1963	Allegany County Taxpayers' Assn.	Articles of Incorporation	28
1963	Air-Flow Roofing and Siding, Inc.	Articles of Incorporation	72
1963	Allegany Aluminum Products, Inc.	Articles of Incorporation	77
1963	Atlas Allegany Homes Corporation	Articles of Incorporation	82
1963	Au Petit Paris, Inc.	Articles of Incorporation	87
1963	Allegany (The) Flying Club, Inc.	Articles of Amendment	102
1963	Aetna Finance Co.	Change of Post Office Address	194
1963	Allegany (The) County Sanitary District, Inc.	Articles of Amendment	341
—	—	—	—

A

B

1963	Bethel Assembly of God, Inc.	Articles of Incorporation	379
1964	Barton Television cable company	Articles of Incorporation	587

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C

1963	Credit Bureau of Cumberland, Inc.	Articles of Amendment	18
1963	Clinebell's Bakery, Inc.	Articles of Incorporation	35
1963	Cumberland (The) Savings Bank	Articles of Amendment	58
1963	Cover Valley Inc.	Articles of Incorporation	63
1963	Casuals, Inc.	- do -	107
1963	Clopper Oil Company	- do -	116
1963	Carlos Water Company	Articles of Revival	121
1963	Clise Septic Tank and Building Supply, Inc	Articles of Incorporation	209
1963	Cosgroves (The) Cycle Company.	Articles of Incorporation	298
1963	Cumberland Homes, Inc.	Articles of Incorporation	330
1963	Cover Valley Inc.	Stock Issuance Statement	346
1963	Central Methodist Episcopal Church South of Cumberland (The Trustees)	Articles of Amendment	349
1963	Colonial (The) Acres, Inc.	Articles of Revival	355
1963	Cumberland Leasing, Inc	Articles of Incorporation	361
1963	Corriganville Methodist Church	Articles of Incorporation	370
1963	Collins & M C Truck Company	Articles of Incorporation	397
1963	Christ Lutheran Church, LaVale, Md., Inc.	Articles of Incorporation	443
1964	Cumberland Mister Softee, Inc.	Articles of Incorporation	496
1964	Cumberland Medical center, Inc.	Articles of Incorporation	501
1964	Cumberland Welding Supply co., Inc.	Articles of Incorporation	507
1964	Crossroad (The), Inc.	Articles of Incorporation	512
1964	Cumberland, Allegany Co., Industrial Foundation, Inc	Articles of Incorporation	535
1964	Cumberland cement & Supply co.	Articles of Amendment	541
1964	Coverwood Civic Association, Inc.	Articles of Incorporation	567
1964	Chez Paree Beauty Salon, Inc.	Articles of Incorporation	572
1964	Cumberland Meats, Inc.	Articles of Incorporation	590
1964	Clocker's Club, Inc.	Articles of Incorporation	593

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1963	Daniel R. Yuhasick Company	Stock Issuance Statement	121
1964	Deist Pharmacy, Inc.	Articles of Incorporation	468

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1963	Engle's Red Hill Market, Inc.	Articles of Incorporation	221

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1963	First Natl Bank + Trust Co with First Seacoast Natl Bank + Trust Co	Certificate of merger Land Record Liber 357 Folio 480	
1963	Fenton Davis Studio, Inc.	Articles of Incorporation	133
1963	First (The Congregational Church	Articles of Incorporation	293
1963	Frostburg Cable Television, Inc.	Articles of Incorporation	312
1963	Federal Printing company	Articles of Incorporation	388
1963	Frostburg Flying Club, Inc.	Articles of Incorporation	405
1964	Franklin Water company, Inc.	Articles of Incorporation	483

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G

1963	Snowden Construction Company	Articles of Dissolution	92

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1963	Helmer and Hedrick Corporation (Del)	Articles of Amendment	15
1963	Helmer Corp. (Del)	Articles of Amendment	15
1963	Homestead Television Translators, Inc.	Certificate of Merger	22
1963	Homestead Television Translators, Inc.	Articles of Merger	23
1963	Holzshu-Blaul-Welch Agency, Inc.	Articles of Incorporation	44
1964	Holly Stores of Cumberland, Inc.	Agent Resolution	477
1964	Holly Stores of Hagerstown, Inc.	Agent Resolution	479
1964	Holly Stores of Baltimore, Inc.	Agent Resolution	481
1964	Homestead Television Translators, Inc.	Articles of Revival	603

1963	J.R.+H. Coal Company, Inc.	Articles of Incorporation	199

1963	Kowell Motor Sales, Inc.	Articles of Incorporation	128
1963	K. M. K. Agency, Inc.	Articles of Incorporation	229
1964	Kline Furniture company	articles of Incorporation	545

K

1963	Legion Home of Cumberland, Inc.	Articles of Revival	98
1963	Lucas Heights Estates Corporation	Articles of Incorporation	112
1963	Locust Shade, Inc.	Articles of Incorporation	142
1963	Levengood Realty, Inc	Articles of Incorporation	214
1963	Layman Supply Company Inc.	Articles of Incorporation	393
1963	LaVale Optimist Club, Inc.	Articles of Incorporation	384
1963	Layman Supply Company Inc	Stock Issuance Statement	423
1963	Litzenburg and Hurst, Inc.	Articles of Amendment	454
1964	LaVale Laundromat, Inc.	Articles of Incorporation	489
1964	Loan Service Incorporated	Articles of Dissolution	516
1964	Loan Service, Incorporated	Articles of Amendment	525
1964	Loan Service of Frostburg, Inc.	Articles of Amendment	529

L

1963	M.D.W.T.V. Association, Inc.	Certificate of Merger	22
1963	M.D.W.T.V. Association, Inc.	Articles of Merger	23
1963	Monnett's Incorporated	Articles of Incorporation	146

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Mc

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1963	Art Brothers Bakery, Inc.	Articles of Amendment	196

P

1963	Piney Mountain Coal Company	Articles of Incorporation	05
1964	Phoenix Equipment company, Inc.	Articles of Amendment	457

Q

Quartzite

1963	~~Quartzite~~ (The) Co. of Allegany County, Inc.	Articles of Incorporation	53
1964	Queen city Co-operative Dairy, Inc.	Resolution of Board of Directors	533
1964	Queen city Leasing co., Inc.	Articles of Incorporation	598

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1963	Reliable Credit and Collection Service, Inc.	Articles of Amendment	18
1963	Revei Falls Corporation	Articles of Incorporation	157
1963	Roman Catholic Congregation, Inc. St. Mary's, Cumberland	Articles of Incorporation	238
	Roman Catholic Congregation, Inc. St. Gabriel's, Barton	Articles of Incorporation	243
	Roman Catholic Congregation, Inc. St. Peters, Westernport	Articles of Incorporation	248
	Roman Catholic Congregation, Inc. SS. Peter & Paul's	Articles of Incorporation	253
	Roman Catholic Congregation, Inc. St Patrick's, Little Orleans	Articles of Incorporation	259
	Roman Catholic Congregation, Inc. St. Mary of the Annunciation, Lonaconing	Articles of Incorporation	264
	Roman Catholic Congregation, Inc. St Ambrosi's, Crisfield	Articles of Incorporation	269
	Roman Catholic Congregation, Inc. St. Michael's, Frostburg	Articles of Incorporation	274
	Roman Catholic Congregation, Inc. St. Patrick's, Mt. Savage	Articles of Incorporation	279
	Roman Catholic Congregation, Inc. St. Joseph's, Midland	Articles of Incorporation	283
	Roman Catholic Congregation, Inc. St. Patrick's, Cumberland	Articles of Incorporation	288
1963	Rawlings Heights Company	Articles of Amendment	337
1963	Robeson's Restaurant and Servicenter, Inc.	Articles of Incorporation	438
1963	Rawlings Heights Company	Stock Issuance Statement	451

