter the shares of stock in the Resulting Bank, in respect of which scrip is still outstanding, shall be sold by the Resulting Bank at such price or prices, not less than par, and to such person or persons, as the Board of Directors of the Resulting Bank may determine, and after such sale or sales, the holder of such scrip, upon surrender thereof, will be entitled only to the holder's proportion of the proceeds of such sale or sales, without interest.

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ARTICLE IV

SECTION 1. Until the merger shall have become effective, neither of the parties hereto shall, without the written consent of the other, authorized by resolution passed by a majority of its Board of Directors,

(a) authorise or permit any change in its capital structure other than herein set out;

(b) make any distribution to stockholders, whether by way of declaration or payment of dividend, or otherwise, except that First State was authorized to pay its customary semi-annual mid-year dividends of 30¢a share regular and 30¢ a share extra during June 1960, and Liberty was authorized to pay its customary semi-annual mid-year dividend of 40¢ a share on or about June 30, 1960;

(c) dispose of any material portion of its business or property;

(d) incur any obligations, whether by contract or otherwise, except in the usual course of its business.

SECTION 2. This Merger Agreement is subject to approval by the Bank Commissioner of Maryland, and the Board of Governors of the Federal Reserve System, and shall be submitted to said Commissioner and said Board for that purpose prior to submission to the stockholders of the Constituent Banks pursuant to the next following Section 3.

SECTION 3. This Merger Agreement is subject to approval by two-thirds of the outstanding stock of each of the Constituent Banks as provided by law at meetings (including any adjournment or adjournments thereof) which shall be held on or before September 14, 1960, or such later date as the Boards of Directors of the Constituent Banks shall mutually agree upon; and if so approved, shall be filed as required by law.

SECTION 4. Liberty now has an employees pension plan. It is contemplated that all present employees of First State, who are eligible and desire to do so, shall become employees of the Resulting Bank upon the effective date of the merger, and all such employees who are eligible to participate in the pension plan of Liberty, which shall be continued by the Resulting Bank, shall become members of and participate in the benefits of such pension plan.

LIBER 013 PAGE 291

SECTION 5. When this Merger Agreement shall have been approved by the Bank Commissioner of Maryland, by the Board of Governors of the Federal Reserve System, and by the stockholders as above provided and as required by law, an executed copy of this Merger Agreement, together with copies of the resolutions of the stockholders of each Constituent Bank approving it, certified by each Bank's president or a vice-president and the secretary or an assistant secretary, shall be filed with the Bank Commissioner. This Merger Agreement shall become effective on the day it is so filed, (sometimes herein called the "effective date").

ARTICLE V

Dissenting stockholders of either Constituent Bank shall have the rights accorded them by Chapter 20 of the Acts of the General Assembly of Maryland of 1951, (Article 11, Section 113 (b), (c), (d), and (e) Annotated Code of Maryland of 1957), and upon the surrender of the shares held by them shall be entitled to be paid in cash their value in the manner and subject to the conditions therein provided.

Any shares surrendered by dissenting stockholders of the Constituent Banks who may become entitled to receive their value in cash, as provided by law, or the shares of the Resulting Bank which would have been issuable in exchange therefor or in addition thereto shall be sold by the Resulting Bank for such price or prices not less than par, and to such person or persons, as the Board of Directors of the Resulting Bank may determine, and the proceeds of such sale or sales shall be added to the capital account of the Resulting Bank.

ARTICLE VI

SECTION 1. The Resulting Bank, upon the merger becoming effective, shall have all the property, rights, powers, privileges, franchises and duties of whatsoever character and description of the First State, as well as those of Liberty, and all debts and liabilities of whatsoever nature and description due or whatever account to First State, as well as those due to Liberty, and all the foregoing shall be taken and deemed to be transferred and vested in the Resulting Bank without any deed or other transfer; and the Resulting Bank, by virtue of such merger and without any

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order or other action on the part of any Court or otherwise, shall hold and enjoy the same and all rights of property, franchises, and interests, including appointments, designations, and nominations and all other rights and interests as trustee, executor, administrator, registrar of stocks and bonds, guardian of estates, assignee, receiver, committee of estates of lunatics and in every other fiduciary capacity, in the same manner and to the same extent as such rights, franchises, and interests were held and enjoyed by each of the parties hereto at the time of such merger. The Resulting Bank, which is a continuation of Liberty under its charter, as herein amended, and its present by-laws, shall have the right to use the name of First State whenever it can do any act under such name more conveniently, and any reference in writing to First State whether executed or taking effect before or after the merger, shall be deemed a reference to the Resulting Bank if not inconsistent with the other provisions of said writing. The Resulting Bank shall have all other rights and powers conferred upon Resulting Banks by Section 111 to 115, both inclusive, of Article 11 of the Annotated Code of Maryland, 1957 Edition, title "Banks and Trust Companies," subtitle "Mergers".

SECTION 2. The Resulting Bank, upon the merger becoming effective, shall be and become without further act and deed responsible for all of the debts, liabilities and obligations of whatsoever nature and description of First State, as well as of Liberty, in the same manner and to the same extent as if the Resulting Bank has incurred such debts, liabilities or obligations, including, without limiting the generality of the aforegoing, liabilities to depositors and upon checks issued but not paid prior to the effective date of the merger.

IN WITNESS WHEREOF, Liberty has caused this Merger Agreement to be signed in its Name by its President, and its corporate seal to be hereunto affixed, attested by its Secretary, and First State has caused the same to be executed in its name by its President, and its corporate seal

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to be hereunto affixed, attested by its Cashier, the day and year hereinabove first written.

THE LIBERTY TRUST COMPANY

ATTEST:

Charles G. Holzshu, Secretary

BY William C. Walsh
William C. Walsh, President

THE FIRST STATE BANK OF GRANTSVILLE, MARYLAND

ATTEST:

Joseph F. Fahey, Cashier

BY F. William Winterberg
F. William Winterberg, President

STATE OF MARYLAND,
ALLEGANY COUNTY, TO-WIT:

THIS IS TO CERTIFY, that on this 5th day of July, 1960, before the undersigned, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared William C. Walsh, President of The Liberty Trust Company, and on behalf of said Trust Company, did acknowledge the aforegoing Merger Agreement to be the act and deed of said Trust Company.

WITNESS my hand and Notarial Seal.

Gwergan Smith
Notary Public

My Commission Expires
May 1, 1961

STATE OF MARYLAND,
GARRETT COUNTY, TO-WIT:

THIS IS TO CERTIFY, that on this 5th day of July, 1960, before the undersigned, a Notary Public of the State of Maryland, in and for Garrett County, personally appeared F. William Winterberg, President of The First State Bank of Grantsville, Maryland, and on behalf of said bank, did acknowledge the aforegoing Merger Agreement to be the act and deed of said bank.

WITNESS my hand and Notarial Seal.

Charles C. Waltman
Notary Public

Notary Public, Garrett County, Md.
My Commission Expires May 1, 1961

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APPROVAL OF MERGER

BY

BANK COMMISSIONER OF MARYLAND

I, the undersigned, Deputy Bank Commissioner, John D. Hospelhorn, of the State of Maryland, acting in the absence of the Bank Commissioner, and in pursuant to the provisions of Section 112 of Article XI of the Annotated Code of Maryland (1957 Edition) and amendments thereto do hereby officially approve the Agreement of Merger by and between The First State Bank of Grantsville, Grantsville, Maryland, and The Liberty Trust Company, Cumberland, Maryland, with the resulting institution be and becoming The Liberty Trust Company, Cumberland, Maryland.

John D. Hospelhorn
Deputy Bank Commissioner

September 6, 1960.

CERTIFICATE OF CHIEF JUDGE

OF THE FOURTH JUDICIAL CIRCUIT

OF MARYLAND

The undersigned, Chief Judge of the Fourth Judicial Circuit of Maryland, has examined the aforegoing Merger Agreement between The Liberty Trust Company and The First State Bank of Grantsville, Maryland and finds that the same is framed in accordance with the existing laws of Maryland.

Morgan C. Harris

Sept. 20, 1960

Morgan C. Harris
Chief Judge of the Fourth
Judicial Circuit of Maryland,
Comprising Allegany, Garrett
and Washington Counties, Maryland.

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CERTIFICATE OF MERGER

I, the undersigned, JOHN D. HOSPELHORN, Deputy Bank Commissioner for the State of Maryland, acting in the absence of the Bank Commissioner of Maryland, do hereby certify that The First State Bank of Grantsville, Maryland, a banking institution existing under the Laws of the State of Maryland, located in Grantsville, Garrett County, Maryland, has been duly merged with The Liberty Trust Company, a trust company existing under the Laws of the State of Maryland, located in Cumberland, Allegany County, Maryland. The name of the resulting institution being THE LIBERTY TRUST COMPANY, located in Cumberland, Maryland, and that said Merger shall be and become effective at 3:00 P.M., E.D.S.T. on Friday, September 30th, 1960.

WITNESS my hand and official seal this 26th day of September, 1960.

JOHN D. HOSPELHORN,
Deputy Bank Commissioner of Md.
(Acting in the absence of the
Bank Commissioner)

Compared and Mailed ~~Delivered~~ WAG

To Wm. A. Gunter, 7 Washington St. City

Nov. 4 1960

...BER 013 PAGE 296

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

POTOMAC COAL COMPANY OF ALLEGANY COUNTY

were received for record on May 10, 1960, 19....,
in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

(FILED AND RECORDED NOVEMBER 1" 1960 AT 10:10 A.M.)

POTOMAC COAL COMPANY OF ALLEGANY COUNTY

ARTICLES OF DISSOLUTION

Potomac Coal Company of Allegany County, a Maryland corporation having its principal office at 7 Washington Street, Cumberland, Allegany County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is No. 7 Washington Street, Cumberland, Allegany County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up are: William A. Gunter, 7 Washington Street, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the Directors of the Corporation are as follows:

W. Bladen Lowndes, Baltimore and Light Street, Baltimore, Maryland
Tasker G. Lowndes, II, 15 West 46th Street, New York 36, New York
William A. Jeffries, Keyser, West Virginia
Elizabeth Lloyd Lowndes, 27 Washington Street, Cumberland, Maryland
William A. Gunter, 7 Washington Street, Cumberland, Maryland

FIFTH: The name, title and post office address of each of the

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LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

William A. Gunter, President, 7 Washington Street, Cumberland, Maryland

Mary C. Kelly, Secretary, 7 Washington Street, Cumberland, Maryland

SIXTH: A majority of the entire Board of Directors at a meeting of the Board of Directors of the Corporation duly convened and held on December 31, 1959, adopted a resolution declaring that dissolution of the Corporation is advisable.

SEVENTH: That the Corporation has no shares of stock either outstanding or subscribed for.

EIGHTH: The dissolution of the Corporation has been duly advised by the Board of Directors in the manner and by the vote required by Sections 76 and 77 of Article 23 of the Annotated Code of Maryland, and that the Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all of the collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of assessments and Taxation) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

William B. Orndorff, Collector of State and County Taxes, Court House, Cumberland, Maryland

Margaret Devlin, Tax Collector, Town of Barton, Barton Maryland

IN WITNESS WHEREOF, Potomac Coal Company of Allegany County has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this 3rd day of May, 1960.

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

ATTEST:

Mary C. Kelly
Secretary

POTOMAC COAL COMPANY OF ALLEGANY COUNTY

By William A Gunter
President

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STATE OF MARYLAND,
COUNTY OF ALLEGANY, SS:

I HEREBY CERTIFY, That on this 3rd day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for Allegany County, personally appeared William A. Gunter, President of Potomac Coal Company of Allegany County, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared William A. Gunter and made oath in due form of law that he was Chairman of the meeting of the Board of Directors of said Corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Mary O Kelly
Notary Public

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

POTOMAC COAL COMPANY OF ALLEGANY COUNTY

have been paid.

WITNESS my hand and official seal this nineteenth day of April A. D. 1960.

H. M. Dale
Deputy Comptroller

LIBER 013 PAGE 299

Barton, Maryland
March 15, 1960

TO WHOM IT MAY CONCERN:

Re: Potomac Coal Company of Allegany County

THIS IS TO CERTIFY that all State and County Personal Property and Real Estate Taxes for the above named Company have been

paid through the year 1959.

Very truly yours,

Margaret Devlin

TAX COLLECTOR
TOWN OF BARTON

ALLEGANY COUNTY TAX OFFICE

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

WM. B. ORNDORFF - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK

March 11, 1960

To Whom It May Concern:

Re: Potomac Coal Company of Allegany County.

This is to certify that all State and County Personal Property and Real Estate Taxes for the above named Company have been paid through the year 1959.

Yours very truly,

William B Orndorff

William B. Orndorff,
Tax Collector.

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LIBER 013 PAGE 300

ARTICLES OF DISSOLUTION

OF

POTOMAC COAL COMPANY OF ALLEGANY COUNTY

approved and received for record by the State Department of Assessments and Taxation of Maryland May 10, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 4463

Recorded in Liber 2188, folio 51, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax~~ paid $ 10.00 Recording fee paid $ 12.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H. Bautzer
Director

FILED FOR RECORD
MAY 10 1960
at 10 o'clock A.M.
and same day Recorded in Liber
Folio
County
Clerk

Compared and Mailed ~~Delivered~~
To Lonaconing Health Center, Inc.
Lonaconing, Md.
Nov. 4 1960

LIBER 013 PAGE 301

(FILED AND RECORDED NOVEMBER 1" 1960 AT 10:10 A.M.)

LONACONING HEALTH CENTER, INC.

Articles of Amendment

Lonaconing Health Center, Inc., a Maryland corporation having its principal office in Lonaconing, Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by adding immediately after section "Sixth" of said charter a new section entitled "Seventh" which said section shall read as follows:

SEVENTH: In event of dissolution, all assets of the Corporation will be used and distributed for purposes specified in Section 501 (c) (3) of the Internal Revenue Code of 1954.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on December 1, 1959, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the members of the Corporation to be held on December 27, 1959.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the members would be to take action thereon, was given as required by law, to all members entitled to vote thereon; and like notice was given to all members of the Corporation not entitled to vote thereon, whose contract rights expressly set forth in the charter would be altered by the amendment.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of each class of stock entitled to vote thereon.

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

IN WITNESS WHEREOF, Lonaconing Health Center, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on May 5, 1960.

ATTEST:
Matilda Steele
Secretary

LONACONING HEALTH CENTER, INC.
By Wm. C. Smith
President

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on the 5th day of May, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Allegany, personally appeared William C Smith, President of Lonaconing Health Center, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Matilda Steele and made oath in due form of law that she was secretary of the meeting of the members of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Isabell T. Grove
Notary Public

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ARTICLES OF AMENDMENT

OF

LONACONING HEALTH CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 10, 1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 4494

Recorded in Liber 2188, **folio** 204, **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Bantz
Director

FILED FOR RECORD
NOV 1 1960
at 10:10 O'Clock A.M.
and same day Recorded in Liber
No. ____ Folio ____
one of the _____
Land Records of Allegany County,
Maryland, and compared by

Dwight C. Bodell
Clerk

Compared and Mailed ~~Delivered~~ 9P
Win-Ann Storkland, Inc.
To LaVale Shopping Center, LaVale, Md.
Nov. 4 1960

LIBER 013 PAGE 304

(FILED AND RECORDED NOVEMBER 1" 1960 AT 10:10 A.M.)

ARTICLES OF INCORPORATION

OF

WIN-ANN STORKLAND, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Winifred A. Pile, whose post office address is 947 Weires Avenue, LaVale, Maryland, Dona Rita Leasure, whose post office address is Mt. Savage, Maryland, and Clarence Lippel, whose post office address is 50 Baltimore Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

WIN-ANN STORKLAND, INC.

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

(a) To engage in, conduct and carry on the business of buying, selling, manufacturing, distributing, and in any and every manner of dealing in, at wholesale and retail, infants', children's and ladies' clothing, garments, shoes, accessories, dry goods, cosmetics, jewelry, toilet articles, apparel and manufactured goods of every kind and character, and any and all articles of merchandise usually sold in such business.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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

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

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

(e) To carry on any other business which may be deemed by the corporation to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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CUMBERLAND, MD.

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

FOURTH: The post office address of the principal office of the corporation in this State is LaVale Shopping Center, LaVale, Maryland. The resident agent of the corporation is Jay J. Pile, whose post office address is 947 Weires Avenue, LaVale, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is two thousand five hundred (2,500) shares of the par value of Ten ($10.00) Dollars 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 Twenty-Five Thousand ($25,000.00) Dollars.

SIXTH: The corporation shall have three directors and Winifred A. Pile, Dona Rita Leasure and Clarence Lippel shall act as such until the first annual stockholders meeting or until

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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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 of two hundred (200) fully paid and non-assessable shares of the par value of Ten ($10.00) Dollars a share and to authorize and issue a note of the corporation in the amount of Three Thousand Six Hundred ($3,600.00) Dollars for the following consideration, the value of which consideration is hereby stated to be not less than Five Thousand Six Hundred ($5,600.00) Dollars, namely: the business known as Win-Ann Storkland, consisting of infants', children's, ladies' and maternity apparel and all other allied lines and products contained in its retail store located in LaVale Shopping Center, LaVale, Maryland, including accounts receivable and cash on hand, less any and all accounts payable the payment of which will be assumed by the corporation, as of the close of business on April 30, 1960.

(b) The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, 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 considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and

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CUMBERLAND, MD.

restrictions, if any, as may be set forth in the By-laws of the corporation.

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

(d) The Board of Directors shall have 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

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CLARENCE LIPPEL
CUMBERLAND, MD.

to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(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 changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(f) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of

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CLARENCE LIPPEL
CUMBERLAND, MD.

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Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

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

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acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 29th day of April, 1960.

WITNESS:

/-/ Hayel C. Caccino as to Winifred A. Pile (SEAL)
Winifred A. Pile

Hayel C. Caccino as to Dona Rita Leasure (SEAL)
Dona Rita Leasure

Hayel C. Caccino as to Clarence Lippel (SEAL)
Clarence Lippel

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CUMBERLAND, MD.

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STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 29th day of April, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Winifred A. Pile, Dona Rita Leasure and Clarence Lippel, and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Hazel C. Collins
NOTARY PUBLIC

My commission expires:

May 1, 1961

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CUMBERLAND, MD.

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ARTICLES OF INCORPORATION

OF

WIN-ANN STORKLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 2, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4410

Recorded in Liber 2187, folio 331, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
NOV 1 1960 19
at 10:10 O'Clock A.M.
and same day Recorded in Liber
No. Folio
of the Records of Allegany County,
Maryland and compared by
Clerk

Compared and Mailed ~~Delivered~~ 9M
To Leslie J. Clark, Atty., City
Nov. 4 1960

LIBER 013 PAGE 314

(FILED AND RECORDED NOVEMBER 1" 1960 AT 10:10 A.M.)

ARTICLES OF INCORPORATION

of

THE MINERS HOSPITAL CORPORATION.

THIS IS TO CERTIFY:

First: We, the undersigned, Leslie J. Clark, whose post office address is Liberty Trust Building, Cumberland, Maryland, John J. Rowan whose post office address is No. 604 North Second Street, LaVale, Maryland, and Edward J. Ryan, whose post office address is Liberty Trust Building, Cumberland, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

THE MINERS HOSPITAL CORPORATION

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

To organize and operate a hospital to be known as The Miners Hospital, no part of the net earnings of which is to inure to the benefit of any member or other individual.

For the general purposes aforesaid, the Corporation shall have the following powers and purposes:

(a) To conduct, operate and maintain a public general hospital and do all things necessary in the conduct, maintenance and operation of a public general hospital for the medical and surgical care and treatment of the sick, infirm or injured or any other person requiring hospitalization.

(b) To make rules and regulations for the operation and maintenance of said hospital and to regulate charges for hospital operation and use and the collection of the same and to employ and fix the salaries of the manager and such other persons as may be needed in carrying on the work of a general public hospital and/make rules and regulations covering the qualifications and conduct of the employees, nurses, physicians and surgeons in attendance therein and all general rules and regulations pertaining to the management, maintenance or operation of said hospital, including the admission of patients.

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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(c) To accept for and on behalf of said hospital any appropriation, gift, devise or bequest of cash, real or personal property, at any time from any source by any means whatsoever and to use the same, or the proceeds of the sale of same for equipment, capital improvements, or for maintenance or such other hospital purposes as the Board of Directors may deem necessary and proper, or for any other purpose specified in any condition attached to such gift, devise or bequest.

(d) To erect, establish and conduct a school for the education of student nurses.

(e) To receive and accept from any foundation or from any individual, Federal or state agency or corporation grants for or in aid of the construction, acquisition or operation of any project and to receive and accept aid or contributions from any source of either money, property, labor or other things of value, to be held, used or applied only for the purposes for which such grants and contributions may be made.

(f) To purchase, lease or otherwise acquire, hold, develop, improve, sell or in any manner dispose of real or personal property wherever situate.

(g) To borrow or raise money for any of the purposes of the Corporation and to make and issue notes, bond debentures or other obligations of any nature and in any manner permitted by law, for money so borrowed or in payment for property purchased or for any other lawful consideration and to secure the payment thereof and the interest thereon by mortgage upon or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation.

(h) To have a seal and the same at its pleasure to alter or break.

(i) To exercise all the powers now or hereafter conferred upon corporations by the Laws of the State of Maryland not inconsistent with the purposes herein stated.

(j) The aforegoing enumeration of the purposes, objects or 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

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

Fourth: The post office address of the principal office of the Corporation in this State is No. 48 Tarn Terrace, Frostburg, Maryland. The resident agent of the Corporation is William S. Jenkins, whose post office address is Box 352, Frostburg, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: (a) The Corporation is not authorized to issue any capital stock. The members of the Board of Directors for the time being and hereafter, shall, for the purposes of any statutary provision or rule of law relating to members of corporations having no capital stock, be taken to be the members of the Corporation as well as the members of the Board of Directors and at meetings of such governing Board may exercise all the rights and privileges of members thereof.

(b) The management of the business and affairs of the Corporation shall be vested in the Board of Directors. The number of the directors of the Corporation shall not be less than seven (7) and may be increased to nine (9) by a majority vote of the Board of Directors; and the Mayor of the Town of Frostburg and a member of the Board of County Commissioners of Allegany County shall be ex officio members of said board and their term shall be coextensive with their respective term of office and no longer. The remaining members of the Board of Directors shall each hold office for a period of five (5) years except for the initial terms, and said board shall have the power by a majority vote at any regular meeting to expel any member thereof for cause and in event of a vacancy caused by the death, resignation or expiration of term or any other reason the remaining members of said board shall elect a successor to fill such vacancy. Absence of any member of the Board of Directors except for illness, from five (5) regular meetings of said board in any one year commencing July 1, 1960 shall vacate the term of said member.

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(c) No person shall be eligible to be a member of the Board of Directors of this Corporation, who holds an elective public office, except the Mayor of the Town of Frostburg and the member of the Board of County Commissioners of Allegany County. Public office shall be any elective office

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in the government of the United States, the State of Maryland, Allegany County, Maryland, or any municipality within Allegany County.

(d) The aforesaid Board of Directors shall elect from among its members a President, a Secretary and a Treasurer and shall hold regular monthly meetings and oftener, if necessary. Four members shall constitute a quorum for the conduct of business at said meetings.

(e) In the operation of said hospital all moneys received shall be deposited in the name of The Miners Hospital Corporation and the Board of Directors or the officers of the Corporation if authorized by the Board of Directors, shall have the power to make all proper expenditures for the operation of said hospital, said expenditures shall be made only by proper vouchers signed by the President of the Board of Directors and the Treasurer thereof.

(f) It shall be the duty of the Board of Directors to have the books of the Corporation audited not less than once each year by a duly qualified certified public accountant and it shall be the duty of the Board of Directors to furnish the Mayor and City Council of the Town of Frostburg and the County Commissioners of Allegany County a copy of said audit.

(g) The Board of Directors shall have the power, subject to any limitations imposed by law, to make By-Laws for the conduct of the business of this Corporation and the Board of Directors shall have the right to make any amendments to this Charter which may now or hereafter be authorized by law.

(h) The names of the directors other than the ex officio members of the Board of Directors and the term for which they shall initially serve are as follows:

William S. Jenkins, five years; Frank E. Hines, four years; Francis X. Carrington, three years; D. Varner Carpenter, two years; William H. Lemmert, one year, and Joseph James and John J. Rowan.

Sixth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 20th day of May, 1960.

WITNESSES:

John T. Mason — Leslie J. Clark

John T. Mason — John J. Rowan

H. Stanley — Edward J. Ryan

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 20th day of May, 1960 before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared LESLIE J. CLARK, JOHN J. ROWAN and EDWARD J. RYAN, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Mildred S. Edmunds
NOTARY PUBLIC

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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ARTICLES OF INCORPORATION

OF

THE MINERS HOSPITAL CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland May 23, 1960 at 9:57 o'clock A. M. as in conformity with law and ordered recorded.

A 4680

Recorded in Liber 2189, folio 587, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
NOV 1 1960
at 10 o'Clock A.M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Maryland, and compared by

Clerk

Compared and Mailed ~~Delivered~~ to
Growden Construction Co.
To c/o Walter C. Growden, Pt 3, Bedford Rd, City
Nov. 4 1960

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(FILED AND RECORDED NOVEMBER 1" 1960 AT 10:10 A.M.)

ARTICLES OF INCORPORATION

OF

GROWDEN CONSTRUCTION COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William F. Morgan, whose post office address is Route 1, Carpenters Addition, Ridgeley, West Virginia, Dona Rita Leasure, whose post office address is Mt. Savage, Maryland, and Clarence Lippel, whose post office address is 50 Baltimore Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

GROWDEN CONSTRUCTION COMPANY

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

(a) To carry on and conduct a general contracting and construction business including, but not limited to, the designing, constructing, enlarging, extending, repairing, completing, removing and in any and every manner engaging and dealing in any work upon buildings, structures and plants of every nature, kind and character and all work in connection therewith.

(b) To buy, sell, manufacture and in any and every

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manner to deal in and with building materials of every nature, kind and character.

(c) To carry on the business of consulting and contracting engineers and the preparation of plans and specifications of buildings, structures and plants of every nature, kind and character.

(d) To conduct the business of general engineering and contracting for the construction of buildings, structures and plants of every nature, kind and character and the preparation, production, buying, selling and dealing in and with materials to be used in connection therewith.

(e) To buy, sell, improve, develop, sub-divide, lease, exchange, mortgage, finance and in any and every manner to deal in and with real estate and any and all interests therein.

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

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or otherwise.

(g) To carry on any other business and businesses which may be deemed by the corporation to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

FOURTH: The post office address of the principal office of the corporation in this State is Route 3, Bedford Road, Cumberland, Maryland. The resident agent of the corporation is Walter C. Growden, whose post office address is Route 3, Bedford Road, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is five hundred (500) shares

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of the par value of One Hundred ($100.00) Dollars 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 Fifty Thousand ($50,000.00) Dollars.

SIXTH: The corporation shall have three directors and William F. Morgan, Dona Rita Leasure and Clarence Lippel shall act as such until the first annual stockholders 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 of one hundred twenty-five (125) shares of fully paid and non-assessable shares of the par value of One Hundred ($100.00) Dollars a share for the following consideration, the value of which consideration is hereby stated to be not less than Twelve Thousand Five Hundred ($12,500.00) Dollars, namely: the general contracting and construction business now owned and operated by Walter C. Growden, individually, consisting of building materials and contracts for the erection of buildings and structures, including accounts receivable and cash on hand, less any and all accounts payable the payment of which will be assumed by the corporation as of the close of business on May 31, 1960.