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S

1962.	Sherwood Forest Development Corp	1962		1	
1963	Sunset View Civic Association Inc.		Articles of Incorporation	10	
1963	Second Natl Bank of Cumberland with First-Second Natl Bank & Trust Co	1963	Certificate of Merger Land Record Liber 357	Folio	480
1963	Spear's Jewelers, Inc.		Articles of Incorporation	317	
1963	Sharp (John E) Company		Articles of Incorporation	374	
1963	Spear's Jewelry Store Inc.		Articles of Dissolution	415	
1964	St. Matthew's Church, Lawling Green Md.		articles of amendment	486	
1964	Sacred Heart Hospital, city		change of Resident agent	607	

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1963	Triple Forks Sportsmens Club of Lonaconing, Inc.	—	Articles of Incorporation	358
1963	Tri Valley Construction Company		Articles of Incorporation	431
1964	Treszell, Inc.		Articles of Dissolution	461
1964	Tri-State Investment company		Articles of Dissolution	581

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1963	United Skindeveis, Inc.	Articles of Incorporation	123
1963	Union Refractories, Inc.	Articles of Incorporation	325
1964	Union Rescue Mission of Cumbd., Inc.	Articles of Incorporation	562

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W

1963	West (The) Side Realty Co. of Cumberland, Md.	Articles of Revival	31
1963	Wes-Mar Communications & Electronics, Inc.	Articles of Incorporation	302
1963	Wenner Bros. Coal Co. Inc.	Articles of Incorporation	410
1964	Wilson Welding Supply Co., Inc.	Articles of Incarporation	534

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Y

1963	Yuhasick (Daniel) Company	Stock Issuance Statement	191
1963	Ye Olde Southern Candy, Inc	Articles of Incorporation	426

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Z

ARTICLES OF INCORPORATION

OF

SHERWOOD FOREST DEVELOPMENT CORPORATION

SHERWOOD FOREST DEVELOPMENT CORPORATION

THIS IS TO CERTIFY:

FIRST : That we, the subscribers, Marcellus Donahoe, whose post office address is 6 Orchard Road, LaVale, Maryland; Walter N. Hedrick, whose post office address is 1055 Weires Avenue, LaVale, Maryland; and John C. Sullivan, whose post office address is 52 Linden Street, 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 corporations.

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

To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wheresoever situated. 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 relative to corporations which are contained

in the General Laws of the State of Maryland.

FOURTH : The post office address of the principal place of business of the Corporation is No. 6 Orchard Road, LaVale, Maryland. The resident agent of the Corporation is Marcellus Donahoe, whose post office address is No. 6 Orchard Road, LaVale, Maryland. Said agent is a citizen of the State of Maryland and actually resides therein.

FIFTH : The Corporation shall be governed by a Board of Directors of not less than three (3) members. The following shall be the directors: Marcellus Donahoe, Walter N. Hedrick and John C. Sullivan, who shall act as directors and manage the affairs of the Corporation until the first annual meeting, or until their successors are duly qualified. Members of the Board of Directors may resign or be removed and vacancies may be filled as provided for in the By-Laws of the Corporation.

SIXTH : The total number of shares of stock which the Corporation has the authority to issue is 250 shares without par value, all of one class.

SEVENTH: The said Corporation may determine from time to time by its By-Laws the manner and method of conducting its affairs, the manner of calling the time and place of meetings, and the manner of conducting all elections to be held by its members, the qualification and obligations of its members, and in addition to the above, may make such By-Laws, Rules and Regulations for the government 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.

EIGHTH : The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, We have signed and sealed this

Certificate of Incorporation this 5th day of October, 1962.

WITNESS:

Josephine B McTicker — Marcellus Donahoe (SEAL)
Marcellus Donahoe

Josephine B McTicker — Walter N. Hedrick (SEAL)
Walter N. Hedrick

Josephine B McTicker — John C. Sullivan (SEAL)
John C. Sullivan

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 5th day of October, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Marcellus Donahoe, Walter N. Hedrick and John C. Sullivan, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Josephine B McTicker
Notary Public

My Commission expires May 6, 1963.

Liber-15 PAGE 4

ARTICLES OF INCORPORATION

OF

SHERWOOD FOREST DEVELOPMENT CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland October 23, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 116

4

Recorded in Liber F326, folio 350, 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

2.50

FILED FOR RECORD
DEC 14 1962
at 2:01 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

LIBER 015 PAGE 05

Compared and Mailed Delivered on
Jonathan J. Eckhart
TO 25 Oaklawn Ave. LaVale
Jan 23 1963

ARTICLES OF INCORPORATION

BEING twenty-one years of age, Charles F. Eckhart, Eckhart, Maryland; Harry Edwin Eckhart, Eckhart, Maryland; Jonathan J. Eckhart, 25 Oaklawn Avenue, LaVale, Maryland associate themselves with the intention of forming a corporation, pursuant to the laws of the State of Maryland, do hereby adopt the following articles of incorporation.

ARTICLE I. That the name of the corporation (which is hereinafter called the "Corporation") is:

PINEY MOUNTAIN COAL COMPANY

ARTICLE II. The corporation is formed for the following purpose:

To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, sidewalks, high ways, bridges, or manufacturing plants; and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction, and to execute contracts or to receive assignments of contracts therefore, or relating thereto; also, to manufacture and furnish the building materials and supplies connected herewith.

To search for ores and minerals, mine, and grant licenses for mining in or over any lands which may be acquired by the company, and lease any such lands for building or agricultural use, and sell or otherwise dispose of the lands, mines, or other property of the company.

To carry on the business of a mining, smelting, and refining company, and, as auxiliary thereto, to purchase or hire vessels, to purchase or erect buildings and works, and to construct or contribute to the construction of piers, wharves, docks, railways, and trainways.

To purchase, take on lease, or otherwise acquire freehold and other farms, properties, mines, lands, and mineral properties, and also grants, concessions, leases, claims, licenses of or other interests in mines, mining rights, lands, minerals, ores, diamonds and precious stones, coals, earth, and other substances.

To acquire by purchase, concession or lease, or to take in exchange or otherwise, or to erect and construct, and wherever necessary to alter buildings, railways, street cars, roads, shafts, furnaces, quartzcrushing and other machinery, works for smelting or otherwise for treating, removing and storing metals and minerals and drawing and pumping appliances, or waterworks, and crushing, working, manufacturing, purifying, cutting, polishing, or otherwise dealing with gold, silver, precious metals, minerals, ores, coals, diamonds, precious stones, earth, and other substances.

ARTICLE III. The post office address of the principal office of the corporation in the State of Maryland is: Eckhart Mines, Allegany County, Maryland.

ARTICLE IV. The name and post office address of the resident agent of the corporation in the State of Maryland is Jonathan J. Eckhart, 25 Oaklawn Avenue, LaVale, Allegany County, Maryland. Said resident agent is a citizen actually residing in this State.

ARTICLE V. The corporation has authority to issue One Hundred (100) shares of stock. Each share of stock shall have a par value of $10.00 per share. The agfregate par value of all the classes of stock shall be $1,000.00. There shall be one class of stock known as common stock. All shares shall be of equal value, with equal voting rights and privileges.

ARTICLE VI. There shall be the following restrictions on the transferability of the stock of the corporation.

A. The stock holdres agree not to sell all or any part of the stock at any time until they have first offered the same to the said remaining stock holdres in writing at the book value of the stock giving them thirty (30) days to accept or refuse the purchase binding their heirs, executors, and administers.

1. The book value of the said shares shall be the value as shown by the books of said company on the date of the last inventory taken preceeding such repurchase.

ARTICLE VII. The management of this corporation shall be vested in a board of three directors. The directors shall be elected at the annual meeting of the stockholdres. Until the first annual meeting the acting directors of the corporation shall be Harry Edwin Eckhart, Eckhart, Maryland; Jonathan J. Eckhart, Eckhart, Maryland; and Charles Finley Eckhart, Eckhart, Maryland.

ARTICLE VIII. Directors and all other officers of this corporation shall serve without compensation, unless expressly otherwise provided by the unanimous vote of the board of directors.

IN WITNESS WHEREOF the incorporators have set their hands and seals this 29th day of October, 1962.

Harry Edwin Eckhart (SEAL)
HARRY EDWIN ECKHART

Jonathan J. Eckhart (SEAL)
JONATHAN J. ECKHART

Charles Finley Eckhart (SEAL)
CHARLES FINLEY ECKHART

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STATE OF MARYLAND

to-wit:

COUNTY OF ALLEGANY,

I HEREBY CERTIFY, that on this 29 day of October, 1962, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Harry Edwin Eckhart, Jonathan J. Eckhart and Charles FINLEY Eckhart and acknowledged the aforegoing instrument of writing to the their act and deed.

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

Paul W Bauman (SEAL)

My commission expires on the

6 day of May, 1963.

LIBER 015 PAGE 09

ARTICLES OF INCORPORATION

OF

PINEY MOUNTAIN COAL COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland November 13, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 409

5

Recorded in Liber 7330, 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.

Charles P. Barton

FILED FOR RECORD
JAN 22 1963
at 10 o'Clock A. M.
and same day Recorded in L. F.
No. ..... Folio .....
one of the ..... Land Records of Allegany County, Maryland, and compared by me
..... Clerk

Mail Southern Realty Co
25 Baltimore St
Cumberland Md

0135 240

Compared and Mailed ~~Delivered~~ on
Edgar A. Kendall
TO 6 E Pershing St - Cumbld
Jan 23 19 63

LIBER 015 PAGE 210

THE SUNSET VIEW CIVIC ASSOCIATION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Douglas L. MacMillan, whose post office address is Sunset View, LaVale, Maryland, Edgar A. Kendall, whose post office address is Sunset View, LaVale, Maryland, Willetta C. Rissell, whose post office address is Sunset View, LaVale, Maryland, and John A. McGuire, whose post office address is Sunset View, LaVale, 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

THE SUNSET VIEW 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:

(a) To promote and advance civic improvements and developments in the real estate development known as Sunset View which is now in Election District No. 29 near the City of Cumberland in Allegany County, Maryland.

(b) To obtain and secure through concerted community action of the association improvements for the general convenience, health and welfare of the residents of said Sunset View Addition.

(c) To promote the social welfare of the residents of said Sunset View Addition as well as a spirit of neighborliness, camaraderie and well-being among them.

(d) This Corporation shall be a non-profit organization and all Corporation expenses shall be paid from contributions received by the Corporation, and no part of the net earnings or income of the Corporation shall inure to the benefit of any member or individual having a personal interest in the activities of the Corporation. It is distinctly understood and agreed that the Officers, Directors and other officials of the Corporation shall not receive any compensation whatsoever for their services as such rendered to the Corporation.

(e) To buy, hold, own, improve, manage, operate, lease as Lessee, let as Lessor, sell, convey and/or mortgage either alone or in conjunction with others, real estate of every kind, character, and description whatsoever and any interest therein.

(f) To issue bonds, debentures, notes or other obligations from time to time for the money borrowed by the Corporation for any of its objects and purposes, and to secure said bonds, debentures, notes or obligations by mortgage, deed, pledge or otherwise.

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 post office address of the place at which the principal office of the Corporation in this State will be located is 62 Pershing Street, Cumberland, Maryland. The resident agent of the Corporation is Edgar A. Kendall, whose post office address is 62 Pershing Street, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have eight directors, and Douglas L. MacMillan, Edgar A. Kendall, Willetta C. Rissell, John A. McGuire, Ronald Rosher, Theodore W. Clark, Helen S. Hinkle and Raymond E. Vanderlinde shall act as such 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 the number of directors to not more than twenty by amendment to the By-laws.

SIXTH: The Corporation not being organized for profit and being organized for community purposes shall have no capital stock, it being a membership corporation, the qualifications for membership being set out in its By-laws.

SEVENTH: The membership of the Corporation shall be limited to the owners of property in Sunset View Addition. Resident owners are eligible for full membership and non-resident owners are eligible for

LIBER 015 PAGE 13

associate membership. Associate members shall be entitled to all privileges of the Corporation with the exception of voting and holding office.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27 day of November, 1962.

WITNESS:

Ronald Rooker — Douglas L. MacMillan (SEAL)
DOUGLAS L. MacMILLAN

Ronald Rooker — Edgar A. Kendall (SEAL)
EDGAR A. KENDALL

Ronald Rooker — Willetta C. Rissell (SEAL)
WILLETTA C. RISSELL

Ronald Rooker — John A. McGuire (SEAL)
JOHN A. McGUIRE

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

On this 28th day of November, 1962, before me, the undersigned officer, personally appeared DOUGLAS L. MacMILLAN, EDGAR A. KENDALL, WILLETTA C. RISSELL and JOHN A. McGUIRE, 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.

JOYCE L. APPEL NOTARY PUBLIC ALLEGANY COUNTY, MD.

Joyce L. Appel
Notary Public

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ARTICLES OF INCORPORATION

OF

THE SUNSET VIEW CIVIC ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 29, 1962 at 3:39 o'clock P. M. as in conformity with law and ordered recorded.

A 649

5

Recorded in Liber F332, folio 257, 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
JAN 22 1963
10:00 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

0135340
Mail Edgar A. Brenneman
62 Bowman Ave. Cumberland, Md.

LIBER 015 PAGE 15

Compared and Mailed ~~Delivered~~ on
Helmer Corp.
TO McMullen Hwy - Cumb'd
Jan 23 1963

W. S.
11/1/62.

THE HELMER AND HEDRICK CORPORATION

ARTICLES OF AMENDMENT

The Helmer and Hedrick Corporation, 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 Charter of the corporation is hereby amended by striking out the second paragraph of the Articles of Incorporation and inserting in lieu thereof the following:

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

THE HELMER CORP[redacted]"

SECOND: That the Board of Directors of the corporation at a meeting duly convened and held on October 18, 1962, duly advised the Amendment of the Charter of the corporation hereinbefore set forth by passing a resolution declaring that said amendment was advisable and calling a meeting of the stockholders to take action thereon.