(b) The Board of Directors of the corporation is hereby

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empowered to authorize the issuance from time to time of shares of its stock, with or without par value, 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 considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the corporation.

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

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were not such director or officer of such other corporation or not so interested.

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

(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 changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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(f) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any

shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

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

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 26th day of May, 1960.

WITNESS:

Hazel C. Collins as to William F. Morgan (SEAL)
William F. Morgan

Hazel C. Collins as to Dona Rita Leasure (SEAL)
Dona Rita Leasure

Hazel C. Collins as to Clarence Lippel (SEAL)
Clarence Lippel

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STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 26th day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William F. Morgan, Dona Rita Leasure and Clarence Lippel, and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

/s/ Hazel C. Collins
NOTARY PUBLIC

My commission expires:

May 1, 1961.

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CLARENCE LIPPEL
CUMBERLAND, MD.

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ARTICLES OF INCORPORATION

OF

GROWDEN CONSTRUCTION COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland May 27, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4805

Recorded in Liber 791, folio 71, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bartgis
Director

FILED FOR REC
at 10' O'Clo
and same day Reco
in Lib. Folio
one of the
Land Records of All
Maryland, and com

FILED FOR REC
NOV 1
at 10:1a O'C
and same day Re
No. Fo
one of the
Land Records of A
Maryland, and

Compared and Mailed ~~Delivered~~ 9P
TO James W. Bishop
718 Washington St. City
DEC 16 1960

Liber 013 Page 330

ARTICLES OF INCORPORATION

OF

CAMPGROUND CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edward S. Bishop, James W. Bishop and Gretchen W. Bishop, all of whose post office address is 718 Washington Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

CAMPGROUND CORPORATION

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

(a) To engage in, conduct and carry on the business of buying, selling, manufacturing, distributing, and in any and every manner of dealing in at wholesale and retail antiques, baskets, china, gifts, novelties, souvenirs, and goods, wares and merchandise of every kind and character.

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

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

(d) To carry on any other business and businesses which may be deemed by the corporation to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The post office address of the principal office of the corporation in this State is 1118 National Highway, LaVale, Maryland. The resident agent of the corporation is James W. Bishop, whose post office address is 718 Washington Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one hundred (100) shares of the par value of One Hundred ($100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Ten Thousand ($10,000.00) Dollars.

SIXTH: The corporation shall have three directors and Edward S. Bishop, James W. Bishop and Gretchen W. Bishop shall act as such until the first annual stockholders meeting or until their successors are duly chosen and qualified.

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

(a) The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, whether

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now or hereafter authorized, and securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the corporation.

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

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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

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

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the

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stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

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

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 1st day of June, 1960.

WITNESS:

Dona Rita Lessner as to Edward S. Bishop (SEAL)
Edward S. Bishop

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CUMBERLAND, MD.

WITNESS:

Dora Rita Lerose as to James W Bishop (SEAL)
James W. Bishop

Dora Rita Lerose as to Gretchen W Bishop (SEAL)
Gretchen W. Bishop

STATE OF MARYLAND,
COUNTY OF ALLEGANY, TO-WIT:

THIS IS TO CERTIFY, That on this 1st day of June, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Edward S. Bishop, James W. Bishop and Gretchen W. Bishop, and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Dora Rita Lerose
NOTARY PUBLIC

My commission expires: May 1, 1961.

ALLEGANY CO. NOTARY PUBLIC

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CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 013 PAGE 337

ARTICLES OF INCORPORATION

OF

CAMPGROUND CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland June 3, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4974

Recorded in Liber 2193, folio 145, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles M. Boutge
Director

FILED FOR RECORD
DEC 7 1960
..... 19.....
at.....O'Clock.....M.
and same day Recorded in Liber
No. 13, Folio 330
one of the Corporation
~~Land~~ Records of Allegany County
Maryland, and compared by

Compared and Mailed ~~Delivered~~ gp
Gerald A. Phillips
TO Cresaptown, Md.
Dec. 20 1960

LIBER 013 PAGE 338

ARTICLES OF INCORPORATION

OF

CRESAPTOWN ASSEMBLY OF GOD CHURCH, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Gerald A. Phillips, whose post office address is Cresaptown, Maryland; Jesse Arnold, whose post office address is R. F. D. #5, Winchester Road, Cumberland, Maryland; Thomas S. Leake, whose post office address is Cresaptown, Maryland; Leo G. Albright, whose post office address is Buffalo Mills, Pennsylvania; Loren M. Boyce, whose post office address is R. F. D. #3, Keyser, West Virginia; and Rev. Ruth C. Cowgill, whose post office address is Wiley Ford, West Virginia, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a religious corporation under and by virtue of the general laws of the State of Maryland.

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

CRESAPTOWN ASSEMBLY OF GOD CHURCH, INC.

THIRD: The Incorporators, hereinbefore named, shall hold their respective offices until their successors have been duly elected and qualified according to the by-laws to be hereafter adopted and which said by-laws shall be in conformity with this charter.

FOURTH: The said Church shall be affiliated with the General Council of the Assemblies of God with headquarters in Springfield, Missouri.

FIFTH: The Trustees, hereafter elected, shall not be less than four (4) in number nor more than twenty-five (25) and shall be chosen from the membership of the said Church according to the by-laws to be adopted by said church, and the minister for the time being shall always beone of said Trustees by virtue of his ministry. If a vacancy occurs in the Board of Trustees by death, resignation, or otherwise, the said vacancy shall be

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EARL EDMUND MANGES
CUMBERLAND, MARYLAND

filled by the remaining members of said Board of Trustees for the remainder of the term of said office becoming so vacant, and the said Board of Trustees shall select one of their members to be President of said Corporation for the term of one year.

SIXTH: That in all meetings of the Church Corporation, the Minister shall preside, or in the event that there is no minister, then the President of the Board of Trustees shall preside. A majority of said Board of Trustees attending shall constitute a quorum for the transaction of business.

SEVENTH: Every act and deed of this Corporation shall be signed by the President of said Corporation, elected as hereinbefore set out, and sealed by its corporate seal, duly attested by its Secretary; and all deeds for the conveyance of any lands or other property of the congregation which by law ought to be acknowledged and recorded shall be so acknowledged by the President or other attorney thereto appointed in the deed or other instrument, and all acts and deeds of the Corporation so authenticated shall be deemed valid.

EIGHTH: The Corporation shall have full power to acquire, own, dispose of, improve, encumber, mortgage, and convey property, real and personal, for church purposes in conformity with the laws of the State of Maryland. All property so acquired shall be held subject to the condition that if this Corporation shall become dissolved at any time for any reason, then, and in that event, the title to said property shall vest in the Potomac District Council of the Assemblies of God with headquarters in Springfield, Virginia, being the District with which this Church is affiliated.

NINTH: This certificate of incorporation may be altered or amended at any time by a two-thirds majority of all of the members of said church present at a meeting called for such purpose, providing one month's notice of said alteration or amendment of said certificate of incorporation shall be given by the minister in charge or by the Board of Trustees at a public worship service.

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CUMBERLAND, MARYLAND

TENTH: The resident agent of the said Corporation is Gerald A. Phillips, whose post office address is Cresaptown, Allegany County, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

ELEVENTH: We, the undersigned, being the Trustees of the Cresaptown Assembly of God Church, Inc., and who are named in the above articles of incorporation, do hereby declare that this corporation has been duly formed in accordance with the provisions of Sections 256 to 270, inclusive, of Article 23 of the Code of Public General Laws of Maryland, 1957 Edition, and at the time and place therein referred to.

WITNESS, our hands and seals this 7th day of June, in the year One Thousand Nine Hundred Sixty:

ATTEST:

Earl E Manges — Gerald A. Phillips (SEAL)
GERALD A. PHILLIPS

Earl E Manges — Jesse Arnold (SEAL)
JESSE ARNOLD

Earl E Manges — Thomas S Leake (SEAL)
THOMAS S. LEAKE

Earl E Manges — Leo G Albright (SEAL)
LEO G. ALBRIGHT

Earl E Manges — Loren M. Boyce (SEAL)
LOREN M. BOYCE

Earl E Manges — Rev Ruth C. Cowgill (SEAL)
REV. RUTH C. COWGILL

TRUSTEES OF THE CRESAPTOWN ASSEMBLY OF GOD CHURCH, INC.

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 6th day of June, 1960, before me, the subscriber, a Notary Public in and for the State of Maryland, County of Allegany, aforesaid, personally appeared Gerald A. Phillips, Jesse Arnold, Thomas S. Leake, Leo G. Albright, Loren M. Boyce, and Rev. Ruth C. Cowgill,

Trustees of the Cresaptown Assembly of God Church, Inc., personally known to me, and did each acknowledge the aforegoing instrument of writing to be their respective act and deed.

WITNESS, my hand and Notarial Seal:

Earl Edmund Manges
NOTARY PUBLIC

My Commission expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 341

ARTICLES OF INCORPORATION

OF

CRESAPTOWN ASSEMBLY OF GOD CHURCH, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 17, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5135

Recorded in Liber 2194, folio 424, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#423

Bonus tax paid $ Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantzen
Director

FILED FOR RECORD
DEC 7 1960
at ... O'Clock ... M.
and same day Recorded in Liber
No. ... Folio ...
One of the ... Land Records of Allegany County, Maryland, and compared by

Compared and Mailed Delivered
To Urner G. Carl, Jr. Penn-Mar Motor Co. City
DEC 20 1960 19

LIBER 013 PAGE 342

THE PENN-MAR MOTOR COMPANY

STOCK ISSUANCE STATEMENT

THIS IS TO CERTIFY:

FIRST: That the board of directors of THE PENN-MAR MOTOR COMPANY, a Maryland corporation having its principal office in Cumberland, Maryland (hereinafter called the Corporation), at a meeting duly convened and held on June 17, 1960, by resolution,

(a) duly authorized the issuance of three hundred and thirty (330) fully paid and non-assessable shares of the par value of one hundred dollars ($100) each of the stock of the Corporation for the following consideration: Goodwill of the proprietorship of Urner G. Carl, Jr., T/A Penn-Mar Motor Company.

(b) stated that , in its opinion, the actual value of said consideration is not less than thirty-three thousand dollars ($33,000).

SECOND: That the board of directors were empowered so to do by the Articles of Incorporation.

IN WITNESS WHEREOF, THE PENN-MAR MOTOR COMPANY has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereto affixed and attested by its Secretary on June 20, 1960.

THE PENN-MAR MOTOR COMPANY

By Urner G Carl Jr
President

ATTEST: Francis H Deremer
Secretary

STATE OF MARYLAND,
COUNTY OF ALLEGANY, ss:

I HEREBY CERTIFY, that on June 20, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Allegany, personally appeared Urner G. Carl, Jr., President of THE PENN-MAR MOTOR COMPANY, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing statement to be the corporate act of said corporation; and at the same time personally appeared Francis H. Deremer and made oath in due form of law that he was Secretary of the meeting of the board of directors of the corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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

Urner G Carl Jr
Notary Public

LIBER 013 PAGE 343

STOCK ISSUANCE STATEMENT

OF

THE PENN-MAR MOTOR COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland June 22, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5171

Recorded in Liber 2194, folio 596, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#424

Bonus tax paid $ Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bastgen
Director

1.50

FILED FOR RECORD
DEC 7 1960
at ... O'Clock ... M.
and same day Recorded in Liber
No. ... Folio ...
one of the ... Land Records of Allegany County, Maryland, and examined by

Compared and Mailed ~~Delivered~~ 9P
TO Herbert Mc Farland
612 Washington St., City
DEC 20 1960
19

LIBER 013 PAGE 344

The Purple Heart Club, Incorporated

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Herbert McFarland, whose Post Office Address is No. 612 Washington Street, Cumberland, Maryland, Virchie McFarland, whose Post Office Address is 612 Washington Street, Cumberland, Maryland, Harold W. McFarland, whose Post Office Address is Chillum Heights, Hyattsville, Maryland, June K. Morgan, whose Post Office Address is 4618 Parkton Street, Cedar Gardens, Baltimore, Maryland, Delores M. Shipway, whose Post offise Address is Flintstone, Maryland, each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter called the Corporation) is THE PURPLE HEART CLUB, INCORPORATED.

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

To promote the interests of Mountain Chapter of the Military Order of the Purple Heart.

To operate the business of a social club in the building owned by The Mountain Chapter of the Military Order of the Purple Heart.

To improve, repair and maintain the aforesaid building.

To carry on a welfare and charitable program for the benfit of the needy.

FOURTH: The post office address of the principal office of the corporation in this State is No. 770 Greene Street, Cumberland, Maryland. The name of the resident agent of the corporation in this State is Herbert McFarland, whose Post Office address is No. 612 Washington Street, Cumberland Maryland.

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

FIFTH: The total number of shares of stock which the Corporation has authority to issue One Hundred (100) shares of the par value of Ten Dollars ($10.00) a share all of one class, and having an aggregate par value of One Thousand Dollars ($1,000.00)

SIXTH: The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be leas than three: and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Herbert McFarland, Virchie McFarland, Harold W. McFarland, June K. Morgan and Dolores Shipway.

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

(1) The Board of directors of the Corporation is hereby empowered to authorize the issuance of eighty-five (85) full paid and non*assessable shares of the par value of Ten Dollars ($10.00) a share for the following consideration, the vale of which consideration is hereby stated to be not less Eight Hundred fifty Dollars ($850.00), namely:

All of the stock and fixtures now contained in the club rooms of The Purple Heart Center, located at 770 Greene Street in the City of Cumberland, Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 16th day of June, 1960.

Witness:

Alma V. Hanlin — Herbert McFarland
Herbert McFarland

Alma V. Hanlin — Virchie McFarland
Virchie McFarland

Alma V. Hanlin — Harold W. McFarland
Harold W. McFarland

Witness:

Alma V. Hanlin — June K. Morgan
June K. Morgan

Alma V. Hanlin — Delores M. Shipway
Dolores M. Shipway

State of Maryland,

County of Allegany, ss:

I HEREBY CERTIFY that on the 16th day of June 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Allegany personally appeared Herbert McFarland, Virchie McFarland, Harold W. McFarland, June K. Morgan, and Dolores M. Shipway and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Anna A. Brant
Notary Public.

My Commission Expires

May 1, 1961

LIBER 013 PAGE 347

ARTICLES OF INCORPORATION

OF

THE PURPLE HEART CLUB, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland June 20, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5191

Recorded in Liber 2195, folio 74, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#426

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit . Court of Allegany County

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

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

Charles W Boston
Director

FILED FOR RECORD
DEC 7 1960
at ..... O'Clock ... M.
and same day Recorded in L...
No. ..... Folio .....
one of the .....
Land Records of Allegany C...
Maryland, and compared by

Compared and Mailed Returned 9P
TO Mirjean, Inc. 203 Greene St., City
DEC 20 1960 19

ER 013 PAGE 348

ARTICLES OF INCORPORATION

OF

MIRJEAN, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry Butler and Jeanne E. Butler, both of whose post office address is LaVale, Maryland, and Harold W. Eliason and Miriam R. Eliason, both of whose post office address is 655 Washington Street, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

MIRJEAN, INCORPORATED

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

To buy, sell, lease and in any and every manner deal in, hold and improve real estate and the fixtures and personal property incidental thereto or connected therewith; to acquire by purchase, lease, hire or in any other manner lands, tenements and hereditaments or any interest therein and to improve the same as may be deemed advisable, and generally to hold, manage

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deal with and improve the property of the company and to sell, lease, mortgage, pledge or otherwise dispose of the property of the company; to construct, erect, equip, repair and improve any and all houses, buildings, public or private roads, alleys and any other thing or things, whether corporeal or incorporeal, which may be necessary or advisable for the improvement or advancement of any property of the company; to make, enter into, perform and carry out agreements for constructing, altering, maintaining, furnishing, fitting up and improving the buildings of every sort, kind and character; to develop any property of the company and the building, construction and alteration of any improvements and structures thereon; to borrow money on any property of the company and to give as security a mortgage or mortgages or any other manner and form of lien or liens to secure the same; to loan money upon real property and the taking of mortgages, the assignment of mortgages, and any and all other forms of security and liens to secure the same; to purchase, manufacture, acquire, hold, own, mortgage, pledge, lease, sell, assign, transfer, invest in, trade in, and deal in, goods, wares, merchandise and property of every kind and description.

To buy, sell and in any manner to deal in any and all kinds of materials used by builders in the construction, alteration, or repair of buildings of all descriptions.

To develop and turn to account in any manner any land owned by the company, or in which the company is interested in any way; to undertake and execute any trusts, the undertaking of

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which may seem to the company desirable; to acquire, take over, handle or in any way to deal with any business or undertaking carried on upon or in connection with any land or building which the company may desire to acquire or become interested in and to carry on the same and to dispose of, remove, put an end thereto, continue or in anywise deal with the same as may be deemed expedient; to buy, lease, sell, and in any way to own, convey or dispose of any and all property, whether real, personal or mixed, as the same may be proper, convenient or necessary and generally to do all things that may be necessary, convenient or incidental in or to the conduct of the business and businesses aforesaid whether manufacturing or otherwise, and to exercise any and all rights or things which a natural person or a partnership could or might do and exercise and which now or hereafter may be by law authorized.

The aforegoing clauses shall be construed both as objects and powers and it is hereby expressly provided that the aforegoing enumeration of specific powers shall not be held to limit or restrict the powers of this corporation.

FOURTH: The postoffice address of the principal office of the corporation in this State is 203 Greene Street, Cumberland, Maryland. The resident agent of the corporation is Harold W. Eliason, whose postoffice address is 655 Washington Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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FIFTH: The total number of shares of stock which the

corporation has authority to issue is two hundred fifty (250) shares of the par value of One Hundred ($100.00) Dollars 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 Twenty-Five Thousand ($25,000.00) Dollars.

SIXTH: The corporation shall have not less than three nor more than seven directors and Harry Butler, Jean E. Butler, Harold W. Eliason and Miriam R. Eliason shall act as such until the first annual meeting, or until their successor or successors are duly chosen and qualified.

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

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

(b) No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact

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that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

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indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

(e) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the

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corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

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

(i) No stockholder or stockholders, or the executor or administrator of any deceased stockholder, shall transfer, alienate or in any way dispose of any stock in this corporation without first notifying the corporation of the name of the proposed transferee, and obtaining the consent of the Board of

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Directors to such transfer; and if the Board shall refuse to make such transfer, then the corporation shall within sixty (60) days of such application either itself purchase, or find a purchaser, for the stock at not less than book value thereof as last fixed by the Board of Directors, in accordance with the By-laws; otherwise, such transfer shall be made. The provisions of this sub-paragraph (i) shall be subject to such limitations and restrictions as may be set forth from time to time in the by-laws of the corporation.

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 9th day of June, 1960.

WITNESS:

Dora Lita Lerone as to Harry Butler (SEAL)
Harry Butler

Dora Lita Lerone as to Jeanne E. Butler (SEAL)
Jeanne E. Butler

Dora Lita Lerone as to Harold W Eliason (SEAL)
Harold W. Eliason

Dora Lita Lerone as to Miriam R. Eliason (SEAL)
Miriam R. Eliason

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 9th day of June, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Harry Butler, Jeanne E. Butler, Harold W. Eliason and Miriam R. Eliason and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

LIBER 013 PAGE 356

Don Lita Lepsure
NOTARY PUBLIC

My commission expires: May 1, 1961.

ARTICLES OF INCORPORATION

OF

MIRJEAN, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland June 20, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5196

Recorded in Liber 7195, folio 108, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

#426

Bonus tax paid $ 20.00 Recording fee paid $ 18.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

Recd. for
at
and same day Re
No.
one of the
Land Records of
Maryland, and

Compared and Mailed ~~Delivered~~ to
The Mt. Savage Refractories Co.
TO Mt. Savage, Md.
DEC 30 1960 19

LIBER 013 PAGE 357

THE MT. SAVAGE REFRACTORIES COMPANY

ARTICLES OF REVIVAL

THE Mt. Savage Refractories Company, a Maryland corporation
(name of Corporation)
having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on October 31, 1952, for the non-payment of taxes or for failure to file an annual report with STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was The Mt. Savage Refractories Company.

THIRD: The name by which the Corporation will hereafter be known is The Mt. Savage Refractories Company.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is ~~No. Street,~~ Mt. Savage, ~~Maryland~~ Allegany County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland is I. A. Pressman Mt. Savage, Allegany County, Maryland. Said resident agent is an American citizen actually residing in this State.

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

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

For Execution by Officers

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President (~~or Vice-President~~) and Secretary (~~or Treasurer~~) of the Corporation, have signed these Articles of Revival on May 9, 1960.

A. J. Rost
Last Acting President (~~or Vice-President~~)

I. A. Pressman
Last Acting Secretary (~~or Treasurer~~)

STATE OF Pennsylvania
County of Allegheny, ss:

I HEREBY CERTIFY that on May 10, 1960, before me, the subscriber, a notary public of the State of Pennsylvania in and for the County of Allegheny, personally appeared A. J. Rost ~~the last acting President and I. A. Pressman, the last acting Secretary (or Treasurer) of~~ The Mt. Savage Refractories Company,

~~in and for the County of Allegheny, personally appeared~~ A. J. Rost the last acting President and I. A. Pressman, the last acting Secretary (~~or Treasurer~~) of the Mt. Savage, Refractories Company, a Maryland Corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

Richard L. Holland

Notary Public

RICHARD L. HOLLAND, Notary Public
[illegible] County, Pa.
My Commission Expires July 6, 1963

RICHARD L. HOLLAND NOTARY PUBLIC ALLEGHENY COUNTY, PA.

ARTICLES OF REVIVAL

OF

THE MT. SAVAGE REFRACTORIES COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland July 18, 1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 5653

Recorded in Liber F-199; **folio** 333, **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee

~~Bonus tax~~ **paid $** 25.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Boutzes

Director

FILED FOR RECORD
DEC 20 1960
at 2:00 O'Clock P.M.
and same day Recorded in Liber
No. ..... Folio.....
one of the .....
Land Records of Allegany County,
Maryland, and compared by
.....

LIBER 013 PAGE 359

Compared and Mailed ~~Delivered~~ MP
TO Burton's, Inc., City
DEC 30 1960 19

" BURTON'S, INCORPORATED"

Articles of Amendment

Burton's, Incorporated, a Maryland Corporation, having its principal office in Allegany County, Maryland, herein after called the Corporation hereby certifies to the State Department of Assessments and Taxation, of Maryland, that:

First: The charter of the Corporation is hereby amended by striking the first three lines of the 5th section of the Articles, of Incorporation, and inserting in lieu thereof, the following:

"That the total amount of the authorized Capital stock of the Corporation is Two Hundred Thousand Dollars ($200,000.00) divided into Two Thousand (2,000) shares of the par value of One Hundred Dollars ($100.00) each"

Second: The Board of Directors of the Corporation at a meeting duly convened and held on 30th day of June 1960 adopted a resolution in which was set forth the foregoing amendment to the Charter, declaring that the said Amendment of the Charter was advisable, and directing that the same be submitted for action thereon at a special meeting of the Stockholders of the Corporation to be held in the 30th day of June 1960.

Third: Notice setting forth said Amendment of the Charter and stating that the purpose of the meeting of the Stockholders would be to take action, thereon, was given as required by law, to all Stockholders entitled to vote; thereon, and there was no Stockholder not entitled to vote thereon.

Fourth: The Amendment of the Charter of the Corporation as hereinabove, set forth, was approved by the Stockholders of the Corporation, at said meeting by the unanimous vote of all of the votes entitled to vote thereon.

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

LIBER 013 PAGE 360

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

Ten Thousand ($10,000.00) Dollars divided into One Hundred (100) shares of the par value of One Hundred ($100.00) Dollars each.

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

Two Hundred Thousand Dollars ($200,000.00) divided into Two Thousand (2,000) shares of the par value of One Hundred Dollars ($100.00) each.

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

IN WITNESS WHEREOF, Burton's, Incorporated, has caused there presents to be signed in its name on its behalf by its President of and its Corporation seal to be, hereunto, affixed and attested by its Secretary this 30th day of June, 1960.

Burton's, Incorporated

Thomas W. Burton
Secretary

Winfield I. Burton
President

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 19th day of July 1960 before me the subscriber a Notary public of the State of Maryland in and for the county aforesaid, personally appeared Winfield I. Burton President of Burton's, Incorporated, a Maryland Corporation, and in the name and on behalf of said Corporation, acknowledged in foregoing articles of Amendment to be the corporate act of said Corporation and at the same time personally appeared Thomas W. Burton and made oath in due form of law that he was Secretary of the meeting of the Stockholders of said Corporation, at which the Amendment of the Charter of the Corporation, then in set forth, was approved and that the matters and facts set forth in same Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial seal day and year last above written.

Felix R. Brady
Notary Public

My Commission Expires
May 1, 1961

LIBER 013 PAGE 361

ARTICLES OF AMENDMENT

OF

BURTON'S, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland July 21, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5699

Recorded in Liber 4199, folio 578, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles H Burton

Director

FILED FOR RECORD
JUL 20 1960
at 2:20 o'Clock P. M.
and same day Recorded in Lib
No. ..... Folio .....
one of the .....
Land Records of Allegany County
Maryland, and examined by

Compared and Mailed ~~Delivered~~ ✓

TO Morris Motor Express, Inc., City

DEC 30 1960 19____

LIBER 013 PAGE 362

MORRIS MOTOR EXPRESS, INC.

ARTICLES OF AMENDMENT

Morris Motor Express, Inc. a Maryland corporation, having its principal office in Allegany County, Maryland (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Charter of the Corporation is hereby amended by striking out sub-paragraph (a) of paragraph 7 of Article Third of the Certificate of Incorporation, as amended, which amendment was approved by the State Department of Assessments and Taxation of Maryland on July 6, 1959, and inserting in lieu thereof the following:

7. PREFERRED STOCK

(a) Dividends: The holders of the Preferred stock shall be entitled to receive from the surplus or net profits of the Corporation, when and as declared by its Board of Directors, dividends at the rate of Sixty Cent (60¢) per share per annum, payable quarterly on the first days of January, April, July and October in each year. Such dividends shall be cumulative, accounting from the date of issue on each share of stock, and shall be payable for the current and all previous years before any dividends shall be paid or set apart on the Common Stock. The Preferred Stock shall not be entitled to participate in or receive any dividend or share of profits, whether payable in cash, stock or property, in excess of the aforesaid cumulative dividends.

SECOND: That the Board of Directors of the Corporation and the Stockholders of the Corporation in writing unanimously approved the Amendment of the Charter of the Corporation as herein set forth at a meeting of said Directors and Stockholders at which meeting all of the Directors and Stockholders of the Corporation were present in person and which meeting was duly called and held in accordance with the provisions of Article 23 of the Annotated Code of Maryland.

IN WITNESS WHEREOF, Morris Motor Express, Inc., has caused these presents to be signed in its name and on its behalf by its

President and its corporate seal is hereunto affixed and attested by its Secretary on July 13th, 1960.

MORRIS MOTOR EXPRESS, INC.