THIRD: That a meeting of the stockholders of the corporation, called by the Board of Directors of the corporation as aforesaid, and duly warned in the manner provided by law, was held at the principal office of the corporation, McMullen Highway, Cumberland, Allegany County, Maryland, on October 24, 1962; and at said meeting the stockholders by the unanimous affirmative vote of the holders of all of the shares of its capital stock outstanding and entitled to vote, duly adopted the Amendment of the Charter of the corporation hereinbefore set forth.

IN WITNESS WHEREOF, The Helmer and Hedrick 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

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 015 PAGE 16

on this 25th day of October 1962.

ATTEST:

Kenneth J. Williams
Secretary

THE HELMER AND HEDRICK CORPORATION

By L. Leslie Helmer
L. Leslie Helmer,
President

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on the 25th day of October 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared L. Leslie Helmer, President of The Helmer and Hedrick Corporation, 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 Kenneth J. Williams and made oath that he was Secretary of the meeting of the Board of Directors of said corporation at which the Amendment of the Charter of the corporation therein set forth was approved; that he was Secretary of the meeting of the stockholders of said corporation at which the Amendment of the Charter of the corporation therein set forth was adopted; 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.

Pauline T. Miller
Notary Public
My commission expires
May 6 1963

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 015 PAGE 37

ARTICLES OF AMENDMENT

OF

THE HELMER AND HEDRICK CORPORATION

changing its name to

THE HELMER CORP.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 1, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 285

3

Recorded in Liber 7325, folio 542, 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. Boerger

FILED FOR RECORD
JAN 22 1963
.....19...
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 compared by
Clerk

Frail Helmer Corporation
Mr. Helmer Corporation
C13572460

Compared and Mailed ~~Delivered~~ on
Credit Bureau Inc.
To Liberty Trust Bldg. Cumb'd
Jan 23 1963

LIBER 015 PAGE 18

RELIABLE CREDIT AND COLLECTION SERVICE, INC.

ARTICLES OF AMENDMENT UNDER SECTION 11-12 MARYLAND CORPORATION LAWS

Reliable Credit and Collection 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 of Maryland, that ;

FIRST : The charter of the Corporation is hereby amended by striking out paragraph SECOND of the Articles of Incorporation, establishing the name of the Corporation as RELIABLE CREDIT AND COLLECTION SERVICE, INC. and inserting in lieu thereof the following :

THAT THE NAME OF THE CORPORATION SHALL BE "CREDIT BUREAU OF CUMBERLAND, INC."

SECOND : The Board of Directors of the Corporation, at a meeting called for such special purpose , and held on the 3rd day of October 1962, 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 the 15th day of October, 1962.

THIRD : Notice setting forth the said amendment of the Charter

and stating that the purpose of the special meeting of the stockholders would be to take action thereon, was given as required by law and the By-Laws of said corporation, 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 by unanimous vote at said meeting.

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

IN WITNESS WHEREOF, Reliable Credit and Collection Service, Inc. has caused these presents to be signed in its name and on behalf by its President and its corporate seal to be hereunto affixed and attested by its secretary, on October 24, 1962

RELIABLE CREDIT AND COLLECTION SERVICE, INC.

Attest

PHYLLIS MENTECKY,
Secretary

JAMES E. SIMMERMON, President

ACKNOWLEDGEMENT

STATE OF WEST VIRGINIA

COUNTY OF MINERAL;

I hereby certify that on the 24th day of October, 1962 before me, the Subscriber, a Notary Public of the State of West

LIBER 015 PAGE 80

Virginia, in and for the County of Mineral, personally appeared JAMES E. SIMMERMON, President of Reliable Credit and Collection Service, 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 PHYLLIS MENTECKY and made oath in due form of law that she was Secretary of the meeting of stockholders of said corporation at which amendment of the Charter of the corporation therein set forth was approved, and that the matters and facts set forth was approved, in due and proper form; and that the facts are true to the best of her knowledge, information and belief.

Witness my hand and notarial seal the day and year above last written :

JOHN F. SOMERVILLE, JR.,
Notary Public

My commission expires July 18, 1970

LIBER 015 PAGE 21

ARTICLES OF AMENDMENT

OF

RELIABLE CREDIT AND COLLECTION SERVICE, INC.

changing its name to

CREDIT BUREAU OF CUMBERLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 5, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 324

4

Recorded in Liber F329, folio 179, 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. Boerger

F-324

FILED FOR RECORD
JAN 22 1963 19...
at 2:00 o'Clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the ..... Records of Allegany County
Maryland, and compared by
.....

01355

Credit Bureau of Cumberland, Inc.
Liber Drawer
Cats

15-51

Compared and Mailed ~~Delivered~~ on
TO J. C. Sullivan . Atty. Cumbd.
Feb. 19 19 63

LIBER 015 PAGE 92

STATE OF MARYLAND

OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF MERGER

To the Clerk of the CIRCUIT Court for ALLEGANY COUNTY

Pursuant to Article 23, Section 66(g), of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an agreement of merger has been filed in its office by Mr. John C. Sullivan, 89 E. Main Street, Frostburg, Maryland

which said agreement of merger was duly approved by said Department on December 11, 1962 at 9:00 A.M.

and in accordance with said Article and Section of the Code it is further certified:

(a) The names of the merging corporations are M.G.W. TV ASSOCIATION, INC. (a Md. corp.) into HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED (a Md. corp.) the surviving corporation

(b) The name of the new corporation is HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED

(c) The location of the principal office of the new corporation is Allegany County, Maryland

(d) The Agreement of merger is dated November 23, 1962

(e) The time of receipt for record of the agreement of merger in the office of the State Department of Assessments and Taxation was December 11, 1962.

As WITNESS to the act of the State Department of Assessments and Taxation at Baltimore, this 11th day of December, 19 62, I have set my hand and caused the seal of said Department to be hereto affixed.

Charles A. Bartgis, ~~Director~~
Chief Clerk

D 13554

LIBER 015 PAGE 23

Compared and Mailed ~~Delivered~~ on
TO J.C Sullivan - atty - cumbd
Feb 19 1963

ARTICLES OF MERGER

MERGING

M.G.W. TV ASSOCIATION, INC.

INTO

HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED.

FIRST : M.G.W. TV ASSOCIATION, INC., of Midland, Allegany County, Maryland, a nonprofit corporation organized and existing under the laws of the State of Maryland agree to be merged into the HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED

SECOND : Homestead Television Translators, Incorporated, a corporation organized and existing under the laws of the State of Maryland shall survive and shall continue under the same name.

THIRD : Parties of the Articles of Merger are M.G.W. TV Association, Inc., and Homestead Television Translators, Inc., corporations organized and existing under the laws of the State of Maryland.

FOURTH : There are no amendments to the Charter of the surviving corporation.

FIFTH : Homestead Television Translators, Inc., and M.G.W. TV Association, Inc. have no authority to issue stock and are nonprofit corporations.

SIXTH : Principal offices of each of the respective corporations, Homestead Television Translators, Inc. and M.G.W. TV Association, Inc., all organized under the laws of the State of Maryland is located in the County of Allegany, State of Maryland, and all their property is located in said County. The M.G.W. TV Association, Inc. owns property in the State of Maryland, the title to which could be affected by the recording of an

instrument among the Land Records of Allegany County, Maryland.