By Glenn Morris
Glenn Morris, President

ATTEST:

Nellie K. Morris
Nellie K. Morris, Secretary

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on July 13th, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Glenn Morris, President of Morris Motor Express, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Nellie K. Morris and made oath in due form of law that she is Secretary of said corporation and has personal knowledge of and the custody of the consents in writing of all the directors and stockholders in which the aforegoing amendment to the Charter of the Corporation was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Angela M. Senkbeil
Notary Public.

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ARTICLES OF AMENDMENT

OF

MORRIS MOTOR EXPRESS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 21, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5751

Recorded in Liber F-200, folio 270, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ ..... Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany Co.

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

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

Director

FILED FOR RECORD
DEC 20 1960
at 2:00 O'Clock P. M.
and same day Recorded in Liber
No. ..... Folio ..... of the
Land Records of Allegany County,
Maryland, and compared by
Clerk

LIBER 013 PAGE 365

Compared and Mailed ~~Delivered~~ TO Biltwell Fabricating Co. Pt. 4, North Brandt City c/o Jack L. Allison DEC 30 1960 19

ARTICLES OF INCORPORATION

OF

BILTWELL FABRICATING COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, L. Robert Tourangeau, Jewell G. Grabe, and Mary E. Chapin, the post-office address of each of whom is 1111 National Press Building, Washington, District of Columbia, each being of full age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, hereby associate ourselves with the intention of forming a corporation.

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

BILTWELL FABRICATING COMPANY

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

To own, operate and conduct the business of manufacturing, producing, processing, fabricating, erecting, buying, selling, using, and dealing in and with, as principal, agent or otherwise, metals and materials of all kinds, including but without limitation to ferrous and non-ferrous metals, both within and without the State of Maryland and elsewhere without restriction, and in connection therewith to acquire, construct, produce, own, operate, use, dispose of and deal in and with buildings, structures, plants, property, equipment, tools, machinery, supplies and facilities of every description useful or necessary to the business of the corporation.

To make, enter into, purchase or otherwise acquire, deal in and carry out all manner and kinds of contracts, agreements, leases, franchises, trade agreements, and obligations by or with any persons, firms, corporations, foreign and domestic, and with the United States, states, towns or other political bodies, including governments and governmental agencies, officers, boards, commissions and foreign governments, in furtherance of the objects and purposes of the corporation.

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

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

To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

To apply for, obtain, register, purchase, lease or otherwise to acquire and to hold, own, use, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respectto, or otherwise to turn to account or dispose of, any copyrights, trade marks, trade names, brands, labels, patent rights, letters patent of the United States or of any other country or government, inventions, improvements and processes, whether used in connection with or secured under letters patent or otherwise.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do

every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided, the same be not inconsistent with the laws under which this corporation is organized.

To acquire by purchase, subscription or otherwise, and to hold for investment or otherwise and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, bonds or any other obligations or securities of any corporation or corporations; to merge or consolidate with any corporation in such manner as may be permitted by law; to aid in any manner any corporation whose stocks, bonds or other obligations are held or in any manner guaranteed by this corporation, or in which this corporation is in any way interested; and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stock, bonds or other obligations; and while owner of any such stock, bonds or other obligations to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; to guarantee the payment of dividends upon any stock, or the principal or interest or both, of any bonds or other obligations, and the performance of any contracts.

The business or purpose of the corporation is from time to time to do any one or more of the acts and things hereinabove set forth, and it shall have power to conduct and carry on its said business, or any part thereof, and to have one or more offices, and to exercise any or all of its corporate powers and rights, in the State of Maryland, and in the various other states, territories, colonies and dependencies of the United States, in the District of Columbia, and in all or any foreign countries.

The enumeration herein of the objects and purposes of this corporation shall be construed as powers as well as objects and purposes and shall not be deemed to exclude by inference any powers, objects or purposes which this corporation is empowered to exercise, whether expressly by force of the laws of the State of Maryland now or hereafter in effect or impliedly by the reasonable construction of the said laws.

FOURTH: The post-office address of the principal office of the Corporation in the State of Maryland is Route 4, North Branch of Cumberland, Maryland.

The name of the resident agent of the Corporation in the State of Maryland is Jack L. Allison, and the post-office address thereof is c/o the Corporation, Route 4, North Branch of Cumberland, Maryland. Said resident agent is an individual residing in the State of Maryland.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is five thousand (5,000) shares, all of which are shares of Common stock without par value.

SIXTH: The number of directors shall be four (4), which number may be increased or decreased from time to time pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Frank G. Gramm
Mary B. Gramm
Jack L. Allison
Frank G. Gramm, Jr.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its capital stock, with or without par value, of any class, whether now or hereafter authorized, and securities

convertible into shares of its stock, with or without par value, of any class, whether now or hereafter authorized, for such lawful consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in these Articles of Incorporation or in the By-Laws of the Corporation.

(2) Pursuant to the applicable provisions of the law under which this Corporation is organized, it is hereby provided that the concurrence of a majority of the aggregate number of votes of all classes, or of any class of stock of this Corporation, shall be sufficient to take or authorize any action entitled to be taken or authorized by such class or classes of stock.

EIGHTH: The Corporation is to have perpetual existence.

NINTH: The directors shall have power, if the By-Laws so provide, to hold their meetings either within or without the State of Maryland; and the Corporation may have one or more offices in addition to the principal office in Maryland; and keep its books (subject to the provisions of the statutes) outside of the State of Maryland at such places as may from time to time be designated by the board.

TENTH: No director shall be disqualified from voting or acting in behalf of the Corporation, in contracting with any other corporation in which he may be a director, officer or a stockholder, nor shall any director of the Corporation be disqualified from voting or acting in its behalf by reason of any personal interest.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 28th day of July, 1960.

L. Robert Tourangeau (L.S.)
L. Robert Tourangeau

Jewell G. Grabe (L.S.)
Jewell G. Grabe

Mary E. Chapin (L.S.)
Mary E. Chapin

Witness:
Pauline E. Goebel
Pauline E. Goebel

DISTRICT OF COLUMBIA) SS.:

THIS IS TO CERTIFY, that on the 28th day of July, 1960, before me, the subscriber, a Notary Public of the District of Columbia, personally appeared L. Robert Tourangeau, Jewell G. Grabe, and Mary E. Chapin, and severally acknowledge the foregoing Articles of Incorporation to be their act.

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

PAULINE E. GOEBEL NOTARY PUBLIC DISTRICT OF COLUMBIA

Pauline E. Goebel
Pauline E. Goebel, Notary Public

My Commission Expires
May 15, 1961

LIBER 013 PAGE 371

ARTICLES OF INCORPORATION

OF

BILTWELL FABRICATING COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland July 29, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 5868

Recorded in Liber F. 201 **, folio** 279 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 14.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles McTeague
Director

FILED FOR RECORD
DEC 20 1960
at 2:00 O'Clock P
and same day Recorded in L
No. Folio
one of the
Land Records of Allegany C
Maryland, and compared by

Compared and Mailed ~~Delivered~~ gp
TO Elmer Miller, 184 Ormond St., Frostburg, Md.
DEC 30 1960 19

LIBER 013 PAGE 372

ARTICLES OF INCORPORATION

OF

CHURCH OF THE NAZARENE, FROSTBURG, MARYLAND, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Elmer Miller, whose post office address is 184 Ormond Street, Frostburg, Maryland; Russell Porter, whose post office address is R. F. D. #2, Frostburg, Maryland; Delbert V. Wilson, whose post office address is R. F. D. #2, Frostburg, Maryland; Elwood Tysinger, whose post office address is Wiley Ford, West Virginia; William Capel, whose post office address is 139 Center Street, Frostburg, Maryland; and Rev. Ralph A. Mickel, whose post office address is 191 Bowery Street, Frostburg, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a religious corporation under and by virtue of the general laws of the State of Maryland.

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

CHURCH OF THE NAZARENE, FROSTBURG, MARYLAND, INC.

THIRD: The Trustees, hereinbefore named, shall hold their respective offices until their successors have been duly elected and qualified according to the by-laws to be hereafter adopted and which said by-laws shall be in conformity with this charter and with the Manual of the Church of the Nazarene.

FOURTH: The Trustees hereafter elected shall be not less than four (4) in number nor more than nine (9) and shall be chosen from the membership of the said Church according to the said manual and by-laws, and the minister for the time being shall always be one of said Trustees in addition to four, by virtue of his ministry. If a vacancy occurs in the Board of Trustees by death, resignation, or otherwise, the said vacancy shall be filled by the

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 373

local church at a duly called church meeting, and the said Board of Trustees shall select one of their members to be President of said Corporation for the term of one year.

FIFTH: That at all meetings of the Church Corporation, the Pastor shall preside, and in his absence, the said Trustees shall elect some other member of the Board of Trustees to preside instead. A majority of said Board of Trustees attending shall constitute a quorum for the transaction of business.

SIXTH: Every act and deed of this Corporation shall be signed by the President of said Corporation, elected as hereinbefore set out, and sealed by its corporation seal, duly attested by its Secretary; and all deeds for the conveyance of any lands or other property of the congregation which by law ought to be acknowledged and recorded shall be so acknowledged by the President or other attorney thereto appointed in the deed or other instrument, and all acts and deeds of the Corporation so authenicated shall be deemed valid.

SEVENTH: The Corporation shall have full power to acquire, own, dispose of, improve, encumber, mortgage, and convey property, real and personal, for church purposes in conformity with the laws of the State of Maryland, and in conformity with the Manual of the Church of the Nazarene. All property so acquired shall be held subject to the condition that if this Corporation shall become dissolved at any time for any reason, then, and in that event, the title to said property shall vest in the General Board of the Church of the Nazarene, being the parent religious society of this denomination.

EIGHTH: This certificate of incorporation may be alter or amended at any time by a two-thirds majority of all of the members of said church present at a meeting called for such purpose, providing one month's notice of such alteration or amendment of said certificate of incorporation shall be

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 374

given by the minister in charge or by the Board of Trustees at a public worship service.

NINTH: The resident agent of the said Corporation is Russell Porter, whose post office address is R.F.D. #2, Frostburg, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

TENTH: We, the undersigned, being the Trustees of the Church of Nazarene, Frostburg, Maryland, and who are named in the above actof incorporation, do hereby declare that this act of incorporation has been duly formed in accordance with the provisions of Section 256 to 270, inclusive, of Article 23 of the Code of Public General Laws of Maryland, 1957 Edition, and at the time and place therein referred to.

WITNESS, our hands and seals this 20th day of May, in the year One Thousand Nine Hundred Sixty:

ATTEST:

Earl E. Manges — Elmer Miller (SEAL)
ELMER MILLER

Earl E. Manges — Russell Porter (SEAL)
RUSSELL PORTER

Earl E. Manges — Delbert V. Wilson (SEAL)
DELBERT V. WILSON

Earl E. Manges — Elwood Tysinger (SEAL)
ELWOOD TYSINGER

Earl E. Manges — William Capel (SEAL)
WILLIAM CAPEL

Earl E. Manges — Rev. Ralph A. Mickel (SEAL)
REV. RALPH A. MICKEL

TRUSTEES OF THE CHURCH OF THE NAZARENE, FROSTBURG, MARYLAND

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 20 day of May, 1960, before me, the

LIBER 013 PAGE 375

subscriber, a Notary Public in and for the State of Maryland, County of Allegany, aforesaid, personally appeared Elmer Miller, Russell Porter, Delbert V. Wilson, Elwood Tysinger, William Capel, and Rev. Ralph A. Mickel Trustees of the Chruch of the Nazarene, Frostburg, Maryland, and did each acknowledge the aforegoing instrument of writing to be his respective act and deed.

WITNESS, my hand and Notarial Seal;

Earl Edmund Manges
NOTARY PUBLIC

My Commission Expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 376

ARTICLES OF INCORPORATION

OF

CHURCH OF THE NAZARENE, FROSTBURG, MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 13, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5583

Recorded in Liber F 108 **, folio** 554 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ ..... **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles J. Bartgis
Director

FILED FOR RECORD
DEC 20 1960
..... 19.....
at 2:00 O'Clock P. M.
and same day Recorded in Liber
No. ..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by

LIBER 013 377

Compared and Mailed Delivered
TO Footers Cleaners LaVale Md
Feb 21 1961

FOOTERS CLEANERS, INC.

STOCK ISSUANCE STATEMENT

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of Footers Cleaners, Inc., having its principal office at LaVale, Allegany County, Maryland, hereinafter called the Corporation, at a meeting held on the 29th day of December, 1959, at 10:00 a.m. at the office of the Corporation in LaVale, Maryland, by resolution:

(a) duly advised the stockholders of the Corporation to authorize the issuance of Eight hundred (800) shares of common stock of said Corporation, par value Ten Dollars ($10.00) each, unto the following individuals and for the following consideration:

Charles Zaks:		
Fixtures and equipment	$1485.52	
Cash	2514.48	$ 4,000.00
Edward Pallik:		
Fixtures and equipment	1485.53	
Cash	2514.47	4,000.00
		$ 8,000.00

(b) Stated that, in its opinion, the actual value of said consideration set forth above in aggregate is not less than Eight Thousand Dollars ($8,000.00); and

(c) Called a meeting of the stockholders to take action thereon.

SECOND: That the meeting of the stockholders of the Corporation, called by the Board of Directors of the Corporation as aforesaid was held at the office of the Corporation at LaVale, Maryland, on the 29th day of December, 1959, pursuant to waiver of notice duly executed and filed with the records of the meeting, by the affirmative vote of all of the capital stock of the corpora-

LIBER 013 378

tion outstanding and entitled to vote, as advised by the Board of Directors.

IN WITNESS WHEREOF, FOOTERS CLEANERS, INC., has caused these presents to be signed in its name and on its behalf by its President and it s corporate seal to be affixed hereto and attested by its Secretary on this 1st day of August, 1960.

ATTEST: FOOTERS CLEANERS, INC.

Edward Pallik
Secretary

By Charles Zaks
Charles Zaks, President

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 1st day of August, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles Zaks, President of FOOTERS CLEANERS, INC., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing statement to be the corporate act of said corporation; and at the same time personally appeared Edward Pallik, and made oath in due form of law that he was Secretary of the meeting of the stockholders of the Corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

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

Rita J. Kenney
Notary Public

RECEIVED
State Department
of
Assessments and Taxation
MAY
TAX
TRANSFER TAX
RECORDING FEE
CERTIFIED COPIES
CHECK CASH
STAMP

LIBER 013 FOLIO 379

STOCK ISSUANCE STATEMENT

OF

FOOTERS CLEANERS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 10, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6033

Recorded in Liber T 202, folio 262, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ ..... Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
FEB 14 1961
at 11 o'clock A.M.
and same day Recorded in Liber
No. ..... Folio .....
one of the
Land Records of Allegany County
Maryland

(1127 4C 8

Commercial Bank Bldg
Frederick St
City Md

Compared and Mailed ~~Delivered~~
~~Fred J Rosenbaum~~
~~611 North Third St~~
~~LaVale Md~~
Feb 21 19 61

LIBER 013 PAGE 380

ARTICLES OF INCORPORATION

OF

ROSENBAUM ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Fred J. Rosenbaum and M. Virginia Rosenbaum, both of whose post office addresses is 611 North Third Street, LaVale, Maryland, and Ray A. Carroll, whose post office address is 812 Kentucky Avenue, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

ROSENBAUM ENTERPRISES, INC.

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

(a) To transact the business of advertising, promoting and developing the business of other corporations, partnerships or individuals for hire upon commission or otherwise in newspapers, books, booklets, prospectuses, magazines, circulars, pamphlets and any and all other similar literature and advertising medium.

(b) To conduct, carry on and be engaged in the business of art publishers in all its branches and of printing, publishing,

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CLARENCE LIPPEL
CUMBERLAND, MD.

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binding, reproducing, mimeographing, copying, multigraphing, selling, distributing, dealing in cards, announcements, novelties, books, magazines, journals, newspapers, pamphlets, literary works and papers of every kind, character and description.

(c) To engage in the printing and publishing of a newspaper or newspapers at such place or places as the corporation may deem advisable.

(d) To conduct, operate and in any and every way to deal in the business or businesses of advertising, publishing, promotions, sales and arts in all its or their phases.

(e) To buy, sell, improve, develop, sub-divide, lease, exchange, mortgage, finance and in any and every manner to deal in and with real estate and any and all interests therein.

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

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CUMBERLAND, MD.

(g) To carry on any other business and businesses which may be deemed by the corporation to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

FOURTH: The post office address of the principal office of the corporation in this State is Commercial Bank Building, Frederick Street, Cumberland, Maryland. The resident agent of the corporation is M. Virginia Rosenbaum, whose post office address is 611 North Third Street, LaVale, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares of the par value of Ten ($10.00) Dollars each, all of which shares

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CUMBERLAND, MD.

are of one class and are designated common stock. The aggregate par value of all shares having par value is Ten Thousand ($10,000.00) Dollars.

SIXTH: The corporation shall have three directors and Fred J. Rosenbaum, M. Virginia Rosenbaum and Ray A. Carroll shall act as such until the first annual stockholders meeting or until their successors are duly chosen and qualified.

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

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

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

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CUMBERLAND, MD.

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other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

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CUMBERLAND, MD.

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

(e) No holders of stock of the corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total

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CUMBERLAND, MD.

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number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

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

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on this 11th day of August, 1960.

WITNESS:

Dora Lita Lerner as to Fred J. Rosenbaum (SEAL)
Fred J. Rosenbaum

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CUMBERLAND, MD.

WITNESS:

Dona Rita Lessure as to M. Virginia Rosenbaum (SEAL)
M. Virginia Rosenbaum

Dona Rita Lessure as to Ray A. Carroll (SEAL)
Ray A. Carroll

STATE OF MARYLAND,
TO-WIT:
COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 11th day of August, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Fred J. Rosenbaum, M. Virginia Rosenbaum and Ray A. Carroll, and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Dona Rita Lessure
NOTARY PUBLIC

My commission expires: May 1, 1961.

DONA RITA LESSURE NOTARY PUBLIC ALLEGANY CO. MD.

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CLARENCE LIPPEL
CUMBERLAND, MD.

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ARTICLES OF INCORPORATION

OF

ROSENBAUM ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 12, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6077

Recorded in Liber A 203, folio 385, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantzer
Director

FILED FOR RECORD
FEB 14 1961
at 1:25 o'clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
ame of the .....
Land Records of Allegany Cou.., Y,
Maryland, and compared by

12248

60 West Main St Bel
Compared and mailed ~~delivered~~
TO Hafer Corporation
23 East Main St
Frostburg Md
Feb 21 1961

LIBER 013 PAGE 389

HAFER CORPORATION

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Marilou M. Sowers, whose post office address is 23 East Main Street, Allegany County, Frostburg, Maryland; Nancy Van Fossen, whose post office address is 23 East Main Street, Allegany County, Frostburg, Maryland; Lowell M. Sowers, Jr., whose post office address is 23 East Main Street, Allegany County, Frostburg, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

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

(1) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

(2) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

(3) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(4) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(5) To acquire all or any part of the good-will, rights, property

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ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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

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

(7) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of

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certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

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

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

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation;

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ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a

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ATTORNEY AT LAW
CUMBERLAND, MARYLAND

majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in these Articles of Incorporation.

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

(h) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock when such use could cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(i) To classify or reclassify the capital stock of the corporation or any class thereof in accordance with the laws of the State of Maryland.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 60 West Main Street, Frostburg, Maryland. The resident agent of the Corporation is Marilou M. Sowers, whose post office address is 23 East Main Street, Frostburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have four directors, and Marilou M. Sowers, Nancy Van Fossen, Lowell M. Sowers and Eldred Van Fossen shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than twelve by amendment to the by-laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value divided into one thousand (1000) shares of the par value of One Hundred Dollars

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ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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($100.00) each, all of which shares shall be common stock.

EIGHTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of three hundred fifty (350) full paid and non assessable shares of One Hundred Dollars ($100.00) par value stock for the following consideration, the value of which consideration is hereby stated to be not less than Thirty Five Thousand Dollars ($35,000.00) namely:

(a) All that piece or parcel of ground situated in Election District No. 26, and lying and being on the southwesterly side of West Main Street, in the Town of Frostburg, Allegany County, Maryland, and known and distinguished as Lot No. 29 and a part of Lot No. 30. two of a series of lots laid out upon the original plat of said Town, August 16, 1836 (Liber T, folio 236). It being the same lots and improvements conveyed from James A. Cobey, et ux, et al, to Marilou M. Sowers and Nancy Van Fossen by deed dated July 26, 1960, and recorded August 10, 1960, at Liber 324, folio 516, among the Land Records of Allegany County, Maryland.

(b) All that lot, piece or parcel of ground lying and being in Allegany County, Maryland, situated on the West side of Union Street, known and distinguished as part of Lot No. 28 as shown on the plat of the Town of Frostburg, Allegany County, Maryland, dated August 16, 1836 and recorded in Liber T, folio 236, among the Land Records of Allegany County. It being the same property that was conveyed from Paul C. Haberlein, et ux, to Marilou M. Sowers and Nancy Van Fossen, by deed dated July 28, 1960, and recorded in Liber 324, folio 194, among the Land Records of Allegany County, Maryland.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 25th day of August, 1960.

WITNESS:

Miller Bowen — Marilou M. Sowers (SEAL)
MARILOU M. SOWERS

Miller Bowen — Nancy M. Van Fossen (SEAL)
NANCY VAN FOSSEN

Miller Bowen — Lowell M. Sowers, Jr. (SEAL)
LOWELL M. SOWERS, Jr.

MILLER BOWEN
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 25th day of August, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared MARILOU M. SOWERS, NANCY VAN FOSSEN, and LOWELL M. SOWERS, Jr., and severally acknowledged the aforegoing articles of incorporation to be their act.

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

Bonnie Lee Nowns
Notary Public

My Commission expires:

May 1st, 1961

MILLER BOWEN
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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y

ARTICLES OF INCORPORATION

OF

HAFER CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland August 26, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6234

Recorded in Liber 4205, folio 394, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 14.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantz
Director

FILED FOR RECORD
FEB 14 1961
at 11:15 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County,
and Compared by
Clerk

C 1322 408

Compared and Mailed Delivered BW
TO Road Runners Karting Club
R.F.D. #4 Cumberland Md
Feb 21 1961

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THE ROAD RUNNERS KARTING CLUB, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Raymond T. White, whose post office address is RFD #4, Cumberland, Maryland, Millard McCarty, whose post office address is No. 601½ Hilltop Drive, Cumberland, Maryland, and Charles Z. Lehman, Jr., whose post office address is RFD #5, Potomac Park, Cumberland, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE ROAD RUNNERS KARTING CLUB, INCORPORATED.

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

To organize and operate a club to promote a recreation of the highest level, good sportsmanship, top flight karting for the citizens of the Cumberland area, and in furtherance thereof, the Corporation shall have the following powers:

a. To purchase, lease, or otherwise acquire or develope any property, real, personal or mixed, suitable or convenient for any purpose of the Corporation, and to sell, lease or otherwise dispose of any such property no longer required for the purpose of the Corporation.

b. To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trast of the whole or any part of the property of the Corporation,

real, personal or mixed, 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, for any of the purposes of the Corporation.

c. It is the intention that none of the powers defined in any of the aforegoing clauses of the Article Third shall be in anywise limited or restricted by references to, or inference from, the terms of any other clause, but that the powers defined in each such clause shall be regarded as independent powers. It is also the intention that the Corporation 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 that the enumeration of certain powers as herein defined is not intended as exclusive of, or as a waiver of, any other powers, rights, or privileges granted or conferred by the laws of said State now or hereafter in force, except as in this Article expressly limited or restricted.

FOURTH: The post office address of the principal office of the Corporation in this State is R.F.D. #4, Cumberland, Maryland. The name and post office address of the resident agent of the Corporation in this State are Raymond T. White, R.F.D. #4, Cumberland, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The Corporation shall have no capital stock.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosed and qualify are Raymond T. White, Millard McCarty and Charles M. Lehman, Jr.

SEVENTH: The duration of the Corporation shall be perpetual.

013 PAGE 399

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on Aug 30, 1960 1960.

Witness:

Vernon A Deremer — Raymond T. White

" — Millard McCarty

" — Charles Lehman Jr.

STATE OF Maryland,
County of Allegany, ss:

I HEREBY CERTIFY that on August 30th, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Allegany personally appeared Raymond T. White, Millard McCarty and Charles L. Lehman, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Jewel B. Hiley
Notary Public

State Department
of
Assessments and Taxation
RECEIVED
NO. DAY TIME

	$
BONUS TAX	
RECORDING FEE	
CERTIFIED COPIES	
TOTAL CASH ☐ CHECK ☐	$

BER 013 PAGE 400

ARTICLES OF INCORPORATION

OF

THE ROAD RUNNERS KARTING CLUB, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland August 31, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6317

Recorded in Liber 7206, folio 279, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Bantzen
Director

FILED FOR RECORD
FEB 14 1961 19...
at 11:15 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and examined by
Clerk.

C/123440

Compared and Mailed Delivered BW
TO Fayette Company 224 Virginia Avenue City
Feb 21 1961

LIBER 013 PAGE 401

ARTICLES OF INCORPORATION

OF

THE FAYETTE COMPANY OF CUMBERLAND, MARYLAND, INC.

THIS IS TO CERTIFY:-

1. That we, the subscribers, Joseph F. John, whose postoffice address is 333 Pennsylvania Avenue, Uniontown, Pennsylvania, Francis A. John, whose postoffice address is 333 Pennsylvania Avenue, Uniontown, Pennsylvania, Mitchell P. John, whose postoffice address is 333 Pennsylvania Avenue, Uniontown, Pennsylvania, Franklin A. John, whose postoffice address is 333 Pennsylvania Avenue, Uniontown, Pennsylvania, and Philip W. Ward, whose postoffice address is 224 Virginia Avenue, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

THE FAYETTE COMPANY OF CUMBERLAND, MARYLAND, INC.

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

(a) To buy, sell, trade, manufacture, deal in and deal with goods, wares and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers and exporters; to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey real and personal property in any part of the world, so far as necessary or expedient in conducting the business of the corporation; and to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.

4. The post office address of the principal office of the Corporation in this State is No. 224 Virginia Avenue, Cumberland, Maryland. The name and post office address of the resident agent of the Corporation in this State are Philip W. Ward, No. 224 Virginia Avenue, Cumberland, Maryland.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

Said resident agent is an individual actually residing in this State.

5. The total number of shares of stock which the Corporation has authority to issue is One Thousand (1, 000) shares of the par value of One Hundred ($100. 00) Dollars a share, all of one class, and having an aggregate par value of One Hundred Thousand ($100, 000. 00) Dollars.

6. The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Joseph F. John, Francis A. John, Mitchell P. John, Franklin A. John and Philip W. Ward.

7. 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.

8. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 29th day of August, 1960.

Witness as to all

William L. Wilson
Arthur C. Crum

as to Joseph F. John
Joseph F. John

as to Francis A. John
Francis A. John

as to Mitchell P. John
Mitchell P. John

as to Franklin A. John
Franklin A. John

as to Philip W. Ward
Philip W. Ward

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

UBER 013 PAGE 103

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, that on this 29th day of August, 1960, before me, the subscriber, a Notary Public of the State of Maryland and in and for the County aforesaid, personally appeared Joseph F. John, Francis A. John, Mitchell P. John, Franklin A. John and Philip W. Ward, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Notary Public

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

LIBER 013 PAGE 404

ARTICLES OF INCORPORATION

OF

THE FAYETTE COMPANY OF CUMBERLAND, MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 30, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6297

Recorded in Liber 7206, folio 151, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles G. Boundy
Director

FILED FOR RECORD
FEB 14 1962
at 11:45 o'clock A. M.
and same day Recorded in Liber
No. 206 Folio
one of the
Land Records of Allegany County,
Md., and examined by
Clerk

C 12408

13-377

Compared and Mailed ~~Deliver~~ ER
TO John L. Conway
201 Virginia Ave, City
March 9" 1961

LIBER 013 PAGE 405

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the
THE SOUTH CUMBERLAND BUSINESS MEN'S ASSOCIATION, INC.

were received for record on September 19, , 1960,
in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

ARTICLES OF DISSOLUTION

OF

THE SOUTH CUMBERLAND BUSINESS MEN'S ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: The name of said corporation is "The South Cumberland Business Men's Association, Inc."; the principal place of business of said Corporation is 201 Virginia Avenue, Cumberland, Allegany County, Maryland.

SECOND: The resident agent of said Corporation is John L. Conway, whose post office address is 201 Virginia Avenue, Cumberland, Maryland; service of process in any action, suit or proceeding instituted or filed against the Corporation may be served upon the aforesaid resident agent.

THIRD: The directors of the said Corporation are Robert P. Keech, 203 Wempe Drive, Cumberland, Maryland; Dr. L. R. McKenzie, 412 Virginia Avenue, Cumberland, Maryland; Thomas K. Whalley, 119 Pennsylvania Avenue, Cumberland, Maryland; George O. Hollar, 301 Springdale Street, Cumberland, Maryland; Lawrence I. Marks, 840 Camden Avenue, Cumberland, Maryland; Carl R. Amtower, 203 Arch Street, Cumberland, Maryland; C. William Dailey, 137 Virginia Avenue, Cumberland, Maryland; Henry M. Herold, 415 Magruder Street, Cumberland, Maryland; Paul M. Shircliff, 711 Montgomery Avenue, Cumberland, Maryland; Harry E. Shobe, 702 Holland Street, Cumberland, Maryland; Harry R. Wilson, Baltimore Pike, Cumberland, Maryland.

FOURTH: The officers of the said Corporation are Robert P. Keech, President, whose post office address is 203 Wempe Drive, Cumberland, Maryland; Dr. L. R. McKenzie, Vice President, whose post office address is 412 Virginia Avenue, Cumberland, Maryland; Thomas K. Whalley, Treasurer, whose post office address is 119 Pennsylvania Avenue, Cumberland, Maryland; George O. Hollar, Financial Secretary, whose post office address is 301 Springdale Street, Cumberland, Maryland; Lawrence I. Marks, Recording Secretary, whose post office address is 840 Camden Avenue, Cumberland, Maryland.

FIFTH: Dissolution of the Corporation was duly authorized by a unanimous vote of the entire Board of Directors and Officers of the Corporation at a meeting duly held and convened on the 25th day of August, 1959, and unanimously adopted by the Directors, Officers and Members held on the 10th day of November, 1959.

SIXTH: The said Corporation has no known creditors.

SEVENTH: The said Corporation is hereby dissolved.

IN WITNESS WHEREOF, The South Cumberland Businessmen's Association, Inc., has caused these presents to be signed by the President, duly attested by the Secretary the 26th day of April, 1960.

The South Cumberland Businessmen's Association, Inc.

by Robert P. Keech
President

ATTEST:

Lawrence I. Marks
Secretary

SEAL
1949

LIBER 013 PAGE 407

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
LOUIS L. GOLDSTEIN
COMPTROLLER
EDWARD F. NORRIS
DEPUTY

STATE OF MARYLAND

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on 26th day of April, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Allegany, personally appeared ROBERT P. KEECH, President of The South Cumberland Businessmen's Association, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation, and at the same time personally appeared LAWRENCE I. MARKS, and made oath in due form of law that he was secretary of the meeting of the members of said corporation at which the dissolution of the corporation therein set forth was authorized, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

James S. Gerry

Notary Public

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STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS, MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

THE SOUTH CUMBERLAND BUSINESSMEN'S ASSOCIATION, INCORPORATED

have been paid.

WITNESS my hand and official seal this thirtieth day of June A. D. 1960.

J. M. Ford
Deputy Comptroller

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ARTICLES OF DISSOLUTION

OF

THE SOUTH CUMBERLAND BUSINESS MEN'S ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 19, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6577

Recorded in Liber F209, folio 269, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax~~ paid $ 10.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

MAILED FOR RECORD
Sept. 20 1960
and same day Recorded in Liber No. Folio
one of the Records of Allegany County, Maryland, and compared by

C 12718

Compared and Mailed ~~Delivered~~ ER
TO John L. Conway
201 Virginia Ave, City
March 9" 1961

LIBER 013 PAGE 410

ARTICLES OF INCORPORATION

OF

THE SOUTH CUMBERLAND BUSINESS AND CIVIC ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, F. Perry Smith, Jr., whose post office address is 215 West Elder Street, Cumberland, Maryland; John L. Conway, whose post office address is 201 Virginia Avenue, Cumberland, Maryland; Marcus A. Naughton, whose post office address is 201 Virginia Avenue, Cumberland, Maryland; James F. Scarpelli, whose post office address is 108 Virginia Avenue, Cumberland, Maryland; and James L. Weber, whose post office address is 31 queen Street, Cumberland, Maryland, all being of legal age do, under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (hereinafter called the Corporation) shall be The South Cumberland Business and Civic Association, Inc.

THIRD: The purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows: To promote and encourage the development of that part of Cumberland, Allegany County, Maryland, known as South Cumberland and the best interests of its residents; to advertise South Cumberland and aid in procuring new industries and business enterprises; to aid and encourage the members of this association in their respective business, trade or profession; to promote the commercial, civic and general welfare of South Cumberland and its environs; to participate in promoting and encouraging

all enterprises for the improvement of South Cumberland; to create a spirit of good fellowship and cooperation among the members of said Association; to borrow money if and when necessary to promote the best interests of this corporation, consistent with its purposes as above set forth; and generally, to purchase, lease or exchange, or otherwise acquire., to own, control, maintain, to mortgage, sell, convey or otherwise dispose of real estate and real property or any interests and rights therein that may be necessary for providing and maintaining suitable quarters for the corporation.

FOURTH: The post office address of the principal office of the Corporation shall be 120 Arch Street, Cumberland, Maryland. The Resident Agent of the Corporation is John L. Conway, whose post office address is 201 Virginia Avenue, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have eleven directors and George O. Hollar, Robert Keech, Paul Shircliff, Harry Wilson, Lawrence McKenzie, Lawrence Marks, Carl Amtower, Thomas Whalley, Harry Shobe, William A. Dailey and Henry Herold shall act as such directors until their successors are duly chosen and qualified.

SIXTH: The Corporation shall have no capital stock, it not being organized for profit.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their names this 22nd. day of April, 1960.

ATTEST:

Carl R. Amtower

F. Perry Smith, Jr.

F. perry Smith, Jr.

John L. Conway

John L. Conway

STATE BUSINESS STANDARD CORPORATION 1960 MARYLAND

LIBER 013 PAGE 412

Marcus A. Naughton
Marcus A. Naughton

James F. Scarpelli
James F. Scarpelli

James L. Weber
James L. Weber

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 22nd day of April, 1960, before me, the subscribers, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared F. Perry Smith, Jr., John L. Conway, Marcus A. Naughton, James F. Scarpelli and James L. Weber and each acknowledged the aforegoing Articles of Incorporation to be his act and deed.

WITNESS my Hand and Notarial Seal.

Carl R. Dautrower
Notary Public

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ARTICLES OF INCORPORATION

OF

THE SOUTH CUMBERLAND BUSINESS AND CIVIC ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 19, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6578

Recorded in Liber 4209, folio 274, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
MAR 8 1961
at 1:30 O'Clock P. M.
and same day Recorded in Liber
No. Folio
One of the Charter Records of Allegany County, Maryland, and compared by

Clerk

C122 718

Compared and Mailed Delivered

TO _____

_____ 19_____

LIBER 013 PAGE 414

ARTICLES OF INCORPORATION

OF

THE FAIRPLAY KARTING INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, LEVEN G. BENNER, WHOSE POST OFFICE ADDRESS IS SHARPSBURG, MARYLAND, JULIA J. HALL, WHOSE POST OFFICE ADDRESS IS SHARPSBURG, MARYLAND, AND IDA R. TURNER, WHOSE POST OFFICE ADDRESS IS FAIRPLAY, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

THE FAIRPLAY KARTING INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

TO ORGANIZE AND OPERATE AN ASSOCIATION EXCLUSIVELY FOR EDUCATIONAL, CHARITABLE, RECREATIONAL AND OTHER NON-PROFITABLE PURPOSES, NO PART OF THE NET EARNINGS OF WHICH IS TO INURE TO THE BENEFIT OF ANY MEMBER, SHAREHOLDER OR OTHER INDIVIDUAL.

FOR THE GENERAL PURPOSES AFORESAID, AND LIMITED TO THOSE PURPOSES, THE CORPORATION SHALL HAVE THE FOLLOWING POWERS AND PURPOSES:

(A) TO PROMOTE THE INTEREST OF ALL PHASES OF RECREATION AND ENTERTAINMENT IN WASHINGTON COUNTY, MARYLAND.

(B) TO CULTIVATE AND PROMOTE FRIENDSHIP AND SPORTSMANSHIP IN THE COMMUNITY.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS FAIRPLAY, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS S. J. GOWER, JR., WHOSE POST OFFICE ADDRESS IS FAIRPLAY, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL HAVE TEN DIRECTORS WHICH NUMBERS MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE, AND

LIBER 013 PAGE 415

LEVEN G. BENNER, LEONA M. BENNER, CLYDE H. HALL, JULIA J. HALL, RAY T. NORRIS, LYNDA L. NORRIS, JUNIOR TURNER, IDA R. TURNER, GLENN A. WARRENFELTZ, AND IOLA V. METZ, SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING, OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY.

SIXTH: THE CORPORATION IS NOT AUTHORIZED TO ISSUE ANY CAPITAL STOCK. THE FOLLOWING SHALL BE THE FIRST MEMBERS OF THE CORPORATION LEVEN G. BENNER, LEONA M. BENNER, CLYDE H. HALL, JULIA J. HALL, RAY T. NORRIS, LYNDA L. NORRIS, JUNIOR TURNER, IDA R. TURNER, GLENN A. WARRENFELTZ, AND IOLA V. METZ. MEMBERS MAY RESIGN OR BE REMOVED, VACANCIES MAY BE FILLED AND ADDITIONAL MEMBERS ELECTED, AS PROVIDED IN THE BY-LAWS WHICH MAY PRESCRIBE DIFFERENT CLASSES OF MEMBERS AND PRESCRIBE THE POWERS AND DUTIES OF EACH CLASS.

SEVENTH: THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

EIGHTH: THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY A MAJORITY VOTE AT A REGULARLY-CALLED MEETING OF THE CORPORATION, PROVIDED THAT A COPY OF THE PROPOSED AMENDMENT OR AMENDMENTS ACCOMPANIES THE CALL FOR THE CORPORATION MEETING AND IS MAILED FIFTEEN (15) DAYS PRIOR TO THE DATE OF THE MEETING, AND PROVIDED FURTHER THAT SUCH PROPOSED AMENDMENT OR AMENDMENTS SHALL HAVE HAD PRIOR THERETO THE CONSIDERATION OF THE BOARD OF DIRECTORS OF THE CORPORATION AT A DULY CALLED MEETING.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON September 17, 1960.

WITNESS:

_____ Leven G Benner
LEVEN G. BENNER

_____ Julia J Hall
JULIA J. HALL

_____ Ida R. Turner
IDA R. TURNER

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 17th DAY OF September A.D., 1960, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED LEVEN G. BENNER, JULIA J. HALL AND IDA R. TURNER, WHO SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

Dorothy J Lowery
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MAY 1, 1961

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ARTICLES OF INCORPORATION

OF

THE FAIRPLAY KARTING INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 20, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6619

Recorded in Liber A209, folio 490, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
MAR 8 1961
at 9:30 O'Clock A.M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County,
Maryland and Compared by
Clerk

@ 12-21-8

Compared and Mailed ~~Delivered~~ ER
William R. Carscaden
TO 141 Baltimore St, City
March 9" 1961

LIBER 013 PAGE 417

ALGONQUIN ASSOCIATES, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mark L. Lazarus, Sr., whose post office address is No. 55 Baltimore Street, Cumberland, Maryland; Irwin Pariser, whose post office address is No. 69 Baltimore Street, Cumberland, Maryland; Bertram K. Lazarus, whose post office address is No. 114 South Liberty Street, Cumberland, Maryland; Woodrow W. Gurley, whose post office address is No. 123 South Liberty Street, Cumberland, Maryland; and John W. Rollins, Jr., whose post office address is No. 64 Pershing Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

ALGONQUIN ASSOCIATES, INC.

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

(1) To own, lease, manage, operate, and conduct hotels, restaurants, cafes, and bars in the City of Cumberland, and in other cities in the State of Maryland, and in any city of the United States or any foreign country, and in any of said places to carry on, conduct, and manage any and all business and activities, incident to and forming a part of the business of managing and conducting any and all such hotels, restaurants, cafes, and bars, wherever the same may be situated; and generally, to do any and all things and to perform

LIBER 013 PAGE 418

any and all acts incident to the business hereinbefore stated including the right to purchase, acquire, hold, and dispose of the stocks, bonds, and other evidences of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefor its stocks, bonds, or other obligations.

(2) To buy, sell, hold, lease, exchange, develop, improve, and operate real estate and buildings; to carry on the business of hotel keepers, innkeepers, restaurant keepers, including the buying, selling, and dealing in provisions of all kinds, wines, liquors, cigars, and tobacco, and generally to have and exercise all the powers useful and necessary for the conduct and operation of a hotel, or similar place for public accommodation.

(3) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

(4) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(6) To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part or the rights, property and business

so acquired, and to assume in connection therewith any liabilities of any such person, firm or corporation.

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

(8) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be constructed 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 on corporations of this character by laws of the State of Maryland, and the enumeration of

certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

FOURTH: 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, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

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

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

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

(5) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be

offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

(8) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock when such use could cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(9) To classify or re-classify the capital stock of the corporation or any class thereof in accordance with the laws of the State of Maryland.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Algonquin Hotel, Baltimore Street, Cumberland, Maryland. The resident agent of the Corpora-

LIBER 013 PAGE 423

tion is William R. Carscaden, whose post office address is No. 141 Baltimore Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have five directors, and Mark L. Lazarus, Sr., Irwin Pariser, Bertram K. Lazarus, Woodrow W. Gurley and John W. Rollins, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than fifteen by amendment to the by-laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value divided into ten thousand (10,000) shares of the par value of Ten Dollars ($10.00) each, all of which shares shall be common stock.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 24th day of September, 1960.

WITNESS:

W. P. Clerscade — Mark L. Lazarus (SEAL)
MARK L. LAZARUS, SR.

W. P. Clerscade — Irwin Pariser (SEAL)
IRWIN PARISER

W. P. Clerscade — Bertram K. Lazarus (SEAL)
BERTRAM K. LAZARUS

W. P. Clerscade — Woodrow W. Gurley (SEAL)
WOODROW W. GURLEY

W. P. Clerscade — John W. Rollins Jr (SEAL)
JOHN W. ROLLINS, JR.

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STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

On this 24th day of September, 1960, before me, the undersigned officer, personally appeared MARK L. LAZARUS, SR., IRWIN PARISER, BERTRAM K. LAZARUS, WOODROW W. GURLEY and JOHN W. ROLLINS, JR., and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Isabelle B. Dawson
NOTARY PUBLIC

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ARTICLES OF INCORPORATION

OF

ALGONQUIN ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 26, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6701

Recorded in Liber F-210, folio 251, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

13-405

To the clerk of the Circuit Court of Allegany County

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

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

Charles J. Banks
Director

FILED FOR RECORD
MAR 8 1961 ... 19...
at ... 2 ... O'Clock ... P. M.
and same day Recorded in Liber
No. ... Folio ...
one of the Charter
Records of Allegany County,
Maryland, and compared by
... Clerk

C 12718

Compared and Mailed ~~Delivered~~ ER
TO Harold Seifarth
Rt. 1, Frostburg, Md.
June 20 19 61

LIBER 013 PAGE 426

NAVE'S CROSSROADS MARKET, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Harold Seifarth, whose post office address is Route No. 1, Frostburg, Maryland, Patricia Seifarth, whose post office address is Route No. 1, Frostburg, Maryland, and Irvin Engle, whose post office address is Route No. 1, Frostburg, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

NAVE'S CROSSROADS MARKET, INCORPORATED

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

(a) To conduct stores in Allegany County, Maryland, or elsewhere, to sell, trade and deal in, at wholesale and retail, groceries, provisions, food supplies, wares, vegetables, produce, and all other articles and things incidental to a general grocery, vegetable, food supply, poultry, fish, game, produce and provision mercantile business.

(b) To buy and sell on commission or otherwise, at wholesale or retail, butter, milk, cheese and all other dairy products, eggs, poultry, fruit, meats, vegetables, and all kinds of farm produce, and to transact all business incidental or appurtenant thereto.

(c) To carry on the business of slaughtering all kinds of cattle and animals, used for the purpose of food, to manufacture and dispose of the offal of the same, and to establish and erect cold storage, and refrigerators, stables, pens and buildings, necessary to conduct the slaughtering business, and to do whatever else may be necessary and useful for the business of slaughtering cattle and animals intended for food, and in manufacturing and disposing of the offal of the same.

(d) To carry on a general mercantile or merchandise business and to purchase, sell and deal in such goods, supplies and merchandise as are or may be sold in a general store.

(e) To conduct a store or stores for transacting the business of buying and selling at wholesale and retail, liquor, beer, and other alcoholic beverages of all kinds.

(f) To acquire by purchase, lease or otherwise, the property, rights, business, good-will, franchises and assets of every kind of any Corporation, Association, Firm or individual carrying on in whole or in part the aforesaid business or any other business in whole or in part that the Corporation may be authorized to carry on; and to undertake, guarantee, assume and pay for the indebtedness and liabilities thereof and to pay for any property, rights, business, good-will, franchises and assets so acquired in the stock, bonds or other securities of the Corporation, or otherwise as in the manner permitted by law.

(g) To carry on any other business which may seem to the Corporation to be calculated directly or indirectly, to effectuate the aforesaid objects or either of them to facilitate in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property

or rights.

(h) From time to time to do any one of the acts and things hereinbefore set forth, provided that, in a transaction of its business, the Corporation shall be subject to the laws and statutes of each State and Foreign Country in which the same may be transacted or its property may be located.

(i) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or 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 secure the payment thereof and the interest thereon by mortgage 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, debentures, notes or other obligations of the Corporation for its Corporate purposes.

(j) To purchase, hire, lease or otherwise acquire, hold, own, construct, erect, improve, manage, operate or in any manner dispose of, and to subscribe toward the acquisition of factories, works, buildings, machinery, equipment and facilities, or any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is Route No. 3, Bedford Road, Cumberland, Maryland. The resident agent of the Corporation is Harold Seifarth, whose post-office address is Route No. 1, Frostburg, Maryland. Said

resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors and the said Harold Seifarth, Patricia Seifarth, and Irvin Engle shall act as such until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value, divided into one thousand (1,000) shares of the par value of One Hundred ($100.00) Dollars each.

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

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

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of not exceeding ninety-eight (98) shares of fully paid and non-assessable shares of the common stock of the Corporation of the par value of One Hundred ($100.00) Dollars to Harold Seifarth for the following consideration:

(a) For the purchase of his business known as Engle's Market, located at Route No. 3, Bedford Road, Cumberland, Maryland, as a going concern, including all stock and trade, store fixtures and equipment, and one (1) 1955 Chevrolet Truck, all

of which said business and personal property is now located at Route No. 3, Bedford Road, Cumberland, Maryland, the actual value of the assets hereby fixed by the incorporators is not less than Nine Thousand Eight Hundred ($9,800.00) Dollars.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 14 day of October, 1960.

WITNESS:

Milton Gerson — Harold E. Seifarth
Harold Seifarth

Milton Gerson — Patricia Seifarth
Patricia Seifarth

Milton Gerson — Irvin Engle
Irvin Engle

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on the 14 day of October, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Harold Seifarth, Patricia Seifarth, and Irvin Engle, and each acknowledged the aforegoing Articles of Incorporation to be their act.

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

Mary Jo Huber
Notary Public.

NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

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ARTICLES OF INCORPORATION

OF

NAVE'S CROSSROADS MARKET, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland October 17, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7004

Recorded in Liber 4214, folio 50, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
APR 21 1961
at ..... 19..
and same day R corded in L
No.....Folio.....
One of the Charter Records of Allegany Cou
Maryland and Compared By

Compared and Mailed ~~Delivered~~ ER
Charles C. Nathan
TO Grantsville, Md.
June 30 19 61

LIBER 013 PAGE 432

CONCORD MINING CORPORATION

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William J. McKenzie, whose post-office address is 95 West Main Street, Frostburg, Maryland, Wilbert A. McKenzie, whose post-office address is Grantsville, Maryland, and Patricia D. Frost, whose post-office address is 13 Broadway, Frostburg, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

CONCORD MINING CORPORATION

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

(a) To buy, sell, ship, trade or otherwise deal in any and all kinds of coal, coke, other coal products and all other minerals and mineral products.

(b) To buy, sell, own, manufacture, lease, trade or otherwise deal in merchandise, equipment, stock, goods and articles of all kinds.

(c) To buy, lease, rent, own, mortgage, sell, use, improve or otherwise trade or deal in coal or other mineral lands or property and any and all other kinds of real estate or property, as well as any and all transportation facilities, railroads, right of ways and equipment.

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(d) To mine, manufacture, transport and market coal, coke and other minerals and the products thereof, and to construct, maintain, use and operate all such works, ways and other structures as are or may be necessary or appropriate and convenient to a general mining and coking business whether deep, slope, augur, or strip mining.

(e) To acquire and undertake the good will, property, rights, franchises and assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or in part, and pay for the same in cash, stock or bonds of the corporation, or otherwise.

(f) Subject to the provisions of law, the Corporation may purchase or otherwise acquire, hold and reissue shares of its own capital stock.

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

(h) To do all such other things, not prohibited by law, as may be necessary or convenient to effectuate the purposes of the Corporation.

(i) To do all of the aforesaid things in the State of Maryland,

or elsewhere.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is 13 Broadway, Frostburg, Allegany County, Maryland. The resident agent of the Corporation is Charles C. Nathan, whose post-office address is Grantsville, Garrett County, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have three directors and William J. McKenzie, Wilbert A. McKenzie and Patricia D. Frost shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is Nine Thousand Dollars, ($9,000.00), par value, divided into ninety (90) shares of common stock, of the par value of One Hundred Dollars each.

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

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, or as may be required by the General Corporation Laws of the State of Maryland pertaining thereto.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 11, 1960.

WITNESS:

William J. McKenzie

Wilbert A. McKenzie

Patricia D. Frost

Thomas O. Bender

STATE OF MARYLAND,

COUNTY OF GARRETT, ss.:

I HEREBY CERTIFY, that on October 11, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Garrett, personally appeared William J. McKenzie, Wilbert A. McKenzie and Patricia D. Frost, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

Thomas O. Bender,
Notary Public.

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ARTICLES OF INCORPORATION

OF

CONCORD MINING CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland October 17, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6971

Recorded in Liber F213, folio 482, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

APR 21 1961 RECORD

at 11 o'clock A.M. and same day Recorded in Liber No. folio one of the Records of Allegany County, Maryland, and compared by

Compared and Mailed ~~Delivered~~ ER
TO John Stewart P.O. Box 90, City
June 30 19 61

LIBER 013 PAGE 437

Coal Cleaning, Inc.

ARTICLES OF AMENDMENT

(Under Sections 11 - 12)

Coal Cleaning, Inc., a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Section 7 of the articles of incorporation and inserting in lieu thereof the following:

The total number of shares of stock of all classes, which the corporation has authority to issue is 500 shares of Preferred Stock of the par value of one hundred dollars ($100.00) each, and 1000 shares of Common Stock without par value. The aggregate par value of all shares having par value of all classes is fifty thousand dollars ($50,000.00).

Preferred Stock

Dividends. The holders of the Preferred Stock shall be entitled to receive from the surplus or net profits of the corporation, when and as declared by its Board of Directors, dividends at the rate of seven dollars per share per annum, payable semi-annually on the first days of January and July in each year. Such dividends shall be cumulative, accounting from the date of issue of each share of stock and shall be payable for the current and all previous years before any dividends shall be paid or set apart or paid on the common stock.

Preference upon Liquidation, etc. In the event of liquidation, dissolution or winding up of the corporation (whether voluntary or involuntary) the holders of the issued and outstanding Preferred Stock shall be entitled to receive out of the assets before any distribution to the holders of the common stock a sum of one hundred dollars ($100.00) for each share plus any accumulated and unpaid dividends thereon.

Voting Rights. The holders of the Preferred Stock shall not be entitled to vote under any circumstances, or in connection with any action taken by the Corporation.

Redemption. At the option of the Board of Directors, the whole or any part of the Preferred Stock outstanding at any time may be redeemed on any of the respective dates fixed for the payment of dividends thereon at one hundred

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five dollars ($105.00) per share, together with all unpaid dividends accrued thereon to the date of redemption, upon not less than thirty (30) days previous notice given by mail to the holders of record of the Preferred Stock. In the event that less than all of the outstanding Preferred Stock is to be redeemed, the redemption may be effected by lot or pro rata, in such manner as may be prescribed by resolution of the Board of Directors.

Common Stock

Dividends. Dividends may be declared on the Common Stock after the complete redemption of all the Preferred Stock issued and outstanding plus any accumulated and unpaid dividends thereon. Each share of Common Stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on September 15, 1960, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on September 15, 1960.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

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

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation, and has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on September 15, 1960.

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

One hundred thousand ($100,000.00) par value divided into ten

LIBER 013 PAGE 439

thousand shares (10,000) of the par value of Ten Dollars ($10.00) each.

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

500 shares of Preferred Stock of the par value of one hundred dollars ($100.00) each, and 1,000 shares of Common Stock without par value. the aggregate par value of all shares having par value of all classes is Fifty Thousand Dollars ($50,000.00).

Coal Cleaning, Incorporated.

Attest: By Frederick Y. Borden
Frederick Y. Borden - President

Dorothy C. Borden
Dorothy C. Borden - Secretary

STATE OF MARYLAND,

County of Allegany, ss:

I HEREBY CERTIFY that on September 15th, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Allegany, personally appeared Frederick Y. Borden, President of Coal Cleaning, Inc., a Maryland corporation and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Dorothy C. Borden and made oath in due form of law that she was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

M. H. Somers
Notary Public

My Commission Expires
May 1 - 1961

CLERK'S OFFICE CIRCUIT COURT ALLEGANY COUNTY

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ARTICLES OF AMENDMENT

OF

COAL CLEANING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 3, 1960 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6784

Recorded in Liber F211, folio 232, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
APR 21 1961
at 12 03 o'clock P.M.
and same day Recorded in Liber
No. Folio
one of the Charter
and Records of Allegany County
Maryland and compared by

Compared and Mailed ~~Delivered~~ ER
TO James E. Winters
Midland, Md.
June 30 1961

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ARTICLES OF INCORPORATION

OF

MGW T.V. ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, LIONEL D. BAKER, whose post office address is Midland, Allegany County, Maryland; WILLIAM KROLL, whose post office address is Midland, Allegany County, Maryland; JOHN YEAGER, whose post office address is Midland, Allegany County, Maryland; JOHN DEVLIN, JR., whose post office address is Midland, Allegany County, Maryland; and JAMES E. WINTERS, whose post office address is Midland, Allegany County, Maryland; each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland.