SEVENTH: The Articles of Merger were (a) duly advised by the Board of Directors of said acceptive corporations, namely, Homestead Television Translators, Inc. and M.G.W. TV Association, Inc., by the adoption on October 1, 1962, of a resolution declaring that the merger herein proposed was advisable substantially upon the terms and conditions set forth in these Articles of Merger and directing that the proposed Articles of Merger be promoted for action thereon at a special meeting of the members of said corporations and (b) were duly approved by the members of each corporation in the manner and by the vote required by law at the said special meeting of the members of each said respective corporation held on October 15, 1962, by the affirmative vote of two-thirds (2/3) of the members who were entitled to vote thereon as required by law.

EIGHTH : The surviving corporation shall continue to be governed by the Articles of Incorporation of the Homestead Television Translators, Inc. approved by the State Tax Commission of Maryland on October 5, 1961. The directors for the newly formed corporation are as follows: Benjamin Evans, Jr., Arminta Robertson, William G. Kroll and Paul M. Thompson and each shall continue to hold office until their respective successors shall have been chosen or appointed.

IN WITNESS WHEREOF, Homestead Television Translators, Inc. and M.G.W. TV Association, Inc., the corporation parties to the merger have caused the Articles of Merger to be signed in their respective corporate names and on their behalf by their respective President or Vice-President and their respective corporate seals to be hereunto affixed and attested by their respective Secretaries, all as of the 23rd day of November, 1962.

ATTEST:

HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED

Raymond J. Miller,
Secretary

Nelson Humes, President

M.G.W. TV ASSOCIATION, INC.

Lionel D. Baker,
Secretary

William G. Kroll, President

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of November, 1962, before me the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Nelson Humes, President of Homestead Television Translators, Incorporated, a corporation organized and existing under the laws of the State of Maryland, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Merger to be the corporate act of said corporation; and at the same time personally appeared Raymond J. Miller, and made oath that he was the Secretary (or chairman) of the meeting of the members of the said corporation at which said Articles of Merger were approved and that said Articles of Merger were duly advised by the Board of Directors and approved by the members of the said corporation in the manner and by the vote stated in the said Articles of Merger.

WITNESS my hand and seal this 23rd day of November, 1962.

John C. Sullivan
Notary Public

My Commission expires: May 6, 1963

LIBER 015 PAGE 26

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of November, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared William G. Kroll, President of M.G.W. TV Association, Inc., a corporation organized and existing under the laws of the State of Maryland, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Merger to be the corporate act of said corporation; and at the same time personally appeared Lionel D. Baker and made oath that he was the Secretary (or chairman) of the meeting of the members of the said corporation at which said Articles of Merger were approved and that said Articles of Merger were duly authorized by the Board of Directors and approved by the members of the said corporation in the nammer and by the vote stated in the said Articles of Merger.

WITNESS my hand and seal this 23rd day of November, 1962.

Notary Public

My Commission expires: May 6, 1963.

LIBER 015 PAGE 27

Compared and Mailed Delivered
TO
19

ARTICLES OF MERGER

OF

M.G.W. TV ASSOCIATION, INC. - a Md. corp.

merging into

HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED - a Md. corp. the surviving corp.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 11, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 823

5

Recorded in Liber 7333, folio 566, 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 Certif. to Land Rec. Off. 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.

FILED FOR RECORD
FEB. 19 1963 ... 19.....
at.....O'Clock.....M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany
Mary[illegible] aforesaid

Mail Robertson-Gibbons-Tilden-Pumphrey-Trail

C 13554

Compared and Mailed ~~Delivered~~ on
Wm R. King
TO Holland St Ext Cumbd.
Feb. 19 1963

LIBER 015 PAGE 28

ARTICLES OF INCORPORATION

OF

ALLEGANY COUNTY TAXPAYERS' ASSOCIATION, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William R. King whose post office address is Holland Street Extended, Cumberland, Maryland; Kenneth W. Long whose post office address is Oldtown Road, Cumberland, Maryland; and Harold E. Naughton whose post office address is 807 MacDonald Terrace, 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 County Taxpayers' Association, Incorporated.

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

(a) To bring about through nonpartisan and nonpolitical means in the interest of all taxpayers' in the County of Allegany State of Maryland, by mutual effort, the greatest possible economies consistent with efficiency in the collection and expenditure of public monies to the end that taxes, in the County of Allegany, State of Maryland, shall be reduced.

(b) To advise and cooperate with public officials and other agencies who may endeavor to reduce taxes within the County/

(c) To bring together as members of this Corporation, such persons, firms, associations and corporations as may be interested in cooperating in and furthering the work, purposes and ends for which this Corporation is organized.

(d) To acquire property by purchase, lease, or otherwise, and to own, use and employ, such property, real and personal, and generally to do all acts and things useful and as may be necessary,

auxiliary, incident and germane to the full exercise and emjoyment by this Corporation of the aforesaid purposes for which it is formed.

FOURTH: The post office address of the principal office of the Corporation in this County is Holland Street Extended, Cumberland, Maryland. The resident agent of the Corporation is William R. King, whose post office address is Holland Street Extended, Cumberland, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: This is a non-stock Corporation.

SIXTH: The Corporation shall have three(3) directors and William R. King, Kenneth W. Long and Harold E. Naughton shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 20th day of November, 1962.

WITNESS:

Mary Jo Huber — William R. King
William R. King

Mary Jo Huber — Kenneth W. Long
Kenneth W. Long

Mary Jo Huber — Harold E Naughton
Harold E. Naughton

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

THIS IS TO CERTIFY, that on November 20, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William R. King Kenneth W. Long and Harold E. Naughton, 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.

MARY JO HUBER NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

Mary Jo Huber
Notary Public

Compared and Mailed Delivered

TO _____

_____ 19____

LIBER 015 PAGE 30

ARTICLES OF INCORPORATION

OF

ALLEGANY COUNTY TAXPAYERS' ASSOCIATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 11, 1962 at 1:23 o'clock P. M. as in conformity with law and ordered recorded.

A 830

3

Recorded in Liber F833, folio 530, 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 C. Bartlett

FILED FOR RECORD

FEB 13 1963

at ..... O'Clock ..... M.

and same day Recorded in Liber No. ..... Folio ..... one of the ..... Land Records of Allegany County, Maryland, and compared by

..... Clerk

Mailed to Kirkland & Smith Cumberland Md.

C 13557

LIBER 015 PAGE 31

Compared and Mailed ~~Delivered~~ on
Gordon L. Bowie
TO 706 Washington St. Cumbd.
Feb. 19 1963

THE WEST SIDE REALTY COMPANY
of
CUMBERLAND, ~~MARYLAND~~ Md.

ARTICLES OF REVIVAL

The West Side Realty Company of Cumberland, ~~Maryland~~ Md., 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 16, 1934, 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 West Side Realty Company of Cumberland, ~~Maryland~~ Md.

THIRD: The name by which the Corporation will hereafter be known is The West Side Realty Company of Cumberland, ~~Maryland~~ Md.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 706 Washington 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 are Gordon L. Bowie, No. 706 Washington 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:

(a) Paid all fees required by law;

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

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

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

SIXTH: The last acting President, Vice-President, Secretary and Treasurer of the Corporation are unable to sign and acknowledge these Articles of Revival; there are less than three of the last acting directors of the Corporation able and willing 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 elected for that purpose as hereinabove set forth has signed these Articles of Revival on November 14th, 1962.

Gordon L Bowie (SEAL)
Gordon L. Bowie

Guy J Spear (SEAL)
Guy J. Spear

George Henderson (SEAL)
George Henderson

STATE OF MARYLAND

COUNTY OF ALLEGANY, to wit:

I HEREBY CERTIFY, That on this 14th day of November, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared GORDON L. BOWIE and GUY J. SPEAR and as two of the three directors elected for the purpose of executing, acknowledging and filing Articles of Revival of the West Side Realty Company of Cumberland, Maryland, 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.

My Commission Expires: May 6, 1963.

Victoria E. Bittinger
Notary Public

** ** **

STATE OF MARYLAND

COUNTY OF ALLEGANY, to wit:

I HEREBY CERTIFY, That on the 14th day of November, 1962, before me, the subscriber, a Notary Public of the State of Arizona, in and for the County of Pima, personally appeared GEORGE HENDERSON and as one of the three directors elected for the purpose of executing, acknowledging and filing Articles of Revival of the West Side Realty Company of Cumberland, Maryland, a Maryland Corporation, severally acknowledged the foregoing Articles of Revival to be his act.

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

My Commission Expires: May 6, 1963.

Victoria E. Bittinger
Notary Public

LIBER 015 PAGE 34

ARTICLES OF REVIVAL

OF

THE WEST SIDE REALTY COMPANY OF CUMBERLAND, MD.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 27, 1962 at 3:55 o'clock P. M. as in conformity with law and ordered recorded.

A 1038

4

Recorded in Liber F335, folio 228, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonds/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 A. Carlson

FILED FOR RECORD
FEB. 13. 1963. 19.....
at.....O'Clock.....M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared By Goodwin
.....Clerk

Q 135547

mail to: Bonzi & Bonzi
1106 Washington St city

Compared and Mailed Delivered on
Edward L. Clinebell
30 337 Centre St. Cumbd.
Feb. 19 19 63

LIBER 015 PAGE 35

12/20/62
W. A
Rec

CLINEBELL'S BAKERY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Edward Lee Clinebell, whose post office address is 613 Ridgewood Avenue, Allegany County, Cumberland, Maryland; B. Elaine Clinebell, whose post office address is 613 Ridgewood Avenue, Allegany County, Cumberland, Maryland; Fred A. Anderson, whose post office address is 915 Camden Avenue, Allegany County, 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 Clinebell's Bakery, 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 and sell, both wholesale and retail, bread, cakes, rolls, pies, pastries and other allied and like bakery products and to perform any and all duties necessary to conduct a successful wholesale and retail bakery.

(b) To create and generally deal in all kinds of food, food stuffs, food and diary products and generally carry on any such retail business dealing with food stuffs in any manner which may seem advantageous or useful with the general business of the corporation.

(c) 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.

(d) To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corpo-

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

ration 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.

(e) 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.

(f) 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

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CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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, 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

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 39

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 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

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

the principal office of the Corporation in this State will be located is 33 North Centre Street, Allegany County, Cumberland, Maryland. The resident agent of the Corporation is Edward Lee Clinebell, whose post office address is 613 Ridgewood Avenue, 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 Lee Clinebell, B. Elaine Clinebell and Fred H. Anderson 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 ($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 four hundred twenty (420) full paid and non assessable shares of One Hundred Dollars ($100.00) par value stock for the full consideration, the value of which consideration is hereby stated to be not less than Forty Two Thousand Dollars ($42,000.00) namely:

ITEM	DATE PURCHASED
Dough Cutters	2-41
Neon Sign	9-49
Glass Shelves	10-51
Neon Sign	10-51
1961 Imperial Sdn. Ser. #9214105382	12-60
Canvas Awning	3-52
Cake Pans	9-48
Mixing Bowl	10-48
Mold Pans	12-52
Paper Cutter	11-52
Ingredient Containers	10-55
Aluminum Cake Pans	1-59
Bakers Bench 10' x 5'	10-51
Mixer - (Used) 20 Qts.	5-57
Mixer - (Used) 120 Qts.	4-59

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CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 44

Grinder & 7 Attachments	4-59
Electric Fan	3-47
Proof Box	1-47
Gas Stove	1-47
Scale (Bakers)	2-47
Cake Rack (Small)	7-47
Rack (Icing Cake)	8-47
Show Cases	9-51
Bread Slicer	1-52
Cases & Drawers	3-53
Donut Fryer	11-53
Cash Register	11-53
Carrier Air Conditioner (3 Tons)	5-54
Sparkler Filter #3653-c	11-58
Bun Divider	1-47
Mixer	11-47
Cake Mixer (Used) Model M-80	10-51
Retarder (McCray)	5-52
Bak-N-Freeze (Thesco)	7-52
Bread Rack	1-47
Storage Rack	1-47
Cake Rack	1-47
Oven (Century #23)	9-53
Boiler #326	11-54
Iron Safe	4-55
File Cabinet (Used)	9-57
Cash Register (Used)	6-60
Mixing Bowl	10-57
Crumb Mill (Used)	11-59
Refrigerator - McCall (Used)	6-60
Bowl Knives	11-57
Pie Tins (20-10 Deep)	8-57
Frames F-199 Pans	9-57
Wire Whips	9-57
Plastic Lifter Disc.	9-57
Bread Pans (50 Sets)	9-57
Bottom Plate	9-57
Stand	9-57
Square Lifter Disc.	9-57
Steel Rod	10-57
Aluminum Display Pans (12)	12-57
Aluminum Baking Pans (24)	10-57
Icing Knives	10-57
Beacon Pans	10-57
Patty Pans #00	9-57
Patty Pans #0	9-57
Patty Pans #1	9-57
Confectionery Case (24x60)	11-57
Rubber Candy Moulds (53)	11-59
Bases For Cake Stand (6)	8-57
Discs For Cake Stand (6)	8-57
Ingredient Bins #217 (3)	8-57
Ingredient Bins #217 (2)	8-57
G. E. Air Conditioner #R472	8-58
G. E. Air Conditioner #R472	8-58
McCray Deep Freeze	10-57
Bakers Sink	8-57
Mills Chocolate Warmer	8-57
Choc. Temp. & Mixing Kettle (100 lb.)	12-57
McCray 8-Door Freezer #277	8-58
Acme Rol-Do-Sheeter (3 in.)	5-58
Candy Scale (Used)	2-60
Refrigerator (Used)	12-59

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 42

Columbia Corner Case (30"x30")	8-59
Gas Stove	3-60
Coffee Bar	8-59
Cash Register 21-71-1-5IL8	12-59
Tree Rack (36 Pan Cap.)	9-59
Bread Rack R-30 New	9-59
Bakers Sink	7-59
Scale "Exact Weight"	2-60
Hobart Cake Mixer (M-280)	1-60
Scaling Bench	2-60
Bakers Bench (10x5)	4-60
Bun Divider "Duchess"	3-60
Show Cases (Used) 6	9-59
1963 Ford Econo Van	10-62
Tile & Masonite Flooring	11-61
Air Condition System	8-61
Air Plane - Beechcraft Bonanza-D-35	8-61

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 18th day of December, 1962.

WITNESS:

Miller Bowen — Edward Lee Clinebell (SEAL)
EDWARD LEE CLINEBELL

Miller Bowen — B Elaine Clinebell (SEAL)
B. ELAINE CLINEBELL

Miller Bowen — (SEAL)
FRED A. ANDERSON

STATE OF MARYLAND

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 18th day of December, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared EDWARD LEE CLINEBELL, B. ELAINE CLINEBELL, and FRED H. ANDERSON, and severally acknowledged the aforegoing articles of incorporation to be their act.