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

MGW T.V. ASSOCIATION, INC.

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

To provide for facilities to improve television reception to the citizens of the Town of Midland and adjacent area in Allegany County, Maryland.

To raise funds for the purpose of purchasing translator equipment, antenna apparatus and other material of any

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description for the efficient operation of translators and equipment, as required by the Federal Communications Commission.

To purchase, lease and rent parcels of land for the purpose of constructing buildings, structures, towers and facilities necessary for the accommodation of translators and other equipment.

FOURTH: The post office address of the principal office of the Corporation in this state is Midland, Allegany County, Maryland. The Resident Agent is JAMES E. WINTERS, whose post office address is Midland, Allegany County, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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

SIXTH: The number of directors of the Corporation shall be at least five (5), and shall never be less than three (3), which number may be increased or decreased pursuant to any by-laws of the Corporation, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify, are: LIONEL D. BAKER, WILLIAM KROLL, JOHN YEAGER, JOHN DEVLIN, JR., and JAMES E. WINTERS.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these ARTICLES OF INCORPORATION on this 3rd day of October, 1960.

Attest:

Homer H. Carbin — Lionel D. Baker

LIONEL D. BAKER

Leon J. McGowan

Leon J. McGowan

Leon J. McGowan

Leon J. McGowan

William Kroll
WILLIAM KROLL

John Yeager
JOHN YEAGER

John Devlin, Jr.
JOHN DEVLIN, JR.

James E. Winters
JAMES E. WINTERS

STATE OF MARYLAND
ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 3rd day of October, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared LIONEL D. BAKER, WILLIAM KROLL, JOHN YEAGER, JOHN DEVLIN, JR., and JAMES E. WINTERS, and they severally acknowledged the aforegoing ARTICLES OF INCORPORATION to be their act and deed.

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

Josephine M. McVicker
Notary Public

My Commission expires: May 1, 1961.

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ARTICLES OF INCORPORATION

OF

MGW T.V. ASSOCIATION, INC.

D 1729 482

approved and received for record by the State Department of Assessments and Taxation of Maryland October 7, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6820

Recorded in Liber F211, folio 482, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles S. Bailey
Director

R.

FILED FOR RECORD
APR 21 1961
..... 19..
at 10:05 .....O'Clock A.M.
and same day Recorded in Liber
No. ..... Folio .....
one of the Charter
Records of Allegany County
Maryland, and compared by
.....

Compared and Mailed ~~Delivered~~ ER
Lloyd N. Fox
TO 623 Frederick St., City
June 30 19 61

LIBER 013 PAGE 445

ARTICLES OF INCORPORATION

OF

USED CAR SUPER MARKET, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mary F. Fox, whose postoffice address is 623 Frederick Street, Cumberland, Maryland, Lloyd N. Fox, whose postoffice address is 623 Frederick Street, Cumberland, Maryland, and Dona Rita Leasure, whose postoffice address is Mt. Savage, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation is:

USED CAR SUPER MARKET, INC.

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

(a) To engage in the business of buying, selling, leasing, manufacturing, owning, distributing, encumbering and in any and every way dealing in, repairing, reconditioning and servicing all types of new and used automobiles, vehicles, trucks, tractors, trailers, machinery, implements, equipment, accessories, parts, tires and petroleum products, and to render services of every nature and description in connection with the same.

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CUMBERLAND, MD.

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

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

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

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

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CUMBERLAND, MD.

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

FOURTH: The postoffice address of the principal office of the corporation in this State is 500 Greene Street, Cumberland, Maryland. The resident agent of the corporation is Lloyd N. Fox, whose postoffice address is 623 Frederick Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares of the par value of Ten ($10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Ten Thousand ($10,000.00) Dollars.

SIXTH: The corporation shall have three directors and Mary F. Fox, Lloyd N. Fox and Dona Rita Leasure shall act as such until the first annual meeting, or until their successor or

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CUMBERLAND, MD.

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 of two hundred fifty (250) fully paid and non-assessable shares of the capital common stock of this corporation of the par value of Ten ($10.00) Dollars a share for the following consideration, the value of which consideration is hereby stated to be not less than Two Thousand Five Hundred ($2,500.00) Dollars, namely: The business known as Used Car Super Market now located at the corner of Greene and Allegany Streets, Cumberland, Maryland, consisting of used cars less any and all accounts payable the payment of which will be assumed by the corporation as of the close of business on September 30, 1960.

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

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CUMBERLAND, MD.

(c) No contract or other transaction between this

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

(d) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and, if any, what part, of the surplus of the corporation or of the net profits

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CUMBERLAND, MD.

013 450

arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner, and upon such lawful terms as the Board of Directors shall deem expedient.

(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 changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of three-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

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

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CUMBERLAND, MD.

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

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

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 29th day of September, 1960.

WITNESS:

Hazel C. Collins as to Mary F. Fox (SEAL)
Mary F. Fox

Hazel C. Collins as to Lloyd N. Fox (SEAL)
Lloyd N. Fox

Hazel C. Collins as to Dona Rita Leasure (SEAL)
Dona Rita Leasure

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CLARENCE LIPPEL
CUMBERLAND, MD.

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STATE OF MARYLAND,

TO-WIT:

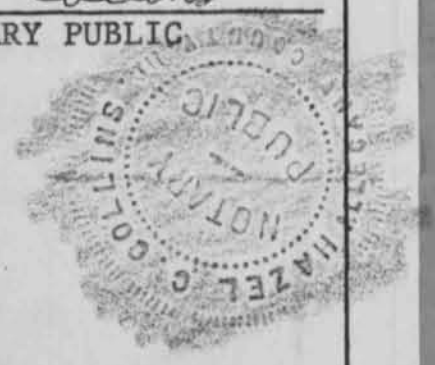
COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 29th day of September, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Mary F. Fox, Lloyd N. Fox and Dona Rita Leasure and severally acknowledged the aforegoing articles of incorporation to be their respective act.

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

Hayd C. Collins
NOTARY PUBLIC

My commission expires:
May 1, 1961



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CLARENCE LIPPEL
CUMBERLAND, MD.

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ARTICLES OF INCORPORATION

OF

USED CAR SUPER MARKET, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 4, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6832

Recorded in Liber F211, folio 488, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
APR 21 1961
at 10 o'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County, Maryland, and compared by

Compared and Mailed ~~Delivered~~ ER
Michael O. Stottlemyer
TO Rawlings, Md.
June 30 19 61

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ARTICLES OF INCORPORATION OF
POTOMAC VALLEY REVIVAL CENTER, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Michael O. Stottlemyer whose post office address is Rawlings, Maryland, Delores M. Stottlemyer, whose post office address is Rawlings, Maryland and Gracie C. Smith whose post office address is Rawlings, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, aasociate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

POTOMAC VALLEY REVIVAL CENTER, INC.

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

(a) To organize and operate an association exclusively for educational and charitable purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual; to establish and maintain a mission and to provide a place of public meeting in the village of Dawson, in the County of Allegany and in the State of Maryland; to establish, maintain and conduct schools for the educational instruction of the young and to further other educational and charitable work and to that end to adopt and establish by-laws and make all rules and regulations deemed necessary and expedient for the management of its affairs, in accordance with law and not inconsistent with these articles of incorporation.

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

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber

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or dispose of real property wherever situated.

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

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

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

(g) To purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares

of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned.

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

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

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

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

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

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is Rawlings, Maryland. The resident agent of the Corporation is Michael O. Stottlemyer, whose postoffice address is Rawlings, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation; Michael O. Stottlemyer, Delores M. Stottlemyer, and Gracie C. Smith. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The Corporation shall have three directors and Michael O. Stottlemyer and Delores M. Stottlemyer and Gracie C. Smith shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

(a) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in

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any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(b) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation.

(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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on September 27th, 1960.

WITNESS:

Harry I. Heyman as to Michael O. Stottlemyer
Michael O. Stottlemyer

Harry I. Heyman as to Delores M. Stottlemyer
Delores M. Stottlemyer

Harry I. Heyman as to Gracie C Smith
Gracie C. Smith

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STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

THIS IS TO CERTIFY, that on this 27th day of September, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Michael O. Stottlemyer, Delores M. Stottlemyer and Gracie C. Smith and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

Marion I Shaw
Notary Public

My Commission Expires May 1, 1961.

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ARTICLES OF INCORPORATION

OF

POTOMAC VALLEY REVIVAL CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 5, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 6846

Recorded in Liber 4211 **, folio** 569 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
APR 21 1961
at 10 61 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County
Maryland, and compared by

Compared and Mailed ~~Delivered~~ ER
Miller Bowen
TO P.O. Box 52, City
June 30 1961

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TRESZELL, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Irmazell Dinning, whose post office address is 252 Welch Hill, Frostburg, Allegany County, Maryland; Tressia Maxine Wilburn Davis, whose post office address is Grantsville, Garrett County, Maryland; Miller Bowen, whose post office address is 18 Grant Street, Frostburg, Allegany County, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Treszell, Inc.

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

(a) To own and operate businesses that are engaged in, for compensation, any or all work performed by a beauty culturist, that is, work that is generally and usually performed by so-called hairdressers, cosmetologists, cosmeticians, beauticians and demonstrators of beauty preparations or equipment, which work is for the embellishment, cleanliness and beautification of women's hair, such as arranging, dressing, curling, waving, permanent waving, cleansing, cutting, singeing, arching of eyebrows, dyeing of eyebrows and eyelashed, bleaching, coloring, or similar work thereon and thereabout, and the removal of superfluous hair, and the massaging, cleansing, stimulating, exercising, or similar work upon the scalp, face, arms or hands, by the use of mechanical or electrical apparatus of appliances or cosmetics, preparations, tonics, antiseptics, creams or lotions or by any other means, and of manicuring the nails and any other practices generally understood to be inclusive of the term beauty culture.

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(b) To process, manufacture, distribute, buy, sell, lease, install, or otherwise trade or deal in, at wholesale or retail, and either directly as principal and through its agents, representatives and employees, and/or indirectly itself as agent, factor, or broker, all and any fixtures, products and materials that aid or are used directly or indirectly in the beauty culture business and any other materials or merchandise ordinarily handled by corporations, firms, or individuals engaged in similar businesses with full power to conduct said operations to the same broad extent and with the same extensive powers that such similar businesses usually exercise;

(c) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(d) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(e) To purchase, lease or otherwise acquire, all or any part of the property, trade marks, trade names, rights, businesses, contracts, good will, franchises, patents, patents applied for, use of patents and patents applied for, and assets of every kind, or any corporation, co-partnership or individual (including the assets of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on;

(f) To advance money with or without security, and without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bond, debentures, notes or other obligations of any nature and in any manner permitted by law, for money so borrowed or in payment for property purchase,

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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 businesses and purposes;

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

The aforegoing 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 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 post office address of the principal office of the Corporation in this State is 84 East Main Street, Frostburg, Maryland. The principal address of the Corporation is 84 East Main Street, Frostburg, Maryland. The name and P.O. address of the Resident Agent of the Corporation in this State are Miller Bowen, P.O. Box 52, Cumberland, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred (100) shares without par value, all of one class.

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

until the first annual meeting or until their successors are duly chosen and qualified are IRMAZELL DINNING, TRESSIA MAXINE WILBURN DAVIS, and MILLER BOWEN.

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

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

(b) To make, alter, and repeal the by-laws of this Corporation; to open stock books, to fix and very the amount to be reserved as working capital; to direct and determine the use of any surplus or net profit; to determine whether any, and if any, what part of any surplus or net profits should be declared in advance.

(c) To create, make and issue mortgages, bonds, deeds of trust, trust agreements and negotiable or transferable instruments and securities, secured by mortgage or otherwise, and to do every other act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, and property, rights, or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, and to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stocks, bonds, debentures, or other securities of the Corporation.

(d) To remove or suspend any office of the Corporation and to fix, and, from time to time, to change, their salaries or emoluments; to appoint and at their discretion remove or suspend, any managers, officers, assistants, clerks, agents, and servants, permanently or temporarily, as they, from time to time think fit, and to determine their duties, and fix, and, from time to time, change their salaries or emoluments, and to require security in such instances and in such amounts as they

think fit.

(e) To confer by resolution, upon any officer of the Corporation, the right to choose, remove or suspend such subordinate officers, managers, assistants, clerks, agents or servants.

(f) To determine who shall be authorized to sign on behalf of the Corporation all bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.

The Corporation may by its By-Laws confer upon the Directors powers and authorities additional to the aforegoing and to those expressly conferred upon them by statute.

EIGHTH: The Charter of this Corporation may, from time to time, be amended for any purpose, upon the affirmative vote of two-thirds (2/3) of all the shares of stock outstanding and entitled to vote.

NINTH: No contract of other transaction between the Corporation and any other Corporation or business, and no act of this Corporation shall in any be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation or business, provided that the fact of his interest shall be disclosed or shall have been known to the Board of Directors of this Corporation.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 7th day of October, 1960.

Irmazell Dinning (SEAL)
Irmazell Dinning

Tressia Maxine Wilburn Davis (SEAL)
Tressia Maxine Wilburn Davis

Miller Bowen (SEAL)
Miller Bowen

(5)

STATE OF MARYLAND: COUNTY OF ALLEGANY: TO WIT:

I HEREBY CERTIFY, That on this 7th of October, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Irmazell Dinning, Tressia Maxine Wilburn Davis, Miller Bowen, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

John E. Turner
Notary Public
My Commission Expires May 1, 1961

LIBER 013 PAGE 466

ARTICLES OF INCORPORATION

OF

TRESZELL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 11, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6933

Recorded in Liber F213, folio 261, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 12.00

To the clerk of the Circuit Court of Allegany County

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

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

Director

FILED FOR RECORD
APR 21 1961 ... 19...
at ... O'Clock ... P. M.
and same day Recorded in Liber
No. ... Folio ...
one of the ... Records of Allegany County,
Maryland, and compared by
... Clerk

Compared and Mailed ~~Delivered~~ ER
David M. Caporale
TO 135 Polk St, City
June 20 19 61

LIBER 013 PAGE 467

ARTICLES OF INCORPORATION

OF

THE DAVID M. CAPORALE BAKERY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, DAVID M. CAPORALE, whose post office address is 135 Polk Street, Cumberland, Maryland; MARY J. CAPORALE, whose post office address is 135 Polk Street, Cumberland, Maryland; and DORIS J. COPP, whose post office address is 137 Polk Street, Cumberland, Maryland; each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

THE DAVID M. CAPORALE BAKERY, INC.

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

a) To carry on the business as bakers and manufacturers of and dealers in bread, flour, biscuits and farinaceous compounds and materials of every description.

b) To manufacture, prepare, buy, sell, export, bake, distribute, and otherwise deal in and with breads, biscuits, crackers, cakes, pastries, Italian paste flour, confectionery, candies, and any and all other food products, whether of the character aforesaid or otherwise; and any and all articles and things in which, or in the production or preparation of which, any product

or commodity used in the manufacture or preparation of any or all of the articles or things aforesaid, is an ingredient or a factor; and also any materials, supplies, commodities, or products which may be used in or in connection with the manufacture, preparation, production, or use of any of the articles or things aforesaid.

c) To construct, acquire, hire, hold, work, let and sell mills, factories, bake houses, shops, buildings, machinery and appliances suitable for such baking, manufacturing and dealing.

d) To take, acquire, buy, own, maintain, work, develop, sell, convey, lease, rent, mortgage, exchange, improve and otherwise deal in and dispose of real property, or any interest, or rights therein, without limit as to the amount, to lend money on real and personal property, and to lend money on bonds secured by mortgage on real property, but nothing herein set forth shall give, or be construed to give said Corporation any banking powers.

e) To borrow from time to time such sums of money as it may require or deem useful for the purposes of its business.

f) To issue bonds, debentures, notes and other obligations from time to time for money borrowed by it, or for any of its objects and purposes, and to secure said bonds, debentures, notes and obligations, by mortgage, deed of trust, pledge, collateral trust certificates, credit certificates, or otherwise.

g) To buy and acquire the good will, rights, assets and property of other corporations, of joint stock companies, partnerships, associations and individuals, and pay therefor in cash, in its stocks or bonds, or otherwise, and undertake or assume the whole or part of any of the obligations or liabilities of other corporations, stock companies or individuals, and to carry on any business concern or undertaking so acquired.

h) To purchase, hold, cancel, re-issue, sell and transfer shares of its own capital stock, providing it shall not use its

funds or property for the purchase of its own capital stock, when the probable effect of such use would be to the prejudice of the rights of existing creditors; and provided further that shares of its own capital stock belonging to it, shall not be voted upon directly or indirectly.

i) The business which the Corporation is to carry on from time to time, is to do any one or more of the actual things set forth, and to carry on and conduct any other business, which may seem directly or indirectly to facilitate and promote the aforegoing objects and businesses, or any of them; provided, however, that in the transaction of its business the Corporation shall be subject always to the laws and statutes, of this State, of the United States, and of the laws and statutes of each state in which such business may be transacted, or in which its property may be located.

j) The aforegoing 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 limitation relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 136 North Mechanic Street, Cumberland, Maryland. The resident agent of the Corporation is DAVID M. CAPORALE, whose post office address is 135 Polk Street, Cumberland, Maryland. Said resident agent is a citizen of Cumberland, Allegany County, Maryland, and actually resides therein.

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FIFTH: The Corporation shall have three (3) directors and DAVID M. CAPORALE, MARY C. CAPORALE and DORIS J. COPP shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SIXTH: The total amount of the authorized capital stock of the Corporation is seventy-five (75) shares of common stock of par value of One Hundred ($100.00) Dollars each.

Except as may be otherwise required by statute, the holders of the common stock shall possess the voting power for the election of directors and for all other purposes and shall be entitled to notice of any meeting of said Corporation.

SEVENTH: STOCK ISSUANCE STATEMENT

The Corporation is hereby authorized to issue to the following named persons, the number of shares of stock alongside of each name:

1.	David M. Caporale	70 shares
2.	Mary C. Caporale	4 shares
3.	Doris J. Copp	1 share

EIGHTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 23rd day of November, 1960.

Attest:

Peter J Carpenter — David M Caporale
David M. Caporale

Peter J Carpenter — Mary J. Caporale
Mary C. Caporale

Peter J Carpenter — Doris J. Copp
Doris J. Copp

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of November, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared DAVID M. CAPORALE, MARY J. CAPORALE and DORIS J. COPP and they each did acknowledge the aforegoing Articles of Incorporation to be their act and deed.

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

Josephine M. McVicker
Notary Public

My Commission expires May 1, 1961.

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ARTICLES OF INCORPORATION

OF

THE DAVID M. CAPORALE BAKERY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 28, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 7572

Recorded in Liber F219 **, folio** 484 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles S. Bauer, Jr.
Director

FILED FOR RECORD
MAY 11 1961
..... 19....
at 10:00 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio ..... of the Land
one of the ..... Records of Allegany County,
Maryland, and compared by

Compared and Mailed ~~Delivered~~ ER
TO Zigmund F. Zimowski #428 Beall St, City
June 20 19 61

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ARTICLES OF INCORPORATION

OF

CUMBERLAND LINCOLN MERCURY, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Zigmund F. Zimowski, whose post-office address is 428 Beall Street, Cumberland, Maryland; Philip A. Rauth, whose post-office address is 11 High Street, Hancock, Maryland; and Wilma D. Zimowski, whose post-office address is 428 Beall Street, Cumberland, Maryland; all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation is: "Cumberland Lincoln Mercury, Incorporated".

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

To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating and servicing all types of new and used automobiles, trucks and other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling and generally dealing in all types of supplies used by all types of motor vehicles; to engage in an automobile dealership and deal in automobiles, both retail and wholesale, and to engage in a general garage business.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

And in general to carry on any other lawful business whatsoever in connection with the foregoing, or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

of its properties.

FOURTH: That the principal office of the corporation in this State shall be situated at 828 North Mechanic Street, Cumberland, Maryland; and that the name and address of the Resident Agent is Zigmund F. Zimowski, 428 Beall Street, Cumberland, Maryland, he being a citizen of this State and actually residing therein.

FIFTH: That the corporation shall have three (3) directors, but said number shall be subject to increase or decrease pursuant to the provisions of the by-laws of the corporation, but shall never be less than three; and that the said Zigmund F. Zimowski, Philip A. Rauth and Wilma D. Zimowski shall act as such directors until the first meeting of the Stockholders after the adoption of the Articles of Incorporation, or until their successors are duly chosen and qualify.

SIXTH: That the total amount of authorized capital stock is One Hundred Thousand Dollars ($100,000.00), divided into one thousand shares (1,000) shares of One Hundred Dollars ($100.00) each.

SEVENTH: The following is a description of each class of stock with the preferences, voting powers, restrictions and qualifications thereof:

The corporation is authorized to issue only one class of shares of stock; the total number of such shares is one thousand (1000); and all such shares have a par value of One Hundred Dollars ($100.00).

No distinction shall exist between the shares of the corporation or the holders thereof.

Each holder of the common stock of the corporation shall be entitled to one vote for each share of stock held by such stockholder.

EIGHTH: No dividend shall be payable except out of the profits of the corporation, and no dividend shall carry interest as against the corporation. The declaration of the directors as to the amount of the net profits shall be conclusive. The directors may from time to time pay to the stockholders such interim dividends as in their judgment the position

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CUMBERLAND
MARYLAND

of the company justifies. The directors may retain any dividends on which the company has a lien, and may apply the same in or towards the satisfaction of the debts, liabilities or engagements in respect of which the lien exists.

NINTH: The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 10" day of November, 1960.

Witness:

Mary O. Kelly — Zigmund F. Zimowski (SEAL)

Mary O. Kelly — Philip A. Rauth (SEAL)

Mary O. Kelly — Wilma D. Zimowski (SEAL)

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 10" day of November 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Zigmund F. Zimowski, Philip A. Rauth and Wilma D. Zimowski, and each acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Mary O. Kelly
Notary Public

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

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ARTICLES OF INCORPORATION

OF

CUMBERLAND LINCOLN MERCURY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland November 14, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 7384

Recorded in Liber 4218 **, folio** 20 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
NOV 14 1960
at 10:00 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Charter
Records of Allegany County,
Maryland, and compared by
Clerk

01238632

Compared and Mailed ~~Delivered~~ ER
Robert L. Schubert
TO R.F.D. #2, Baltimore Pike, City
June 20 19 61

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ARTICLES OF INCORPORATION

OF

CUSTOM FLOORS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert L. Schubert, whose post office address is R.F.D. No. 2, Baltimore Pike, Cumberland, Maryland; Glendon J. Michael, whose post office address is 328 Fayette Street, Cumberland, Maryland; and Melvin L. Messenger, whose post office address is 316 North Main Street, Keyser, West Virginia, all being of full legal age, do, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

CUSTOM FLOORS, INC.

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

(1) To buy, sell, install, import, export, trade, and deal in any and all kinds of floor coverings, wall paper and wall coverings, decorative textiles, materials and fabrics of every description, paints, oils, colors, varnishes, plaster, cornices, tiles, mouldings, asphalt, cement, carpets, linoleum, oil cloths, and any and all building materials, and in all the ingredients thereof, and in any and all materials, products, and commodities which are now or hereafter may be used in or in connection with the manufacture thereof, including the manufacture and production of lumber, wood pulp, and any other

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materials which may be used as a part of or incidental to such business, with the right in connection with its business to purchase and acquire, and to own, use, sell, and assign patents, patent rights, inventions, processes, and products connected with the manufacture of such wall paper, wall and floor coverings, decorative textiles, designs, mouldings, paints, oils, varnishes, plaster, cornices, tiles, asphalt, and cement or in any materials and products used or connected with such manufacture, or with any lawful business of the Corporation, and generally to do any and all things which may be necessary and proper in connection with said business not contrary to law.

(2) To design, erect, install, and finish ceilings and floors with acoustical properties in any type or types of houses, factories, or buildings; to design, erect, install and finish acoustical and sound-proofing installations and applications; and to engage in the manufacture and sale of acoustical materials and devices of all kinds and of every nature.

(3) To manufacture, buy, sell, install, and deal in piping, fixtures, metals, materials, and supplies of all kinds, including more particularly, but not exclusively, apparatus, machinery, appliances, and devices for heating, cooling, humidifying, drying, and air conditioning.

(4) To manufacture, install, sell, repair, and in any manner acquire, trade in, dispose of, and generally deal in all kinds of textile fabrics, awnings, hardware and supplies, cotton duck, sheetings, canopies, buntings, yarns, drills, and cordage useful in the production or use of any and all types of awnings, and to carry on any and all business incidental thereto.

(5) To manufacture, purchase or otherwise acquire, sell or otherwise dispose of, cutlery, tools, machines and machinery, plumbers',

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machinists', carpenters', steamfitters', gasfitters', and electrical supplies, automobile accessories, and, in general, hardware of every kind and description.

(6) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares and merchandise of every class and description.

(7) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(8) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for the business of the Corporation.

(9) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of the business of the Corporation.

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

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

(12) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

Construction of Aforegoing Clauses

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a

waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

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

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

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

interested.

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

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to

holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

(h) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock when such use could cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(i) To classify or re-classify the capital stock of the Corporation or any class thereof in accordance with the laws of the State of

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Maryland.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is No. 138 Frederick Street, Cumberland, Maryland. The resident agent of the Corporation is Robert L. Schubert, whose post office address is R. F. D. No. 2, Baltimore Pike, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Robert L. Schubert, Glendon J. Michael and Melvin L. Messenger shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than seven by amendment to the By-laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value divided into One Thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each, all of which shares shall be common stock.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 23rd day of November, 1960.

WITNESS:

M. Elaine Demewood — Robert L. Schubert (SEAL)
ROBERT L. SCHUBERT

M. Elaine Demewood — Glendon J. Michael (SEAL)
GLENDON J. MICHAEL

M. Elaine Demewood — Melvin L. Messenger (SEAL)
MELVIN L. MESSENGER

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STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of November, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Robert L. Schubert, Glendon J. Michael and Melvin L. Messenger, and severally acknowledged the foregoing articles of incorporation to be their act.

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

ELLANOR DANENWOOD NOTARY PUBLIC ALLEGANY COUNTY, MD.