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

My Commission expires:

May 6, 1963

Miller Bowen
Notary Public

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 43

ARTICLES OF INCORPORATION

OF

CLINEBELL'S BAKERY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 20, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 991

9

Recorded in Liber 3335, folio 550, 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.

Gordon M. Boyd Jr.

FILED FOR RECORD
FEB 13 1963
at ..... O'Clock ..... P.
and same day Recorded in Lib
No. ..... Folio .....
one of the .....
Land Records of Allegany Coun
Maryland, and compared by
Lough ... Co. ... Clerk

Mail Edward & Clinebell
3371 Centre St
City

13577

Compared and Mailed ~~Delivered~~ on
J. H. Holzshu
TO 21 S. Centre St. Cumbld.
Feb. 19 1963

LIBER 015 PAGE 44

3/21/62
W. H.

HOLZSHU-BLAUL-WELCH AGENCY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, J. Henry Holzshu, whose post-office address is 814 Camden Avenue, Cumberland, Maryland; Frank R. Blaul, Jr., whose post-office address is 616 Washington Street, Cumberland, Maryland; and Richard R. Welch, whose post-office address is Route 1, Ridgeley, Mineral County, West Virginia; 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

HOLZSHU-BLAUL-WELCH AGENCY, INC.

THIRD: The purposes for which the Corporation is formed and the objects to be carried out are as follows:

(1) To carry on a general insurance, life insurance and real estate business.

(2) To act as agent for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, elevator, accident, health, burglary, rent, bonds, marine, credit and life insurance and all other kinds of insurance, the collection of premiums and the doing of such other

business as may be delegated to agents by such companies, and to conduct a general insurance agency and insurance brokerage business.

(3) To conduct a general brokerage agency and commission business for others in the purchase, sale and management of real estate and the negotiation of loans thereon; to purchase and sell for others personal property, stocks, bonds and notes and to negotiate loans thereon; to act as trustee in deeds of trust or mortgages on real or personal property and to act as agents for the renting of houses, lands and the collection of rents and the payment of taxes thereon.

(4) 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, franchise, 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.

(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 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.

LIBER 015 PAGE 47

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 No. 21 South Centre Street, Cumberland, Allegany County, Maryland. The resident agent of the Corporation is J. Henry Holzshu, whose business post-office address is 21 South Centre 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 and J. Henry Holzshu, Frank R. Blaul, Jr., and Richard R. Welch 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 Five Hundred (500) shares of no par value stock.

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

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time of shares of its stock 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) 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 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

LIBER 015 PAGE 50

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) 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.

(8) 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.

EIGHTH: The duration of the Corporation shall be perpetual.

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IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 17th day of December, 1962.

Witness:

Mary Newman
MARY NEWMAN

J. Henry Holzshu
J. HENRY HOLZSHU

W. R. Carscaden
WM. R. CARSCADEN

Frank R. Blaul Jr.
FRANK R. BLAUL, JR.

W. R. Carscaden
WM. R. CARSCADEN

Richard R. Welch
RICHARD R. WELCH

STATE OF MARYLAND,
ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY that on this 17th day of December, 1962, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared J. HENRY HOLZSHU, FRANK R. BLAUL, JR., and RICHARD R. WELCH, and acknowledged the foregoing Articles of Incorporation to be their act.

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

Sarah L. Bennett
Notary Public

LIBER 015 PAGE 52

ARTICLES OF INCORPORATION

OF

HOLZSHU-BLAUL-WELCH AGENCY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 21, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1009

9

Recorded in Liber F 335, folio 452, 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.

FILED FOR RECORD
FEB 13 1963 19.....
at.....O'Clock.....M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by

Mail to Flannery Robertson & Welch Attys. at Law Cumberland Md. Clerk

13 5577

LIBER 015 PAGE 53

Compared and Mailed ~~Delivered~~ on
John W. Rollins
64 Pershing St. Cumbld
Feb. 19 1963

W. H.

THE QUARTZITE COMPANY OF ALLEGANY COUNTY, INC.
ARTICLES OF INCORPORATION

First: That we, the subscribers, Edwin J. Bognar, John W. Rollins and Nadine E. 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: The name of the corporation (which is hereinafter called the Corporation) is

THE QUARTZITE COMPANY OF ALLEGANY COUNTY, 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 conduct and carry on the business of mining, producing and selling clay, coal, 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 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, issued 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 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, ware and merchandise of every description.

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

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

(g) To 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 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 three Directors, Edwin J. Bognar, John W. Rollins and Nadine E. Bognar.

Sixth: The total amount of the authorized capital stock of the Corporation is Ten Thousand Dollars (10,000.00) par value, divided into One Thousand (1,000) shares of the par value of Ten Dollars ($10.00) 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, 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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on November 30, 1962.

WITNESS:

Ruth L. Küffner

Edwin J. Bognar (SEAL)

John W. Rollins (SEAL)

Nadine E. Bognar (SEAL)

STATE OF MARYLAND, to wit:

I HEREBY CERTIFY, that on this 1st day of December, 1962, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Edwin J. Bognar, John W. Rollins 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 last above written

JAMES J. BURNS NOTARY PUBLIC ALLEGANY COUNTY, MD.

James J. Burns
Notary Public

LIBER 015 PAGE 57

ARTICLES OF INCORPORATION

OF

THE QUARTZITE COMPANY OF ALLEGANY COUNTY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 17, 1962 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 923

5

Recorded in Liber F 334, folio 522, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 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.

Sophie A. Barton

Terry L. Rollins
Clerk
Atty

E 13457

FILED FOR RECORD
FEB 19 1963
..... 19.....
at .....O'Clock.....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~~ on
TO J. E. Getty Atty. Cumb'd
March 7 1963

Liber-015 PAGE-58 -

CARSCADEN, GILCHRIST & GETTY CUMBERLAND, MD.

THE CUMBERLAND SAVINGS BANK

ARTICLES OF AMENDMENT

The Cumberland Savings Bank, a Maryland banking corporation having its principal office at 201 Virginia Avenue, in Cumberland, Allegany County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Bank Commissioner of Maryland, that:

FIRST: The Board of Directors of the Corporation at a meeting duly convened and held on December 4, 1962, adopted a Resolution in which was set forth the following amendments to the charter, declaring that the said amendments of the charter were advisable, and directing that they be submitted for action thereon at the regular annual meeting of the stockholders of the Corporation to be held on January 10, 1963.

SECOND: Notice setting forth the said proposed amendments 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 of the Corporation, all of whom were entitled to vote.

THIRD: The amendments of the charter of the Corporation, as hereinafter set forth, were approved by the stockholders of the Corporation at said meeting held on January 10, 1963, by the affirmative vote of over two-thirds (2/3) of the stockholders present, either in person or by proxy, and voting.

FOURTH: The amendments of the charter of the Corporation, as hereinafter set forth, have been duly advised by the Board of Directors and duly approved by the stockholders of the Corporation.

FIFTH: The amendments of the charter of the Corporation are as follows:

A. The charter of the Corporation is hereby amended by striking out Section 1 of the Certificate of Incorporation dated July 5, 1899, and recorded in Certificate of Incorporation Liber 3, folio 101, in the Office of the Clerk of the Circuit Court for Allegany County, Maryland, and inserting in lieu thereof the following:

"SECTION 1: The name of the Corporation, which is hereinafter called "Corporation", shall be "Cumberland Savings Bank".