W. Ellanor Danenwood
Notary Public

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ARTICLES OF INCORPORATION

OF

CUSTOM FLOORS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 28,1960 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 7573

Recorded in Liber 7219 **, folio** 490 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 18.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles A Bodes

Director

FILED FOR RECORD
MAY 11 1961
at 10:00 O'Clock A.M.
and same day Recorded in Liber
No. Folio
one of the Land
Records of Allegany County,
Maryland, and examined by
Clerk

Compared and Mailed ~~Delivered~~ ER
Liberty Milk Co., Inc.
TO 5th & Race Sts., City
June 20 19 61

LIBER 013 PAGE 487

LIBERTY MILK COMPANY, INCORPORATED

ARTICLES OF AMENDMENT

Liberty Milk Company, a Maryland corporation having its principal office in Allegany County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

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

> "Fourth: The total authorized capital stock of this Corporation shall be Three Hundred Thousand Dollars ($300,000.00), divided into Thirty Thousand (30,000) shares with a par value of Ten Dollars ($10.00) each."

SECOND: The Board of Directors of the Corporation, by informal action, in lieu of a special meeting, in accordance with Section 58 of Article 23 of the Annotated Code of Maryland (1957 Edition as amended) unanimously adopted a resolution, in which was set forth the aforegoing amendment to the charter, declaring that the said amendment was advisable, and directing that it be submitted for action thereon to the stockholders of the Corporation.

THIRD: By informal action in lieu of a special meeting of the stockholders in accordance with Section 47 of Article 23 of the Annotated Code of Maryland (1957 Edition as amended), all the stockholders of the Corporation entitled to vote thereon unanimously approved the Amendment of the charter of the Corporation as herein above set forth.

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

LIBER 013 PAGE 488

approved by the stockholders of the Corporation.

FIFTH: (a) That the total number of shares of the capital stock heretofore authorized is Twenty Thousand Shares (20,000) of the par value of Ten Dollars ($10.00) each, all of which shares are Common Stock; and

(b) That the total number of shares of the authorized capital stock as increased is Thirty Thousand Shares (30,000) of the par value of Ten Dollars ($10.00) each, all of which shares are Common Stock.

IN WITNESS WHEREOF, Liberty Milk Company, Incorporated, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be attached, attested by its Secretary, this 14th day of December, 1960.

LIBERTY MILK COMPANY, INCORPORATED

ATTEST: G. A. Lemmert

G. A. Lemmert Secretary

By James H. Laher Pres

James H. Laher President

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

On this 14 day of December, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared James H. Laher, President of Liberty Milk Company, Incorporated, a Maryland corporation, and on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the Corporation; and at the same time personally appeared George A. Lemmert and made oath in due form of law that he is the Secretary of Liberty Milk Company, Incorporated, and that he has in his custody the minute book of said Corporation in which there has been filed an instrument in writing entitled "Informal Action in Lieu of a Special Meeting of the Stockholders", signed by all of the Stockholders of the Corporation in which the Stockholders unanimously approved and adopted the aforegoing Amendment to the Charter of the Corporation.

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

Dorothy L. Hillegas
Notary Public
Dorothy L. Hillegas
Commission Expires
May 1, 1961

LIBER 013 PAGE 490

ARTICLES OF AMENDMENT

OF

LIBERTY MILK COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 22, 1960 **at** 2:22 **o'clock** P. M. **as in conformity with law and ordered recorded.**

A 7926

Recorded in Liber 7224 **, folio** 102 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
MAY 25 1961
at 10 O'Clock A.M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany
Maryland, and compared by

0 12412

Compared and Mailed ~~Delivered~~
Simon Rosenbaum
TO Baltimore St., City
June 30 19 61

LIBER 013 PAGE 491

DOWN TOWN PARKING CORPORATION

ARTICLES OF AMENDMENT

Down Town Parking Corporation, a Maryland corporation havings its principal office in Cumberland, Allegany County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Subsections "(a)" and "(e)" of Section "THIRD" of the Articles of Incorporation and inserting in lieu thereof new Subsections "(a)" and "(e)" of Section "THIRD" of the Articles of Incorporation, to read as follows:

"(a) To purchase, lease or otherwise acquire real estate, on which to construct, operate and maintain and to sublease motor vehicle parking facilities of any nature and description whatsoever and to operate commercial parking lots or parking lots which may not be commercial but are used to benefit customers, patrons and shoppers of the various business districts in Cumberland, Maryland."

"(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, good will, franchises and assets of every kind of any corporation, partnership or individual, carrying on or having carried on in whole or in part any commercial parking lots in Cumberland, Maryland, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property purchased, in accordance with the laws of Maryland, by the issue of stock, bonds or other securities of the Corporation or otherwise.

SECOND: The charter of the Corporation is hereby further amended by deleting Section "SIXTH" of the Articles of Incorporation and inserting in lieu thereof a new Section "SIXTH" of the said articles to read as follows:

"SIXTH: The Corporation shall have not less than seven (7) directors or such number in excess thereof as the stockholders shall from time to time determine. All directors shall be elected by the stockholders."

THIRD: The Board of Directors of the Corporation, at a meeting duly convened and held on November 2, 1960, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on November 2, 1960

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

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of ~~two-thirds~~ all of each class of stock entitled to vote thereon.

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

IN WITNESS WHEREOF, Down Town Parking Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 2nd day of November, 1960.

DOWN TOWN PARKING CORPORATION

ATTEST:

John C. Ankeney
Secretary

By Simon Rosenbaum
Simon Rosenbaum, President

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 2nd day of November, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Simon Rosenbaum, President of Down Town Parking Corporation, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared John C. Ankeney, and made oath in due form of law that he was the secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Rita J. Kenney
Notary Public

013 494

ARTICLES OF AMENDMENT

OF

DOWN TOWN PARKING CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland December 7, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 7740

Recorded in Liber F822 **, folio** 372 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....**Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

D 114123

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

Director

FILED FOR RECORD
MAY 25 1961
at 10 o'clock A.M.
and same day Recorded in Liber
No. ..... Folio .....
one of the Charter
Records of Allegany County,
Maryland, and compared by
..... Clerk

Compared and Mailed ~~Delivered~~ CR
T. L. Hawkins Asst. Treas.
TO 1st Natl Bank Bldg.
Pittsburgh 22, Pa.
June 30 19 61

LIBER 013 PAGE 495

UNION MINERALS, INC.

ARTICLES OF AMENDMENT

(Under Sections 11-12)

UNION MINERALS, INC. a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that :

FIRST : The charter of the Corporation is hereby amended by striking out of the articles of incorporation and inserting in lieu thereof the following : UNION METALS AND MINERALS, INC.

SECOND : The board of directors of the Corporation, at a meeting duly convened and held on November 1, 1960, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on November 19, 1960.

THIRD : Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

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

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

SIXTH : (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, and the number and par value of the shares of each class are as follows : One thousand (1,000) shares, all of which shall be common stock with a par value of Twenty-five Dollars ($25.00) per share.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of the shares of each class, are as follows : Not increased - - - see Sixth (a).

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

IN WITNESS WHEREOF, UNION MINERALS, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on November 25, 1960.

UNION MINERALS, INC.

Attest : Nadine Bognar
Nadine Bognar, Secretary

By Edwin J. Bognar
Edwin J. Bognar, President

STATE OF Pennsylvania,

County of Allegany, ss :

I HEREBY CERTIFY that on November 25, 1960, before me, the subscriber, a notary public of the State of Pennsylvania in and for the County of Allegheny, personally appeared Edwin J. Bognar, President of UNION MINERALS, INC., a Maryland corporation and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Nadine Bognar and made oath in due form of law that she was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Henry W. Kinzler
Notary Public

HENRY W. KINZLER, NOTARY PUBLIC
ROSS TOWNSHIP, ALLEGHENY COUNTY
MY COMMISSION EXPIRES MARCH 27, 1961

LIBER 013 PAGE 497

ARTICLES OF AMENDMENT

OF

UNION MINERALS, INC.
changing its name to
UNION METALS AND MINERALS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 5, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 7707

Recorded in Liber F222 **, folio** 168 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....**Recording fee paid $** 10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Bandy
Director

FILED FOR RECORD
MAY 25 1961 19...
at 10:15 O'Clock A. M.
and same day Recorded in Liber
No. ... Folio ...
one of the Grantor
Records of Allegany County,
Maryland, and examined by ... Clerk

Compared and Mailed ~~Delivered~~ ER
TO Leslie J. Clark
Liberty Trust Bldg., City
June 30 1961

LIBER 013 PAGE 498

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

.....THE..QUEEN..CITY..REALTY..COMPANY.....

were received for record on .....December..30,....., 19..60.., in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

..Albert..W..Ward.....
Director

The Queen City Realty Company

ARTICLES OF DISSOLUTION.

The Queen City Realty Company, a Maryland corporation, having its principal office in Allegany County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland, that

First: The Corporation is hereby dissolved.

Second: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland, is Room 412, Liberty Trust Building, Cumberland, Maryland.

Third: The name and post office address of the resident agent of the Corporation is Leslie J. Clark, Room 412, Liberty Trust Building, Cumberland, Maryland, service or process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up. Said resident agent is an individual actually residing in this State.

Fourth: The name and post office address of each of the directors of the Corporation are as follows:

Karl L. Grebenstein, 420 Chestnut Street, Cumberland, Maryland.

Leslie J. Clark, 133 Park Avenue, LaVale, Maryland.

Virgil Abe, Bowling Green, Cumberland, Maryland.

Fifth: The name, title and post office address of each of the officers of the Corporation are as follows:

Karl L. Grebenstein, President, 420 Chestnut Street, Cumberland, Maryland.

Mary Lee Abe, Secretary, Bowling Green, Cumberland, Maryland

Leslie J. Clark, Treasurer, 133 Park Avenue, LaVale, Maryland

Sixth: A majority of the entire board of directors, at a meeting of the board of directors of the Corporation duly convened and held on April 9, 1960,

LIBER 013 PAGE 499

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

board of directors of the Corporation duly convened and held on April 9, 1960, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation held on April 23, 1960.

Seventh: Notice stating that a purpose of the meeting of the stockholders would be to take action upon the proposed dissolution of the Corporation was given, as required by law, to all stockholders entitled to vote thereon.

Eighth: The dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

Ninth: The Corporation has no known creditors.

Tenth: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collector of taxes (being a collector of taxes in the list thereof heretofore supplied to the Corporation by the State Tax Commission of Maryland) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authority by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

William B. Orndorff, Allegany County Tax Collector.

IN WITNESS WHEREOF, The Queen City Realty Company, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on this 28th day of December, 1960.

ATTEST:

THE QUEEN CITY REALTY COMPANY

BY: Karl L. Knebenstein
President

(Corporate Seal)

Mary Lee Abe
Secretary

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

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STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of December ,1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared KARL L. GREBENSTEIN, President of The Queen City Realty Company, in the name and on behalf of said Corporation, (to me personally known or satisfactorily identified) and acknowledged the aforegoing Articles of Dissolution to be the corporate act of said Corporation; and at the same time personally appeared MARY LEE ABE, (to me personally known or satisfactorily identified) and made oath in due form of law that she was secretary of the meeting of the stockholders "board of directors" of said Corporation at which the dissolution of the Corporation therein set forth was authorized and that the matters and facts set forth in said Articles of Dissolution are true to the best of her knowledge, information and belief.

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

Mina Montgomery
NOTARY PUBLIC

LESLIE J. CLARK
ATTORNEY AT LAW
UMBERLAND, MARYLAND

LIBER 013 PAGE 501

ALLEGANY COUNTY TAX OFFICE

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

WM. B. ORNDORFF - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK

December 22, 1960

TO WHOM IT MAY CONCERN:

This is to certify, that according to our records, all state and county real estate taxes covering the following property in the name of Queen City Realty Company, % K. Grabenstein have been paid through the year 1960.

District 22 - 6.2A on Williams Road

Yours truly,

William B Orndorff
William B. Orndorff,
Tax Collector

WBO;jw

LIBER 013 PAGE 502

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS, MARYLAND

COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

THE QUEEN CITY REALTY CO.

have been paid.

WITNESS my hand and official seal this twenty-eighth day of December A. D. 1960.

Herbert Taylor
Deputy Comptroller

LIBER 013 PAGE 503

ARTICLES OF DISSOLUTION

OF

THE QUEEN CITY REALTY COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland December 30, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8086

Recorded in Liber 4225, folio 501, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee ~~Bonus tax paid~~ $.....10.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Allegany County

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

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

Charles O. Boucher

FILED FOR RECORD
MAY 23 1961
at 12:15 o'Clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the Records of Allegany County,
Maryland and Compared

..... Clerk

Q 1243

Compared and Mailed ~~Delivered~~ ER
Glenn H. Burkett
TO Johns Lane, La Vale
June 30 19 61

LIBER 013 PAGE 504

BURKETT OLDSMOBILE, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Glenn H. Burkett, whose post-office address is No. 161 Bedford Street, Cumberland, Maryland; Robert Burkett, whose post-office address is 161 Bedford Street, Cumberland, Maryland; and M. Ellanor Damewood, whose post-office address is R. F. D. #1, Box 15, Frostburg, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

BURKETT OLDSMOBILE, INC.

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

(1) To make, manufacture, build, construct, purchase, lease, import, or otherwise produce or acquire, and to maintain, assemble, equip, repair, hold, own, hire, use, operate, and to mortgage, pledge, sell, distribute, exchange, export, or otherwise dispose of, and generally to deal and traffic in, or otherwise turn to account, all kinds of motor driven vehicles, automobiles, motor trucks, cars, cabs, carriage, wagons, lorries, motor-cycles, airplanes, tractors, motors, engines, and other vehicles, machinery and appliances operated or propelled by gas, gasoline, oil, steam, electricity, compressed air, or other motive power, and all chassis, bodies, parts, acces-

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sories, specialties, and equipment, and all goods, materials, wares, and merchandise, and all engines, contrivances, devices, machinery, tools, and hardware, of every kind and nature which in any wise appertain thereto, or which can or may be used in connection therewith, and generally to conduct an automobile sales and service business in all its branches, as manufacturer, distributor, dealer, broker, importer, agent, or otherwise.

To make, manufacture, build, construct, purchase, lease, import, or otherwise produce, or acquire, and to maintain, assemble, equip, repair, hold, own, hire, use, operate, and to mortgage, pledge, sell, distribute, exchange, export, or otherwise dispose of, and generally to deal and traffic in, or otherwise turn to account, all kinds of motors, engines, boilers, machinery, tools, and hardware, and machine shop, foundry, and factory supplies.

To operate display rooms and sales agencies for the display and sale of automobiles, motor cars, and motor accessories.

To build, maintain, and operate gasoline stations, supply and service stations, repair shops, buildings, storage houses, and garages for the storing, caring for, and keeping for hire therein, of automobiles, motorcycles, and motor vehicles of every kind, nature, and description.

To manufacture, buy, sell, import, export, and generally deal in tires for automobiles, motorcycles, bicycles, carriages, and vehicles of all kinds and description, whether the said tires be made of rubber, metal composition, or other material or combination of materials, and generally to manufacture, buy, sell, and deal in goods, wares, and merchandise necessary or incidental to the operation, repair, or equipment of automobiles, motorcycles, or motor vehicles of any and all kinds, manufactures, and descriptions.

(2) To buy, sell, import, export, trade, and deal in automobile accessories and supplies of every description, including ball-bearings, batteries, bolts, brake-lining, brushes, buckets, carbon scrapers, carburetors, and supplies, cement, enamels, fire extinguishers, fuel strainers, funnels, gaskets, gasoline tanks, generators, gloves, goggles, graphites, greases, hats and caps, headlights, heaters, horns, hoisting jacks, lamps, locks, mats, mirrors, mufflers, oils, oil cans, packings, paints, pastes, pedals, pedal rubbers, pliers, polish, pulleys, pumps, punches, radiators, radiator emblems, rain shields, rivets, robe rails, saws, seat covers, shock absorbers, soapstone, spark plugs, spark plug wrenches, spotlights, springs, starters, switches, tires, tire guages, tire locks, tire value parts, varnishes, veneers, vises, washers, waste, wire wrenches, and all other products, articles, and appliances used in connection with the use, adornment, repair and rebuilding of pleasure automobiles, trucks, quads, tractors, armored cars, motor boats, and other vehicles and conveyances of kindred nature.

(3) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

(4) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(6) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills

factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

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

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

(9) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

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CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in the foregoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and, generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

FOURTH: 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) (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) (2) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such

other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) (3) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the Stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) (4) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such

change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) (5) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) (6) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in this Certificate of Incorporation.

(g) (7) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued stock, whether now or hereafter authorized, by fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, voting powers, restrictions and qualifi-

cations of, the fixed annual dividends on, and the times and prices of redemption of, such stock.

(h) (8) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purpose of its own shares of capital stock when such use could cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(i) (9) To classify or reclassify the capital stock of the corporation or any class thereof in accordance with the laws of the State of Maryland.

FIFTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is No. 161-163 Bedford Street, Cumberland, Maryland. The resident agent of the Corporation is Glenn H. Burkett, whose post-office address is Johns Lane, LaVale, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Glenn H. Burkett, Robert Burkett, and M. Ellanor Damewood shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than fifteen by amendment to the by-laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand Dollars ($100,000.00) par value divided into one thousand (1,000) shares of the par value of One Hundred Dollars ($100.00) each, all of which shares shall be common stock.

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EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 1st day of December, 1960.

WITNESS:

Betty J. Farrell — Glenn H. Burkett (SEAL)
GLENN H. BURKETT

Betty J. Farrell — Robert Burkett (SEAL)
ROBERT BURKETT

Betty J Farrell — M. Ellanor Damewood (SEAL)
M. ELLANOR DAMEWOOD

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 1st day of December, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Glenn H. Burkett, Robert Burkett, and M. Ellanor Damewood, and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

NOTARY PUBLIC ALLEGANY COUNTY MARYLAND

Angela M. Sambboil
Notary Public

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ARTICLES OF INCORPORATION

OF

BURKETT OLDSMOBILE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 5, 1960 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 7717

Recorded in Liber 4222 **, folio** 218 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 20.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles M. Boyden
Director

FILED FOR RECORD
MAY 25 1961
at 12 o'Clock P. M.
and same day Recorded in Liber
No. Folio
one of the Charter
Records of Allegany (
Maryland, and compared

Compared and Mailed ~~Delivered~~ ER
Henrietta M. Kazlo
TO 103 Oakview Dr., Westernport
June 30 19 61

LIBER 013 PAGE 514

ARTICLES OF INCORPORATION OF SHAWNEE
GIRL SCOUT COUNCIL INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Ella D. Everstine, whose Post Office Address is 46 Carpenter Avenue, Ridgeley, West Virginia, Henrietta M. Kazlo, whose Post Office Address is 103 Oakview Drive, Westernport, Maryland, and Eleanor M. Miller, whose Post Office Address is 862 McMullen Highway, Cumberland, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

SHAWNEE GIRL SCOUT COUNCIL INC.

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

(a) To organize and operate an association exclusively for educational and charitable purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual; to offer all girls, seven through seventeen, residing within its jurisdiction an opportunity to participate in the Girl Scout program in accordance with the purposes of the Girl Scouts of the United States of America, which is to help girls develop as happy, resourceful individuals willing to share their abilities in their home and as citizens in their communities, their country, and their world; to develop, manage and maintain Girl Scouting throughout the area of its jurisdiction, in such manner and subject to such limitations as are prescribed in the Constitution, Bylaws, and Policies of the Girl Scouts of the United States of America, and by the terms of the charter granted to the Council by the Girl Scouts of the United States of America.

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

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

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

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

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

(g) To purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district,

colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned.

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

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

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

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies

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

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

FOURTH: The Post Office Address of the principal office of the Corporation in this State is 72 Greene Street, Cumberland, Maryland. The resident agent of the Corporation is Henrietta M. Kazlo, whose Post Office Address is 103 Oakview Drive, Westernport, Maryland, Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: Mrs. Ella D. Everstine, Mrs. Alton Fortney, Mrs. Henrietta M. Kazlo, Mrs. Earl Zepp, Mr. Arch M. Hutcheson, Mrs. Dwight Barr, Mrs. Gurney A. Beeman, Mrs. Byron Bonebreak, Mrs. Patrick Hogan, Mrs. M. Monroe MacKenzie, Mrs. Eleanor M. Miller, Mrs. Merle Shumaker, Mrs. Elizabeth Williams, Mr. Robert Wooters, Mrs. Ross Prysock, Mr. Eldon Shipman, Mrs. John Sides, Mrs. C. Gordon Taylor, Mrs. John Topper, Mrs. Henry Wilt, Mrs. Harry Ziegler, Mrs. Orval Teets, Mrs. David Van Meter. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The Corporation shall have twenty-three (23) directors and Mrs. Ella D. Everstine, Mrs. Alton Fortney, Mrs. Henrietta M. Kazlo, Mrs. Earl Zepp, Mr. Arch M. Hutcheson, Mrs. Dwight Barr,

Mrs. Gurney A. Beeman, Mrs. Byron Bonebreak, Mrs. Patrick Hogan, Mrs. M. Monroe MacKenzie, Mrs. Eleanor M. Miller, Mrs. Merle Shumaker, Mrs. Elizabeth Williams, Mr. Robert Wooters, Mrs. Ross Prysock, Mr. Eldon Shipman, Mrs. John Sides, Mrs. C. Gordon Taylor, Mrs. John Topper, Mrs. Henry Wilt, Mrs. Harry Ziegler, Mrs. Orval Teets, and Mrs. David Van Meter shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

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

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

(b) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation.

(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.

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IN WITNESS WHEREOF, we have signed these Articles of Incorporation on December 19th, 1960.

WITNESS:

Henrietta M. Kazlo as to Ella D. Everstine (SEAL)
Ella D. Everstine

Ella D. Everstine as to Henrietta M Kazlo (SEAL)
Henrietta M. Kazlo

Harry L Stynmire as to Eleanor M Miller (SEAL)
Eleanor M. Miller

WITNESS as to all:

Olive M. Hurlburt
Olive M. Hurlburt

STATE OF MARYLAND

ALLEGANY COUNTY, TO WIT:

THIS IS TO CERTIFY, That on this 19th day of December, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Ella D. Everstine, Henrietta M. Kazlo and Eleanor M. Miller and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

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

My Commission Expires: May 1, 1961.

Marion E Shaw
Notary Public

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ARTICLES OF INCORPORATION

OF

SHAWNEE GIRL SCOUT COUNCIL INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 28, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8004

Recorded in Liber F224, folio 584, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 12.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles O. Boothe, Jr.

FILED FOR RECORD
MAY 25 1961
19
at 10:35 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County,
Maryland, and compared by
Clerk

Compared and Mailed ~~Delivered~~ ER
TO Miller Bowen
P.O. Box 52, City
June 30 19 61

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SPEED WASH LAVALE, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Richard Edward Young, whose post office address is 1242 National Highway, LaVale, Allegany County, Maryland; Lowell Martin Sowers, Jr., whose post office address is 23 East Main Street, Frostburg, Allegany County, Maryland; and Miller Bowen, whose post office address is Post Office Box 52, Cumberland, Allegany County, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is "SPEED WASH LAVALE, INC."

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

(a) To engage in the operation of coin operated public self service automatic washing machines and dryers; to own, buy, sell, rent, and lease such automatic washing machines and dryers. Further, to engage in the operation of a laundry and to perform all duties necessary to conduct a successful laundry business.

(b) To process, manufacture, distribute, buy, sell, lease, install, repair for profit, or otherwise trade or deal in, at wholesale or retail, and either directly as principal and through its agents, representatives and employees, and/or indirectly itself as agent, factor or broker, all and any fixtures, products and materials that and/or are used directly or indirectly in the coin operated or non coin operated laundry equipment and any other materials or merchandise ordinarily handled by corporations or firms engaged in similar businesses with full power to conduct said operations to the same broad extent and with the same extensive powers that similar businesses usually exercise;

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(c) To enter into such contracts or agreements as may be advisable to bring before the public by advertisement or in any other manner of the advantage which may be secured by the services rendered by said Corporation;

(d) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(e) To purchase, lease or otherwise acquire, all or any part of the property, trade marks, trade names, rights, businesses, contracts, good will, franchises, patents, patents applied for, use of patents applied for, and assets of every kind, or any corporation, co-partnership or individual (including the assets of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on;

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1244 National Highway, LaVale, Allegany County, Maryland, and the principal business address of the Corporation is the same. The name and P.O. address of the Resident Agent of the Corporation in this State are Miller Bowen, Post Office Box 52, Cumberland, Allegany County, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Hundred (200) shares without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first

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annual meeting or until their successors are duly chosen and qualified are Richard Edward Young, Lowell Martin Sowers, Jr. and Miller Bowen.

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 issurance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(b) To make, alter, and repeal the by-laws of this Corporation; to open stock books, to fix and vary the amount to be reserved as working capital; to direct and determine the use of any surplus or net profit; to determine whether any, and if any, what part of any surplus or net profits should be declared in advance.

(c) To create, make and issue mortgages, bonds, deeds of trust, trust agreements and negotiable or transferable instruments and securities, secured by mortgage or otherwise, and to do every other act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, and property, rights, or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, and to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stocks, bonds, debentures, or other securities of the Corporation.

(d) To remove or suspend any office of the Corporation and to fix, and from time to time, to change, their salaries or emoluments; to appoint and at their discretion remove or suspend, any managers, officers, assistants, clerks, agents, and servants,

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permanently or temporarily, as they, from time to time think fit, and to determine their duties, and fix, and from time to time, change their salaries or emoluments, and to require security in such instances and in such amounts as they think fit.

(e) To confer by resolution, upon any officer of the Corporation, the right to choose, remove or suspend such subordinate officers, managers, assistants, clerks, agents or servants.

(f) To determine who shall be authorized to sign on behalf of the Corporation all bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.

The Corporation may by its By-laws confer upon the Directors' powers and authorities additional to the aforegoing and to those expressly conferred upon them by statute.

EIGHTH: The Charter of this Corporation may, from time to time, be amended for any purpose, upon the affirmative vote of two-thirds (2/3) of all the shares of stock outstanding and entitled to vote.

NINTH: No contract of other transactions between the Corporation and any other Corporation or business, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation or business, provided that the fact of his interest shall be disclosed or shall have been known to the Board of Directors of this Corporation.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 9th day of December, 1960.

Richard Edward Young
RICHARD EDWARD YOUNG

Lowell Martin Sowers, Jr. (SEAL)
LOWELL MARTIN SOWERS, JR.

Miller Bowen (SEAL)
MILLER BOWEN

ANDERSON, MULLEN & BOWEN

By Miller Bowen

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STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 9th day of December, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Richard Edward Young, Lowell Martin Sowers, Jr. and Miller Bowen, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Bonnie Lee Nows
NOTARY PUBLIC

My Commission Expires:

May 1st, 1961

HARRIS ORPHANS' COURT
ALLEGANY COUNTY

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4

ARTICLES OF INCORPORATION

OF

SPEED WASH LAVALE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 12, 1960 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 7795

Recorded in Liber 7223 **, folio** 52 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $ 20.00 **Recording fee paid $** 12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Director

FILED FOR RECORD
MAY 25 1961
... 19 ...
at ... O'Clock ... M.
and same day Recorded in Liber
No. ... Folio ...
one of the ... Records of Allegany County,
Maryland, and compared by
... Clerk.

D 19473

Compared and ~~Mailed~~ Delivered ER
TO E. E. Manges Atty, City
June 30 19 61

LIBER 013 PAGE 528

ARTICLES OF INCORPORATION

OF

LASHLEY MASONRY COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Jesse Lashley, whose post office address is R. F. D. #1, Frostburg, Maryland; Martha V. Lashley, whose post office address is R. F. D. #1, Frostburg, Maryland; and Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

LASHLEY MASONRY COMPANY, INC.

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

(a) To operate and carry on a general masonary business, including the contracting thereof and sub-contracting of masonary and all other related work.

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

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

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

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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

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

(f) 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 and all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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

FOURTH: The postoffice address of the principal office of the Corporation in this State is R. F. D. #1, Frostburg,

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 530

Maryland. The resident agent of the Corporation is Earl E. Manges, whose postoffice address is R. F. D. #2, Flintstone, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 500 shares of common stock at the par value of One Hundred ($100.00) Dollars 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 Fifty Thousand ($50,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Jesse Lashley, Martha V. Lashley, and Earl E. Manges shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

(a) The Board of Directors 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 etermine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 21 day of October, 1960:

Witness:

Rena M. Sperry — Jess Lashley (SEAL)
JESSE LASHLEY

Rena M. Sperry — Martha V. Lashley (SEAL)
MARTHA V. LASHLEY

Rena M. Sperry — Earl E. Manges (SEAL)
EARL E. MANGES

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

THIS IS TO CERTIFY, that on this 21 day of October, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid, personally appeared Jesse Lashley, Martha V. Lashley, and Earl E. Manges, and severally acknowledged the foregoing Articles of Incorporation to be his and her respective act and deed.

Witness my hand and Notarial Seal:

Rena M. Sperry
NOTARY PUBLIC

My commission expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 013 PAGE 532

ARTICLES OF INCORPORATION

OF

LASHLEY MASONRY COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 27, 1960 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8010

Recorded in Liber 4224, folio 619, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

FILED FOR RECORD
MAY 25 1961 19
at 10 15 O'Clock A. M.
and same day Recorded in Liber
No. folio
one of the Records of Allegany County
Maryland and compared by

Compared and Mailed ~~Delivered~~ ER
Leo F. Costello
TO 49 Allen St, Oakland
June 30 1961

LIBER 013 PAGE 533

PIFALO AND COSTELLO, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, WILLIAM J. PIFALO, whose post office address is Frostburg, Maryland, MARY JANE PIFALO, whose post office address is Frostburg, Maryland, LEO F. COSTELLO, whose post office address is Oakland, Maryland, and JANE M. COSTELLO, whose post office address is Oakland, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Pifalo and Costello, Inc.

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

(1) To enter into contracts for furnishing labor, material, and/or tools to perform all types of masonry and stone work; the buying and selling of such articles of commerce as may be connected with masonry and stone work and kindred work; also, the contracting for all types of building construction, building specialty items, home and building improvements, and the buying, selling, and renting of related articles of commerce; and to own such real estate and other property, and to establish and operate all necessary plants, as may be necessary to carry out the objects of this corporation.

(2) To do all things that may be necessary, expedient, suitable, proper or incidental in or to the conduct of the business or businesses aforesaid and to exercise any and all rights or things which a natural person or partnership could do and exercise and which now or hereafter may be authorized by law.

FOURTH: The post office address of the principal office of the Corporation in this State is Post Office Box 112 Cumberland, Maryland. The name and post office address of the resident agent of the Corporation in this State are Leo F. Costello, Oakland, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten Dollars ($10.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars ($100,000.00)

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are William J. Pifalo, Mary Jane Pifalo, Leo F. Costello, and Jane M. Costello.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on January 27th, 1961.

William J. Pifalo
WILLIAM J. PIFALO

Mary Jane Pifalo
MARY JANE PIFALO

Leo F. Costello
LEO F. COSTELLO

Jane M. Costello
JANE M. COSTELLO

STATE OF MARYLAND,

County of Alleg., ss:

I HEREBY CERTIFY that on January 27th, 1961, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Alleg., personally appeared William J. Pifalo and Mary Jane Pifalo and severally

acknowledged the foregoing Articles of Incorporation to be their act.

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

Evelyn R. Robertson
NOTARY PUBLIC

STATE OF MARYLAND,

County of Garrett, ss:

I HEREBY CERTIFY that on January 27, 1961, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Garrett, personally appeared Leo F. Costello and Jane M. Costello and severally acknowledged the foregoing Articles of Incorporation to be their act.

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

James C. Lemmert
NOTARY PUBLIC

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C4

ARTICLES OF INCORPORATION

OF

PIFALO AND COSTELLO, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 30, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8498

Recorded in Liber 7229, folio 589, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....10.00.....

To the clerk of the Circuit Court of Allegany County

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

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

Charles O. Boyd

FILED FOR RECORD
MAY 26 1961
at 12 O'Clock M.
and same day Recorded in
No. Folio
one of the Charter
Records of Allegany
Maryland, and compared

C 12-4152

Compared and Mailed ~~Delivered~~ ER
TO Lewis J. Ort Franklin St, City
June 30 19 61

LIBER 013 PAGE 537

MARYLAND MILLS, INC.

ARTICLES OF AMENDMENT

Maryland Mills, Inc., a Maryland corporation having its principal office in Allegany County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

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

> The total number of shares of stock which the Corporation has authority to issue is Four Thousand (4,000) shares, all without par value, divided into Two Thousand shares of Class A Voting Common Stock, without par value, and Two Thousand shares of Class B Non-voting Common Stock without par value.
>
> The following is a description of each class of stock of the Corporation with the preference, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class:
>
> The two classes are both common stock, alike in all respects, except that the Class B Non-voting Common Stock shall have no voting powers.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on December 1, 1960, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the Stockholders of the Corporation to be held on December 22, 1960.

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

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the Stockholders of the Corporation at said meeting by the unanimous affirmative vote of all of the owners of the issued and outstanding capital stock of the Corporation.

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

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

1,000 shares of capital stock without par value

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

4,000 shares, all without par value, divided into 2,000 shares of Class A Voting Common Stock and 2,000 shares of Class B Non-voting Common stock.

(c) A description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, of each class of the authorized capital stock as increased, are set forth in Paragraph First hereof.

IN WITNESS WHEREOF, Maryland Mills, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 22nd day of December, 1960.

MARYLAND MILLS, INC.

ATTEST:

By Lewis J. Ort
Lewis J. Ort, President

Pearl F. Ort
Pearl F. Ort, Secretary

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STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 18th day of December, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Lewis J. Ort, President of Maryland Mills, Inc., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Pearl F. Ort and made oath in due form of law that she was Secretary of the meeting of the Stockholders of said Corporation at which the amendment of the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

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

Kathleen E. Mullaney
Notary Public

My Commission Expires:
May 1, 1961

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ARTICLES OF AMENDMENT

OF

MARYLAND MILLS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 3, 1961 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 8149

Recorded in Liber 1226 **, folio** 219**, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....20.00.....**Recording fee paid $**.....10.00.....

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles O Boutz

FILED FOR RECORD
MAY 26 1961
at 10:35 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the Charter Records of Allegany County,
Maryland, and compared by
..... Clerk

C 12 4 1 5 2

Compared and Mailed ~~Delivered~~ EK
Bertram Friedland
TO Ashbrook Ave., City
June 30 19 61

LIBER 013 PAGE 542

B. U. H. DRUG, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Bertram Friedland, whose post office address is Ashbrook Avenue, Cumberland, Maryland, Bernice U. Friedland, whose post office address is Ashbrook Avenue, Cumberland, Maryland, and Milton Gerson, whose post office address is 828 Camden Avenue, Cumberland, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

B. U. H. DRUG, INCORPORATED

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

(a) To carry on a mercantile business in Allegany County, Maryland, or elsewhere and buy and sell merchandise and conduct mercantile operations, and the manner of operation and doing of such business shall be, the buying of merchandise consisting of drugs, drug sundries, and other articles usually sold in and during the course of business of a drug store, and the selling of the same at retail, for cash or in installments.

(b) To carry on a mercantile business and buy and sell radios, phonographs, televisions, accessories and equipment for same, phonograph cabinets, television cabinets, and any and all combinations of radios, televisions and phonographs, and parts,

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accessories, etc.

(c) To carry on the business as jewelers, silversmiths, dealers in china, curiosities, precious stones, plated articles, watches, clocks, and optical and scientific instruments and appliances of every description.

(d) To carry on a general mercantile or merchandise business and to purchase, sell and deal in such goods, supplies and merchandise as are or may be sold in a general store.

(e) To acquire by purchase, lease or otherwise, the property, rights, business, good-will, franchises and assets of every kind of any Corporation, Association, Firm or individual carrying on in whole or in part the aforesaid business or any other business in whole or in part that the Corporation may be authorized to carry on; and to undertake, guarantee, assume and pay for the indebtedness and liabilities thereof and to pay for any property, rights, business, good-will, franchises and assets so acquired in the stock, bonds or other securities of the Corporation, or otherwise as in the manner permitted by law.

(f) To carry on any other business which may seem to the Corporation to be calculated directly or indirectly, to effectuate the aforesaid objects or either of them to facilitate in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property or rights.

(g) From time to time to do any one of the acts and things hereinbefore set forth, provided that, in a transaction of its business, the Corporation shall be subject to the laws and

statutes of each State and Foreign Country in which the same may be transacted or its property may be located.

(h) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or 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 secure the payment thereof and the interest thereon by mortgage 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, debentures, notes or other obligations of the Corporation for its Corporate purposes.

(i) To purchase, hire, lease or otherwise acquire, hold, own, construct, erect, improve, manage, operate or in any manner dispose of, and to subscribe toward the acquisition of factories, works, buildings, machinery, equipment and facilities, or any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is 917 Gay Street, Cumberland, Maryland. The resident agent of the Corporation is Bertram Friedland, whose post-office address is Ashbrook Avenue, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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FIFTH: The Corporation shall have three directors and the said Bertram Friedland, Bernice U. Friedland, and Milton Gerson shall act as such until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars par value, divided into one thousand (1,000) shares of the par value of One Hundred ($100.00) Dollars each.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 20 day of January, 1961.

WITNESS:

Mary Jo Huber — Bertram Friedland
Bertram Friedland

Mary Jo Huber — Bernice U. Friedland
Bernice U. Friedland

Mary Jo Huber — Milton Gerson
Milton Gerson

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STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on the 20 day of January, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Bertram Friedland, Bernice U. Friedland, and Milton Gerson, and each acknowledged the aforegoing Articles of Incorporation to be their act.

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

Mary Jo Huber
Notary Public.

NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

LIBER 013 PAGE 547

ARTICLES OF INCORPORATION

OF

B. U. H. DRUG, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland January 23, 1961 **at** 9:00 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 8403

Recorded in Liber F.229. **, folio** 55 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $20.00**Recording fee paid $**10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles O. Bankert

FILED FOR RECORD

MAY 26 1961 19

at 2:35 O'Clock P. M.

and Same day Recorded in L. 013

No. Folio

one of the Charter

Records of Allegany County,

Md., and compared by

C1141572

Compared and Mailed ~~Delivered~~ ER
TO Robert G. Hill #50 N. Centre St. City
June 30 19 61

LIBER 013 PAGE 548

HILL TOY AND NOVELTY COMPANY, INC.

Articles of Incorporation

FIRST: WE, THE UNDERSIGNED, H. Harvey Hill, whose post office address is 518 Rose Hill Avenue, Cumberland, Maryland, John W. Hill, whose post office address is 518 Rose Hill Avenue, Cumberland, Maryland, and Robert G. Hill, whose post office address is 450 North Centre Street, Cumberland, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is HILL TOY AND NOVELTY COMPANY, INC.

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

(1) To buy, sell, trade, barter, distribute and exchange, both at wholesale and retail, and to construct, install, assemble and repair toys, novelties, stationery, paper products, animals, tobaccoes, candies and other food items, houseware, sporting goods, gardening equipment, household eqipment, tools, and supplies, apparatus, devices and articles of every kind and nature whatsoever pertaining to or in anywise connected with the toy and novelty and the general merchandising business, both interstate and intrastate, and to have and enjoy any and all privileges of a toy and novelty and general merchandising corporation organized under the laws of the State of Maryland.

(2) To acquire by purchase, gift, lease or otherwise, and to hold, improve, sell, use, dispose, of, encumber or convey such

real property and personal property, including but not limited to any rights, privileges, easements, rights-of-way, consents, franchises, licenses, trade-marks, copyrights, and permits, therein, as may be necessary or convenient to the operation of the Corporation, and the effectuation of its purposes.

(3) To enter into, make, perform and carry out contracts and agreements of any and every kind for any lawful purpose with any person, firm, association or corporation.

(4) To issue bonds, debentures, obligations and other evidences of debt of the Corporation from time to time for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

(5) To purchase, hold, issue and re-issue the shares of its capital stock and to subscribe to, purchase or otherwise acquire stocks, bonds, or other indentures or securities of other corporations

(6) In general, to carry on any other incidental business in connection with the aforegoing, whether manufacturing, selling, distributing or otherwise, and to do any and all acts and things as may be necessary or convenient to carry out and effectuate the objects and purposes of the Corporation as herein set forth, and to have and to exercise all of the powers usually conferred by the laws of the State of Maryland upon corporations of this character.

(7) The business which the Corporation is to transact from time to time is to do any one or more of the acts and things hereinabove set forth, and in the same manner and to the same extent as individuals may do, and to carry on and conduct any other business which may seem to be calculated, directly or indirectly, to facilitate or effectuate the aforesaid objects and purposes, or any of them, provided that in the transaction of its business the

Corporation shall be subject at all times to the laws and statutes of the State of Maryland, and of the United States, and to the laws and statutes of each state in which said business may be transacted, or in which its property may be located.

(8) In addition to the aforegoing powers, the Corporation shall have all of the general powers as specified and set forth in Section 9 of Article 23 of the Annotated Code of Maryland (1951 edition) and any amendments thereto.

FOURTH: That the principal office of the Corporation in this state is located at 43-45 North Centre Street, Cumberland, Allegany County, Maryland; its post office address is 43-45 North Centre Street, Cumberland, Maryland; and the name and post office address of the resident agent of the Corporation in this state is Robert G. Hill, 450 North Centre Street, Cumberland, Maryland, said resident agent being a citizen of this state and actually residing herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Three Hundred Sixty (360) shares of the par value of One Hundred ($100.00) Dollars a share, all of one class, and having an aggregate par value of Thirty Six Thousand ($36,000.00) Dollars.

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

H. Harvey Hill

John W. Hill

Robert G. Hill

SEVENTH: The following provisions are hereby adopted for

the purpose of defining, limiting and regulating the powers of the Corporation, and of the directors and stockholders:

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

(2) The Board of Directors of the corporation is hereby empowered to authorize the issuance of Three Hundred Sixty (360) shares, fully-paid and non-assessable, of the par value of One Hundred ($100.00) Dollars a share for the following consideration, the value of which consideration is hereby stated to be not less than Thirty Six Thousand ($36,000.00) Dollars, namely:

H. Harvey Hill, one of said incorporators, shall be subscribed to One Hundred Eighty-two (182) shares of said stock;

John W. Hill, one of said incorporators, shall be subscribed to Eight-nine (89) shares of said stock; and

Robert G. Hill, one of said incorporators, shall be subscribed to Eighty-nine (89) shares of said stock. Said shares of stock shall be issued upon transfer to the Corporation of the following assets now owned by an unincorporated association or partnership for which said H. Harvey Hill has been providing capital and real and personal property, and for which said John W. Hill and Robert G. Hill have each been providing valuable managerial and supervisory services:

Land and building	$ 21,000.00
Fixtures and equipment	3,000.00
Stock in trade and inventory	12,000.00
Total assets:	$ 36,000.00

(3) There shall be the following restrictions upon the sale and transfer of any of said shares of stock of the Corporation:

None of said shares of stock of the Corporation shall be sold or transferred or offered for sale or transfer until after the same have been offered for sale and transfer to the Corporation and same have been refused, and also offered to the individual stockholders and the same havebeen refused; and if they all refuse to purchase said shares at the price offered, said shares of stock may then be offered as for sale and sold to any other person at a price equal to or greater than the price at which they were offered to the Corporation and to the other individual stockholders of the Corporation, but shall not be sold at a price less than the price offered as aforesaid.

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

(5) The Corporation reserves the right to make, from time to time, any amendments of its Charter according to law.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 31 day of January, 1961.

WITNESS:

Mrs Vanetta Grimes

H Harvey Hill

H. Harvey Hill

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Clarence M. Lee

John W. Hill

Mrs. Wanetta Brun

Robert G. Hill

STATE OF MARYLAND

TO WIT:

ALLEGANY COUNTY

I HEREBY CERTIFY, That on this 31st day of January, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared H. Harvey Hill, John W. Hill and Robert G. Hill, all satisfactorily identified to me, and each acknowledged the foregoing Articles of Incorporation to be his respective act and deed.

WITNESS my hand and Notarial Seal on the date last written.

Ruth F. Kelly

Notary Public

My Commission expires: 5-1-1961.

LIBER 013 PAGE 554

ARTICLES OF INCORPORATION

OF

HILL TOY AND NOVELTY COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 15, 1961 at 1:00 o'clock P.M. as in conformity with law and ordered recorded.

A 8742

Recorded in Liber F232, folio 421, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 12.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles R. Bagley

FILED FOR RECORD
JUN 1 12 1961
12 O'Clock P. M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County
Md. and Compared by
Clerk

C 12473

Compared and ~~Mailed~~ Delivered ER
TO F. E. Manges, Atty, City
June 30 19 61

LIBER 013 PAGE 555

ARTICLES OF INCORPORATION

OF

M & D CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Charles M. Minke, whose post office address is R. F. D. #2, Box 166B, Cumberland, Maryland; Robert B. Davis, Jr., whose post office address is R. F. D. #2, Box 147A, Cumberland, Maryland; and Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

M & D CORPORATION

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

(a) To operate and carry on the business of installing and servicing coin vending machines on a commission, rental, or cash basis.

(b) To hold, own, lease, manage, operate, handling, supervise, recreation facilities, including lunch rooms, soda fountains, soft drink establishments, and all incidentals connected therewith or in anywise related thereto; the holding, owning, or operating under such municipal, state, or governmental licenses as may be necessary for the proper conduct of any of the businesses in which the Corporation may engage, the managing and supervising of any and all forms of legitimate indoor or outdoor amusements, sports, entertainments, or similar enterprises.

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

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CUMBERLAND, MARYLAND

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equipment of every kind.

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

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

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

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

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

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CUMBERLAND, MARYLAND

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FOURTH: The postoffice address of the principal office of the Corporation in this State is R. F. D. #2, Box 166B, Cumberland, Maryland. The resident agent of the Corporation is Earl E. Manges, whose postoffice address is R. F. D. #2, Flintstone, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock at the par value of Ten ($10.00) Dollars 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 ($100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and Charles M. Minke, Robert B. Davis, Jr., and Earl E. Manges shall act as such directors until the first annual meeting, or until their successors are duly chosen and qualify.

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

(a) The Board of Directors 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 suplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(b) The Corporation reserves the right to make from time to time

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EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 25th day of February, 1961:

Witness:

Rena M. Sperry — Charles M. Minke (SEAL)
CHARLES M. MINKE

Rena M. Sperry — Robert B Davis Jr. (SEAL)
ROBERT B. DAVIS, JR.

Rena M. Sperry — Earl E. Manges (SEAL)
EARL E. MANGES

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

THIS IS TO CERTIFY, That on this 25th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid, personally appeared Charles M. Minke, Robert B. Davis, Jr., and Earl E. Manges, and severally acknowledged the foregoing Articles of Incorporation to be his respective act and deed.

WITNESS, my hand and Notarial Seal:

Rena Mae Sperry
NOTARY PUBLIC

My commission expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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ARTICLES OF INCORPORATION

OF

M & D CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland February 28, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 8915

Recorded in Liber J034, folio 144, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Stanley A. Bandyke

FILED FOR RECORD
JUN 1 1961
at 9:15 O'Clock A. M.
and same day Recorded in Liber
No. , Folio
one of the Charter Records of Allegany County,
Maryland
Compared
Clerk

C 1244 Z 38

Compared and ~~Mailed~~ Delivered EIC
TO E. E. Manges, City
June 30 19 61

LIBER 013 PAGE 560

ARTICLES OF INCORPORATION

OF

MOBILE HOME VILLAGE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Hubert B. Bloom, whose post office address is 9 Asbury Avenue, LaVale, Maryland; Anna E. Bloom, whose post office address is 9 Asbury Avenue, LaVale, Maryland; and Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

MOBILE HOME VILLAGE, INC.

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

A. To operate and carry on the business of buying and selling mobile homes of every kind and description.

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

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

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

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EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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wares, and merchandise of every description.

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

F. To carry out all or any part of the aforesaid pruposes, 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 and all states, territories, districts, colonies, and dependencies of the United States of America and in foreign countries.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1076 National Highway, LaVale, Maryland. The resident agent of the Corporation is Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

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

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EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Hubert B. Bloom. Anna E. Bloom, and Earl E. Manges shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 13th day of February, 1961:

WITNESS:

Rena M. Sperry — Hubert B. Bloom (SEAL)
HUBERT B. BLOOM

Rena M. Sperry — Anna E. Bloom (SEAL)
ANNA E. BLOOM

Rena M. Sperry — Earl E. Manges (SEAL)
EARL E. MANGES

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

THIS IS TO CERTIFY, That on this 13th day of February, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid, personally appeared Hubert B. Bloom, Anna E. Bloom, and Earl E. Manges, and severally acknowledged the aforegoing Articles of Incorporation to be his and her respective act and deed.

WITNESS my hand and Notarial Seal:

Rena Mae Sperry
NOTARY PUBLIC

My commission expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

Liber 013 Page 564

ARTICLES OF INCORPORATION

OF

MOBILE HOME VILLAGE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 27, 1961 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 8896

Recorded in Liber F234, **folio** 44, **one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....20.00.....**Recording fee paid $**.....10.00.....

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles H. Boyd

FILED FOR RECORD
JUN 1 1961
at 2:15 O'Clock P. M.
and same day Recorded in Liber
No. [illegible] Folio [illegible]
one of the [illegible]
Land Records of Allegany County,
Maryland, and compared by

012438

Compared and Mailed ~~Delivered~~ ER
TO Arthur C. Morgan
La Vale, Md.
July 26 19 61

LIBER 013 PAGE 565

(FILED AND RECORDED JULY 7, 1961 AT 10:20 AM)

MOTEL MARKETING ASSOCIATES, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Arthur C. Morgan, whose post-office address is LaVale, Maryland; S. Russ Minter, whose post-office address is Mt. Savage, Maryland; and J. Henry Holzshu, whose post-office address is 814 Camden Avenue, Cumberland, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

MOTEL MARKETING ASSOCIATES, INC.

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

(1) To buy, sell, distribute and market consumer products to and through motels, hotels, restaurants and other outlets.

(2) To enter into franchise agreements, contracts and other arrangements with motels, hotels and restaurants

and other places of business for the distribution and sale of all products handled by the Corporation and in general to manufacture, purchase or otherwise acquire, sell, assign and transfer, exchange or otherwise dispose of, and to invest, trade, deal in or deal with goods, wares and merchandise and personal property of every class and description.

(3) To erect, maintain, construct, purchase, rent, hire, lease or let or otherwise acquire or dispose of buildings, structures for said purpose; to acquire, sell, mortgage, lease or otherwise acquire or dispose of all real or personal property necessary or convenient to the operation and continuance of such business; to acquire the good will, rights, property, franchises, licenses, privileges of any person, firm, association, or corporation engaged in any similar business or business incident thereto and pay for the same in cash, bonds, debentures or obligations secured by the pledged assets of this Company or otherwise, and to hold or in any manner dispose of any part of the property, or property so acquired.

(4) To apply for, acquire, buy, sell, assign, lease, pledge, mortgage, or otherwise dispose of letters patent of the United States, or of any foreign country, and all or any rights, territorial or otherwise, thereunder. To apply for, acquire, hold, sell, assign, lease, mortgage or otherwise dispose of patent rights, licenses, privileges, inventions, trade marks, trade names, and pending application therefore, relating to or useful in connection with any business of the Corporation. To use, manufacture or grant licenses under any letters patent owned or controlled by the Corporation, and to

expend money in experimenting upon and testing the validity or value of any patent rights the Corporation may acquire or propose to acquire.

(5) To acquire by purchase, lease, or otherwise, the property rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on, in whole or in part, the aforesaid businesses, or any of them, or any other business, in whole or in part, 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 property, rights, business, good will, franchises or assets so acquired in the stock, bonds or other securities of the Corporation or otherwise, as provided by law.

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

(7) 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 moneys so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage 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, debentures, notes or other obligations of the Corporation for its corporate purposes.

(8) To carry on any other business which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them or to facilitate in the transaction of its business or any part thereof, or in the transaction of any business that may be calculated, directly or indirectly, to enchance the value of its property or rights, provided that in the transaction of its business, the Corporation shall at all times be subject to the laws and statutes of each state and to the laws and statutes of the United States and foreign countries in which the same may be transacted or its property may be located.

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

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

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State

will be located is 1003 Oldtown Road, Cumberland, Allegany County, Maryland. The resident agent of the Corporation is Arthur C. Morgan, whose post-office address is LaVale, Allegany County, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The Corporation shall have not less than three (3) directors and Arthur C. Morgan, S. Russ Minter and J. Henry Holzshu shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (100,000) shares with a par value of One Dollar ($1.00) per share.

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

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

(2) If so determined by the Board of Directors, the Corporation may from time to time issue shares without par value of its stock of any class for a consideration of which, or of the value of which, a part only shall be contributed as

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capital, and the amount of such stock issued shall include only that part of the amount or value of such consideration so contributed as capital, and the balance of the consideration, or of the value of the consideration, shall constitute surplus and shall be available for the payment of dividends and for other corporate purposes.

(3) No holder of stock of any class shall be entitled as a matter of right to subscribe for, or purchase, any part of any new or additional issue of stock of any class, or of securities convertible into stock of any class, whether now or hereafter authorized, or whether issued for money, for a consideration other than money or by way of dividend.

(4) The Board of Directors shall have power to determine from time to time whether, and to what extent, and at what times and places, and under what conditions and regulations, the books, accounts and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the By-Laws; and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized so to do by resolution of the Board of Directors.

(5) Any Director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director, or in which any director may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud,

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

(6) Any contract, transaction or act of the Corporation, or of the directors, which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by law be valid and as binding as though ratified by every stockholder of the Corporation.

(7) Unless the By-laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the By-laws or by authority of the Board of Directors.

(8) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the

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holders of a majority, or other designated proportion of the shares, or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the By-laws, but in cases in which the law authorizes such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized, except as otherwise provided in the charter or in the By-laws.

(9) The Corporation reserves the right, from time to time, to make any amendments of its charter which may, now or hereafter, be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of fifty-one per cent (51%) of the shares of such stock at the time outstanding, by a vote at a meeting.

(10) Upon the consent of the holders of a majority of the total number of shares of stock outstanding, and at the time entitled to vote for and elect the Board of Directors, expressed in writing, with or without a meeting, or by vote at a meeting called for that purpose, all the property and assets of the Corporation, including its good will and franchises, may be sold or transferred as an entirety to a new company to be incorporated under the laws of the United States,

the State of Maryland, or any other state of the United States, for the purpose of so taking over all the property and assets of the Corporation, with the same or a different authorized number of shares of stock, and with the same preferences, voting powers, restrictions, and qualifications thereof as may then attach to the classes of stock of the Corporation then outstanding, provided that the whole or any part of such stock or of any class thereof may be stock with or without nominal or par value; the consideration for such sale or transfer to be the assumption by such new company of all of the then outstanding liabilities of the Corporation and the issuance and delivery by the new company of shares of stock (any or all thereof either with or without nominal or par value) of such new company of the several classes into which the stock of the Corporation is then divided, equal in number to the number of shares of stock of the Corporation of the several classes then outstanding. In the event of such sale or transfer each holder of stock of the Corporation agrees forthwith to surrender, and agrees that any and every other holder of stock of the Corporation may surrender, for cancellation, his certificate or certificates for stock of the Corporation and receive and accept in exchange therefor, as his full and final distributive share of the proceeds of such sale or transfer, and of the property and assets of the Corporation, with or without a dissolution of the Corporation, a number of shares of the stock of the new company of the class corresponding to the class of the shares surrendered equal in number to the number of shares of the stock of the Corporation so surrendered; and in the event of such sale or transfer, no holder of any of the stock of the Corporation shall have any rights or interests in, or

against the property and assets so sold or transferred, except the right, upon surrender of his certificate or certificates as aforesaid, to receive from the Corporation a certificate or certificates for such shares of such new company as herein provided. Such new company may, but need not, have all or any of the powers of the Corporation, and the charter and By-laws of such new company may, but need not, contain all or any of the provisions contained in the charter and By-laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Certificate ARTICLES of Incorporation on March 13 , 1961.

Witness:

Arthur C. Morgan

S. Russ Minter

J. Henry Holzshu

STATE OF MARYLAND,
ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY that on this 13th day of March, 1961, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Arthur C. Morgan, S. Russ Minter and J. Henry Holzshu and acknowledged the aforegoing Certificate of Incorporation to be their act. ARTICLES

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

Notary Public

ALLEGANY COUNTY, MD. NOTARY PUBLIC

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ARTICLES OF INCORPORATION

OF

MOTEL MARKETING ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 17, 1961 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 9185

Recorded in Liber F236, folio 622, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....20.00.....

To the clerk of the Circuit Court of Allegany County

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

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

Bernard S. Bergstein

FILED FOR RECORD
JUL 7 - 1961
at 10:20 o'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by
.....

11-13 525

Compared and Mailed ~~Delivered~~ ER
TO Fuller Davis
15 Welsh Ave, Frostburg
July 26 19 61

LIBER 013 PAGE 576

(FILED AND RECORDED JULY 7, 1961 AT 10:20 AM)

FROSTBURG LODGE, NUMBER 348,
LOYAL ORDER OF MOOSE, INC.

ARTICLES OF REVIVAL

FROSTBURG LODGE, NUMBER 348, LOYAL ORDER OF MOOSE, INC., a Maryland corporation having its principal office in Frostburg, Allegany County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Charter of the Corporation was forfeited on October 30, 1959, for the non-payment of taxes or for failure to file an annual report with the State Department of Assessments and Taxation of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was FROSTBURG LODGE, NUMBER 348, LOYAL ORDER OF MOOSE, INC.

THIRD: The name by which the Corporation will hereafter be known is FROSTBURG LODGE, NUMBER 348, LOYAL ORDER OF MOOSE, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 7 West Main Street, Frostburg, Allegany County, Maryland, and said principal office is located in the same County in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Fuller Davis, 15 Welsh Street, Frostburg, Allegany County, Maryland. Said resident agent is an individual actually residing in this State.

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

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on March 14th, 1961.

Ronald Gray
RONALD GRAY,
Last Acting President

Fuller Davis
FULLER DAVIS,
Last Acting Secretary.

LIBER 013 PAGE 578

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on March 14th, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared RONALD GRAY, the last acting President and FULLER DAVIS, the last acting Secretary of FROSTBURG LODGE, NUMBER 348, LOYAL ORDER OF MOOSE, INC., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

W. Elaine Demewood
NOTARY PUBLIC

LIBER 013 PAGE 579

ARTICLES OF REVIVAL

OF

FROSTBURG LODGE, NUMBER 348, LOYAL ORDER OF MOOSE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 16, 1961 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 9159

Recorded in Liber F836 **, folio** 186 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee
~~Transfer tax paid~~ $.....5.00....**Recording fee paid** $....10.00.....

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles P. Boundy

FILED FOR RECO
JUL 7 - 1961
at 10 19
and same day Recorded in
No. ..... Foli
one of the .....
Land Records of Alle
Maryland, and com

Compared and Mailed ~~Delivered~~ ER
TO Harry Stern
815 Windsor Rd, City
July 26 19 61

LIBER 013 PAGE 580

(FILED AND RECORDED JULY 7, 1961 AT 10:20 AM)

ALLEGANY INSTRUMENT COMPANY, INCORPORATED,

ARTICLES OF DISSOLUTION

ALLEGANY INSTRUMENT COMPANY, INC., a CORPORATED Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is No. 1091 Wills Mountain, Cumberland, Allegany County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are Harry Stern, 815 Windsor Road, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

LIBER 013 PAGE 581

Name	Post Office Address
Harry Stern	815 Windsor Road Cumberland, Maryland
Charles M. Minke	R. F. D. 2 Cumberland, Maryland
G. William Harrison	563 Rose Hill Avenue Cumberland, Maryland
Harold B. Wintermoyer	Paw Paw, West Virginia

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

Name	Title	Post Office Address
Harry Stern	President	815 Windsor Road Cumberland, Maryland
Charles M. Minke	Vice-President	R. F. D. 2 Cumberland, Maryland
G. William Harrison	Vice-President	563 Rose Hill Avenue Cumberland, Maryland
Harold B. Wintermoyer	Secretary-Treasurer	Paw Paw, West Virginia
John Zornig	Assistant Vice-President	M23 Edward Avenue Cumberland, Maryland

SIXTH: By written consent signed by all of the members of the board of directors of the Corporation, which written consent is filed with the minutes of proceedings of the board, the directors approved a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted to the stockholders for action thereon.

LIBER 013 PAGE 582

SEVENTH: A consent in writing to the dissolution of the Corporation, signed by the sole stockholder of the Corporation, has been filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of directors and authorized by the sole stockholder of the Corporation in the manner required by The General Corporation Law of Maryland.

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation of Maryland) stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by the statute of limitations or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

IN WITNESS WHEREOF, Allegany Instrument Company, Incorporated has caused these presents to be signed in its name and on its behalf by its Vice-President and its corporate seal to be hereunto affixed and attested by its Secretary on December 28, 1960.

ALLEGANY INSTRUMENT COMPANY, INCORPORATED

By D William Harrison
Vice-President

ALLEGANY INSTRUMENT COMPANY, INCORPORATED
INCORPORATED
1952
MARYLAND CORP.

Attest:

H B Winterson Jr
Secretary

STATE OF MARYLAND)
) ss;
COUNTY OF ALLEGANY)

I HEREBY CERTIFY that on December 28th, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Allegany, personally appeared C. William Harrison, Vice-President of the Allegany Instrument Company, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared Harold B. Wintermoyer and made oath in due form of law that he is the Secretary of the Corporation, and that the matters and facts set forth in said Articles of Dissolution are true to the best of his knowledge, information and belief.

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

Mary O. Kelly
Notary Public

LIBER 013 PAGE 584

STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

STATE TREASURY BUILDING

ANNAPOLIS. MARYLAND

LOUIS L. GOLDSTEIN
COMPTROLLER

BERNARD F. NOSSEL
CHIEF DEPUTY

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

ALLEGANY INSTRUMENT COMPANY, INCORPORATED

have been paid.

WITNESS my hand and official seal this sixth day of February A. D. 1961.

Deputy Comptroller

LIBER 013 PAGE 585

ARTICLES OF DISSOLUTION

OF

ALLEGANY INSTRUMENT COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland March 23, 1961 **at** 1:25 **o'clock** P. **M. as in conformity with law and ordered recorded.**

A 9253 ~~17958~~

Recorded in Liber 4237 **, folio** 492 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Special Fee
~~Bonus tax paid~~ $.....10.00.....**Recording fee paid** $.....14.00.....

To the clerk of the Circuit **Court of** Allegany County

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

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

Theodore R. Sachs

FILED FOR RECORD
JUL 7 1961
at 10:30 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by
..... Clerk

Compared and Mailed ~~Delivered~~ ER
Miriam Sanner
TO 30 Renroy Dr., La Vale
July 26 19 61

LIBER 013 PAGE 586

(FILED AND RECORDED JULY 7, 1961 AT 10:20 AM)

LA VALE
~~LAVALE~~ CENTURY CLUB, INC.

ARTICLES OF REVIVAL

(Under Section 85)

LA VALE
~~LAVALE~~ CENTURY CLUB, INC., a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called the Corporation, hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, that:

FIRST: The charter of the Corporation was forfeited on October 30, 1959, for the non-payment of taxes or for failure to file an annual report with STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was LA VALE ~~LAVALE~~ CENTURY CLUB, INC.

THIRD: The name by which the Corporation will hereafter be known is LA VALE ~~LAVALE~~ CENTURY CLUB, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 768 National Highway, LaVale, Allegany County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland is Miriam Sanner, 30 Renroy Drive, LaVale, Maryland. Said resident agent is a resident of Allegany County, State of Maryland.

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

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

LIBER 013 PAGE 587

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on the 16th day of March, 1961.

WITNESS:

Cameron L. Otto — Jane S. Stair
Jane Stair
Last Actin President

Cameron L. Otto — Lucille Kuykendall
Lucille Kuydendall
Last Acting Secretary

STATE OF MARYLAND,

County of Allegany, to-wit:

I HEREBY CERTIFY, that on this 16th day of March, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Jane Stair, the last acting President and Lucile Kuykendall, the last acting Secretary of ~~LAVALE~~ LA VALE CENTURY CLUB, INC., a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

Cameron L. Otto
NOTARY PUBLIC

LIBER 013 PAGE 588

ARTICLES OF REVIVAL

OF

LA VALE CENTURY CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 20, 1961 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 9220

Recorded in Liber F237, folio 93, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus tax paid~~ $ 5.00 Recording fee paid $ 10.00

To the clerk of the Circuit Court of Allegany County

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

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

Charles A. Bowles

FILED FOR RECORD
JUL 7 - 1961 19
at 10:20 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Compared by
Clerk

Compared and Mailed ~~Delivered~~ ER
Raymond H. Lapp, Jr.
TO 18 Glenview Terrace, LaVale
July 26 19 61

LIBER 013 PAGE 589

(FILED AND RECORDED JULY 7, 1961 AT 10:20 AM)

R. H. Lapp & Sons, Inc.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Raymond H. Lapp, Jr., whose post office address is 18 Glenview Terrace, LaVale, Allegany County, Maryland; Raymond H. Lapp, Sr., whose post office address is 716 Oldtown Road, Cumberland, Allegany County, Maryland; and George W. Lapp, Sr., whose post office address is 13 Vocke Drive, LaVale, Allegany County, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is R. H. Lapp & Sons, Inc.

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

(a) The buying, selling, distributing and installing of plumbing supplies.

(b) The buying, selling, distributing and installing of heating supplies.

(c) The buying, selling, distributing and installing of building supplies.

(d) To engage in the plumbing contracting, heating contracting, and general contracting business and to perform any and all duties necessary to conduct a successful plumbing contracting, heating contracting, and general contracting business.

(e) To process, manufacture, distribute, buy, sell, lease, install, or otherwise trade or deal in, at wholesale or retail, and either directly as principal and through its agents, representatives and employees, and or indirectly itself as agent, factor, or broker, all and any fixtures, products and materials that aid or are used directly or indirectly in the plumbing con-

tracting business, heating contracting business or general contracting business and any other materials or merchandise ordinarily handled by corporations, firms, or individuals engaged in similar businesses with full power to conduct said operations to the same broad extent and with the same extensive powers that such similar businesses usually exercise.

(f) To enter into such contracts or agreements as may be advisable to bring before the public by advertisement or in any other manner of the advantage which may be secured by the services rendered by said Corporation;

(g) To acquire by purchase, lease, or otherwise to own, hold, develop, improve, mortgage, sell, exchange, let, use, operate or, in any manner and to any extent, to encumber or dispose of any other property, real or personal, necessary and advisable to accomplish any of the purposes, or to carry on and promote the business or objects referred to in these Articles of Incorporation;

(h) To purchase, lease or otherwise acquire, all or any part of the property, trade marks, trade names, rights, businesses, contracts, good will, franchises, patents, patents applied for, use of patents applied for, and assets of every kind, or any corporation, co-partnership or individual (including the assets of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on;

(i) To advance money with or without security, and without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bond, debentures, notes or other obligations of any nature and in any manner permitted by law, for money so borrowed or in payment for property purchase, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or

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

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 716 East Oldtown Road, Cumberland, Allegany County, Maryland, and the principal business address of the Corporation is the same. The name and post office address of the Resident Agent of the Corporation in this State are Raymond H. Lapp, Jr., 18 Glenview Terrace, LaVale, Allegany County, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the

LIBER 013 PAGE 592

Corporation has authority to issue is One Hundred (100) shares without par value, all of one class.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Raymond H. Lapp, Jr., Raymond H. Lapp, Sr., and George W. Lapp, Sr.

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

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

(b) To make, alter, and repeal the by-laws of this Corporation; to open stock books, to fix and vary the amount to be reserved as working capital; to direct and determine the use of any surplus or net profit; to determine whether any, and if any, what part of any surplus or net profits should be declared in advance.

(c) To create, make and issue mortgages, bonds, deeds of trust, trust agreements and negotiable or transferable instruments and securities, secured by mortgage or otherwise, and to do every other act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, and property, rights, or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, and to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stocks, bonds, debentures, or other securities of the Corporation.

LIBER 013 PAGE 593

(d) To remove or suspend any office of the Corporation and to fix, and from time to time, to change, their salaries or emoluments; to appoint and at their discretion remove or suspend, any managers, officers, assistants, clerks, agents, and servants, permanently or temporarily, as they, from time to time think fit, and to determine their duties, and fix, and from time to time, change their salaries or emoluments, and to require security in such instances and in such amounts as they think fit.

(e) To confer by resolution, upon any officer of the Corporation, the right to choose, remove or suspend such subordinate officers, managers, assistants, clerks, agents or servants.

(f) To determine who shall be authorized to sign on behalf of the Corporation all bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.

The Corporation may by its By-Laws confer upon the Directors' powers and authorities additional to the aforegoing and to those expressly conferred upon them by statute.

EIGHTH: The Charter of this Corporation may, from time to time, be amended for any purpose, upon the affirmative vote of two-thirds (2/3) of all the shares of stock outstanding and entitled to vote.

NINTH: No contract of other transactions between the Corporation and any other Corporation or business, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation or business, provided that the fact of his interest shall be disclosed or shall have been known to the Board of Directors of this Corporation.

TENTH: The duration of the Corporation shall be perpetual.

LIBER 013 PAGE 594

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 24th day of March, 1961.

Raymond H. Lapp, Jr. (SEAL)
RAYMOND H. LAPP, JR.

Raymond H. Lapp (SEAL)
RAYMOND H. LAPP, SR.

George W. Lapp Sr. (SEAL)
GEORGE W. LAPP, SR.

ANDERSON, MULLEN & BOWEN

By Miller Bowen

STATE OF MARYLAND,
COUNTY OF ALLEGANY, TO WIT:

RECEIVED
MAR 24 1961
Assessments and Taxation
State Department of

TIME 2:30
CASH ☐ CHECK ☐
CERTIFIED COPIES
RECORDING TAX
TOTAL

I HEREBY CERTIFY, That on this 24th day of March, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Raymond H. Lapp, Jr., Raymond H. Lapp, Sr., and George W. Lapp, Sr., and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Bonnie Lee Norris
NOTARY PUBLIC

My Commission Expires:
May 1, 1961

RONNIE LEE NORRIS
NOTARY PUBLIC
ALLEGANY COUNTY, MD.

013 595

ARTICLES OF INCORPORATION

OF

R. H. LAPP & SONS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 27, 1961 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

93146

A ~~17307~~

Recorded in Liber F2444 **, folio** 157 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $20.00**Recording fee paid $**12.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles J. Bardos

FILED FOR RECORD
JUL 7 - 1961
at 10:20 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland and compared by
..... Clerk

Compared and Mailed ~~Delivered~~ ER
Milton Bernstein
TO 731 Washington St, City
August 16 19 61

BER 013 PAGE 596

ARTICLES OF INCORPORATION

OF

M Y B CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John E. Manuel, whose post office address is Rock Springs Avenue, Bel Air, Maryland; Richard B. Young, whose post office address is 39 Parkside Boulevard, LaVale, Maryland; and Milton Bernstein, whose post office address is 731 Washington Street, Cumberland, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

M Y B CORPORATION

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

(1) To purchase, lease, manage, maintain and operate theatres, both indoor and outdoor, and other places of amusement and entertainment; to deal in motion picture films and all other products

incidental to a theatre or entertainment business; to operate soda fountains; to sell food, ice cream and other refreshments; to conduct a restaurant, cafeteria or lunch counter; to buy, sell, and deal in cigars, cigarettes, tobacco, candies and all other articles incidental to the drive-in theatre business; and to do all other acts and things in connection with such business.

(2) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

(3) To engage in and carry on any other business which may conveniently be conducted in connection with any of the business of the Corporation.

(4) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(5) To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of stores, offices, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the Corporation.

(6) To acquire all or any part of the goodwill, rights, property

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

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

(8) To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to insure 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.

CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in the

aforegoing clauses of this Article Third shall not, unless otherwise specified herein, be in anywise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article in this Charter, but that the objects and purposes specified in each of the clauses of this Article shall be regarded as independent objects and purposes. It is also the intention that said clauses be construed both as purposes and powers and generally, that the Corporation shall be authorized to exercise and enjoy all other powers, rights, and privileges granted to, or conferred on corporations of this character by laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of, or as a waiver of, any of the powers, rights or privileges granted and conferred by the laws of said state now or hereafter in force.

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

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

(b) No contract or other transaction between this Corporation and

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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 the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interest in, any contract or transaction of this Corporation, provided that the fact he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of any such other corporation or not so interested.

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

or any of its bonds or other evidence of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

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

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued stock, whether now or hereafter authorized, by

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fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, voting powers, restrictions, and qualifications of, the fixed annual dividends on, and the times and prices of redemption of, such stock.

(g) The Corporation may purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is No. 1234 National Highway, LaVale, Maryland. The resident agent of the Corporation is Milton Bernstein, whose post office address is 731 Washington Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and John E. Manuel, Richard B. Young and Milton Bernstein shall act as such until the first annual meeting or until their successors are duly chosen and qualified; provided, however, that the stockholders of said Corporation shall have the power to increase the number of directors to not more than nine or decrease the same to not less than three, by amendment to the By-Laws.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Thousand (1,000) shares without nominal or par value.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 7th day of April, 1961.

WITNESS:

C. William Gilchrist — John E. Manuel (SEAL)
C. William Gilchrist — JOHN E. MANUEL

C. William Gilchrist — Richard B. Young (SEAL)
C. William Gilchrist — RICHARD B. YOUNG

C. William Gilchrist — Milton Bernstein (SEAL)
C. William Gilchrist — MILTON BERNSTEIN

STATE OF MARYLAND)
) TO WIT:
COUNTY OF ALLEGANY)

I HEREBY CERTIFY, That on this 7th day of April, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JOHN E. MANUEL, RICHARD B. YOUNG and MILTON BERNSTEIN, and severally acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

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

M. Ellanor Damewood
NOTARY PUBLIC
M. Ellanor Damewood

My Commission Expires:
May 1, 1961

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ARTICLES OF INCORPORATION

OF

M Y B CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland April 10, 1961 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 9566

Recorded in Liber F840 **, folio** 472**, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....20.00.....**Recording fee paid $**.....18.00.....

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles R Barton

FILED FOR RECORD
JUL 19 1961
at 3:32 O'Clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by

12547

Compared and Mailed ~~Delivered~~ ER
Earl E. Manges
TO R.F.D. 2, Flintstone, Md.
August 16 19 61

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ARTICLES OF INCORPORATION

OF

INTERSTATE COAL CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, David E. Harr, whose post office address is Piedmont, West Virginia; Emil J. DiUbaldo, whose post office address is 52 W. Hampshire Street, Piedmont, West Virginia; and Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

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

INTERSTATE COAL CO., INC.

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

(a) To manufacture, buy, sell, lease, and deal in motors, automobiles, motor trucks, motor buses, airplanes and their appliances, fuels and accessories; to operate and maintain garages and service stations at terminal freight points, and to store, repair, rent, and lease motors, automobiles, motor trucks, motor buses, airplanes and other vehicles; to manufacture, buy, sell, and repair vehicles of every description propelled by electricity, gas, gasoline, compressed air, or other motive power; to organize, maintain, and operate for hire a transportation service for the purpose of transporting passengers, baggage, merchandise, and freight of every description whatsoever by means of automobiles, motor buses, motor trucks, airplanes, and vehicles of every kind however propelled; to do generally all and everything

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EARL EDMUND MANGES
CUMBERLAND, MARYLAND

12-5-61

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incident to the business of trucking or bus company, or necessary and incident to the enjoyment of the powers and privileges herein granted;

(b) To buy and sell at wholesale and retail and to ship and transport wood, coal, and fuel of every kind and description, and the construction, purchase, leasing, and operating of docks, yards, and warehouses, such business to be carried on in this State and elsewhere;

(c) To purchase or other wise acquire mine workings and mining grounds, lands, and hereditaments;

(d) To carry on the business of mining, whether by open or strip mining or pit mining or any other means any coal or other minerals and to sell and dispose of said coal at wholesale or retail;

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

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

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

(h) To 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

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CUMBERLAND, MARYLAND

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indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is Westernport, Maryland, The resident agent of the Corporation is Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is 1,000

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CUMBERLAND, MARYLAND

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shares of common stock at the par value of One Hundred ($100.00) Dollars each, all of which said shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and David E. Harr, Emil J. DiUbaldo, and Earl E. Manges shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

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

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

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

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CUMBERLAND, MARYLAND

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of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 20th day of April, 1961:

Witness:

Rena M. Sperry — David E. Harr (SEAL)
DAVID E. HARR

Rena M. Sperry — Emil J. DiUbaldo (SEAL)
EMIL J. DiUBALDO

Rena M. Sperry — Earl E. Manges (SEAL)
EARL E. MANGES

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

THIS IS TO CERTIFY, That on this 20th day of April, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid, personally appeared David E. Harr, Emil J. DiUbaldo, and Earl E. Manges, and severally acknowledged the aforegoing Articles of Incorporation to be his respective act and deed.

WITNESS, my hand and Notarial Seal:

Rena Mae Sperry
NOTARY PUBLIC

My commission expires: May 1, 1961.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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ARTICLES OF INCORPORATION

OF

INTERSTATE COAL CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 26, 1961 **at** 9:00 **o'clock A. M. as in conformity with law and ordered recorded.**

A 9811

Recorded in Liber F243 **, folio** 225 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $20.00**Recording fee paid $**10.00

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles O'Barton

FILED FOR RECORD
JUL 18 1961
at 8:20 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County
Maryland and compared by
..... Clerk

Compared and Mailed ~~Delivered~~ ER
TO John C. Sullivan 52 Linden St, Frostburg
August 16 1961

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12-5-229

Articles of Incorporation

Of

Frostburg Sesquicentennial, Inc.

FROSTBURG SESQUICENTENNIAL, Inc.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, J. Glenn Beall, Jr, whose postoffice address is 9 West Main Street, Frostburg, Maryland; Joseph E. James, whose postoffice address is 125 Mt. Pleasant Street, Frostburg, Maryland, and John C. Sullivan, whose postoffice address is 52 Linden Street, Frostburg, Maryland, all being of full legal age, do and by virtue of the General Laws of the State of Maryland authorizing the formations of corporations, associate ourselves with the intention of forming a corporation.

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

FROSTBURG SESQUICENTENNIAL, Inc.

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

(1) To promote and carry out the historical celebration of the Sesquicentennial of the founding of Frostburg in the year 1812.

(2) To educate the public with respect to the historical and civic significance of the founding of Frostburg and the historical development of the city.

(3) To encourage the citizens of Frostburg, the schools, civic organizations, service clubs, veteran's organizations, labor organizations, church and fraternal organizations to participate in the Sesquicentennial celebration.

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(4) To enter into a contract with the John B. Rodgers Producing Company for the management and staging of the Sesquicentennial celebration and to enter into agreements or contracts with other individuals, organizations and companies to carry out the objects and purposes of the Sesquicentennial celebration.

(5) To receive gifts, bequests, donations or other contributions of money or property and to raise funds for the purpose of the Sesquicentennial celebration.

(6) To borrow money, accept advances, issue participation certificates, and in any other manner raise funds for the carrying out of the Sesquicentennial celebration.

(7) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the purposes for which the corporation is formed.

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

FOURTH: The postoffice of the place at which the principal office of the corporation in this state will be located is the City Hall, Frostburg, Maryland. The resident agent of the corporation is John C. Sullivan, whose postoffice address is 52 Linden Street, Frostburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have five (5) directors, and G. Alvin Kreiling, Joseph E. James, Jr., John C. Sullivan, Howard F. Ward and J. Glenn Beall, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The corporation not being organized for profit and being organized for educational and historical purposes and as a

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means of promoting the Sesquicentennial celebration of the founding of Frostburg shall have no capital stock. In the event that there are any proceeds or funds in the hands of the Corporation at the close of the Sesquicentennial celebration and the payment of all its just debts and obligations, said funds shall be turned over and paid to such public charities as the Board of Directors may designate, non-profit organizations incorporated under the laws of the State of Maryland.

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

(1) Unless the bi-laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by a committee or superior officer upon whom such power or removal may be conferred by the bi-laws or by authority of the Board of Directors.

(2) The Corporation reserves the right from time to time to make any amendments of its charter which may now or hereafter be authorized by law.

EIGHTH: The members of the Corporation shall consist of the members of the Board of Directors for the time being and such additional members if any, as may be elected by the Board of Directors under such rules and regulations and in such classes as may be prescribed in the bi-laws.

NINTH: The duration of this Corporation shall be until it has fulfilled its function of promoting and fostering the Sesquicentennial celebration of the founding of Frostburg, Maryland and until it shall have been dissolved pursuant to the provisions of the General Corporation Laws of the State of Maryland.

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IN WITNESS WHEREOF, we have signed these Articles of Incorporation on April 6, 1961.

WITNESS:

Josephine M. McVicker — John C. Sullivan
John C. Sullivan

Josephine M. McVicker — Joseph E. James
Joseph E. James

Josephine M. McVicker — J. Glenn Beall, Jr.
J. Glenn Beall, Jr.

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, that on the 6th day of April, 1961, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared J. Glenn Beall, Jr. Joseph E. James, and John C. Sullivan, and severally acknowledged the foregoing Articles of Incorporation to be their act.

Josephine M. McVicker
Notary Public

My Commission expires May 1, 1961.

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ARTICLES OF INCORPORATION

OF

FROSTBURG SESQUICENTENNIAL, Inc.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 13, 1961 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 9596

Recorded in Liber F241 **, folio** 25 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....20.00.....**Recording fee paid $**.....10.00.....

To the clerk of the Circuit **Court of** Allegany County

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

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

Charles O. Boston

FILED FOR RECORD
JUL 1 9 1961
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ryland, and compared by