B. The charter of the Corporation is hereby amended by striking out Section 5, as amended by Articles of Amendment filed on February 10, 1948, and recorded in Certificate of Incorporation Liber 9, folio 278, in the Office of the Clerk of the Circuit Court for Allegany County, Maryland, wherein the authorized capital stock of said Corporation was $85,000.00 divided into 8,500 shares of the par value of $10.00 each, and inserting in lieu thereof the following:

"SECTION 5: The total amount of the capital stock of said Bank is $150,000.00 divided into 15,000 shares of the par value of $10.00 each, of which amount 8,500 shares are now issued and outstanding. The increased capitalization of said Corporation represents 6,500 shares of capital stock of the Corporation having a par value of $10.00 per share, of which 4,250 shares shall be issued as a 50% stock dividend to the stockholders of said Corporation of record on December 31, 1962. No certificates for fractional shares shall be issued. Non-participating script certificates in such form, and upon such terms and conditions as determined by the Board of Directors, shall be issued by the

Liber-015 PAGE-60--

CARSCADEN, GILCHRIST & GETTY CUMBERLAND, MD.

Corporation for fractional shares.

The remaining 2,250 shares of new stock in the Corporation shall be disposed of by the Corporation on the following basis:

1. Each stockholder of record on December 31, 1962 shall have the right to purchase for cash at and for the sum of $20.00 per share 1 full share of the new stock for each 10 shares of stock then owned by such stockholder in the Corporation. No certificates for fractional shares shall be issued. Non-participating script certificates in such form and upon such terms and conditions as determined by the Board of Directors, shall be issued by the Corporation for fractional shares. The stock to be issued by the Corporation, under the terms and provisions of this paragraph, shall be limited to 850 shares.

2. The remaining 1,400 shares of the new shares of the Corporation shall be offered for sale to new stockholders at and for the sum of $20.00 per share in cash, in blocks not to exceed 50 shares per person, which said public offering is being made for the purpose of increasing local public interest in the Corporation by expanding the Corporation's stock-holders bracket, and generally promoting and expanding the Corporation's banking activities".

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CARSCADEN, GILCHRIST & GETTY CUMBERLAND, MD.

CARSCADEN, GILCHRIST & GETTY CUMBERLAND, MD.

IN WITNESS WHEREOF, The Cumberland Savings Bank has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed, and attested by its Cashier, this 17th day of January, 1963.

ATTEST:

John L. Conway

John L. Conway,
Cashier

THE CUMBERLAND SAVINGS BANK

By Marcus A. Naughton

Marcus A. Naughton,
President

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 17th day of January, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Marcus A. Naughton, President of The Cumberland Savings Bank, 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 L. Conway, and made oath in due form of law that he was Cashier of the meeting of the Board of Directors of said corporation at which the amendment of the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Angela M. Sambdeil

NOTARY PUBLIC.

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CARSCADEN, GILCHRIST & GETTY CUMBERLAND, MD.

The Bank Commissioner of the State of Maryland hereby approves the form and substance of the aforegoing Articles of Amendment of The Cumberland Savings Bank, a Maryland banking corporation.

Executed at Baltimore, Maryland, this 1st day of February, 1963.

W. R. Milford

BANK COMMISSIONER

LIBER 015 PAGE 63

Compared and Mailed Delivered on
Ralph G. Cover
TO Bowling Ave. Bowling Green, Md.
March 22 1963

1/4/63 W. S.

ARTICLES OF INCORPORATION

OF

COVER VALLEY INC.

This is to certify:

FIRST: That we, the subscribers, Ralph G. Cover, whose postoffice address is Bowling Avenue, Bowling Green, Cumberland, Allegany County, Maryland, Ethel M. Cover, whose postoffice address is Bowling Avenue, Bowling Green, Cumberland, Allegany County, Maryland, and Richard G. Cover, whose postoffice address is Bowling Avenue, Bowling Green, Cumberland, Allegany County, 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:

COVER VALLEY INC.

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

(a) To construct, own, build, operate, conduct and carry on a golf club for the use and benefit of the public generally. To build, own, operate, and conduct a clubhouse restaurant, locker rooms, and garage in connection therewith; to conduct amusement enterprises in all of the branches pertaining thereto and thereof.

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

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner

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

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

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

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

or businesses or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

The 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 the 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 Bowling Avenue, Bowling Green, Cumberland, Allegany County, Maryland. The resident agent of the Corporation is Ralph G. Cover, whose postoffice address is Bowling Avenue, Bowling Green, Cumberland, Allegany County, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 5,000 shares without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have three (3) directors and Ralph G. Cover, Ethel M. Cover and Richard G. Cover 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 determing the existence of a quorum of 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 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 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 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 the 31st day of December, 1962.

WITNESS:

Kathleen L. Davis as to Ralph G. Cover
Ralph G. Cover

Kathleen L. Davis as to Ethel M. Cover
Ethel M. Cover

Kathleen L. Davis as to Richard G. Cover
Richard G. Cover

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STATE OF MARYLAND

COUNTY OF ALLEGANY, to wit:

THIS IS TO CERTIFY, That on the 31st day of December, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared RALPH G. COVER, and ETHEL M. COVER and RICHARD G. COVER 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 6, 1963.

Victoria E. Bittinger
Notary Public

VICTORIA E. BITTINGER NOTARY PUBLIC ALLEGANY CO. MARYLAND

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15-63

ARTICLES OF INCORPORATION

OF

COVER VALLEY INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 2, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1206

9

Recorded in Liber 3334, folio 554 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. Bastgen

FILED FOR RECORD
MAR 22 1963
at 9:45 o'Clock A. M.
and same day Recorded in L
No. Folio
one of the Land Records of Allegany C
Maryland, and compared by

mail Ralph H. Cover Jr
Bruning Ave
Bruning Md.

Compared and Mailed ~~Delivered~~ on
Sylvester J. Smith
TO 67 LaVale Blvd. La Vale, Md.
March 22 1963

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3/14/63
W. K.

ARTICLES OF INCORPORATION

OF

AIR-FLOW ROOFING AND SIDING, INC.

THIS IS TO CERTIFY :

FIRST : That we, the subscribers, Sylvester J. Smith, Eula M. Smith, Dustin Dale Welch and Jean B. Welch, the first two named persons whose address is 67 LaVale Boulevard, La Vale, Maryland and the last two named persons whose address is 1000 Oldtown Road, Cumberland, 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 :

AIR -FLOW ROOFING AND SIDING, INC.

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

(a) To operate and maintain a roofing and siding business, to renovate, reconstruct, revamp, construct, design, build, rebuild or in any other manner change the form, shape or value of buildings and structures, of any material whatsoever.

(b) To acquire, own, lease, maintain, mortgage, sell and exchange all personal and all real property or properties as shall be

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necessary to the conduct of the business and activities enumerated above;

FOURTH : The post office address at which the principal officer of the corporation in this state will be located is 1241 National Highway, La Vale, Maryland. The Resident Agent of the corporation is Sylvester J Smith, whose post office address is 67 La Vale Boulevard La Vale, Maryland. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH : The total authorized capital stock of the corporation is five thousand dollars ($5,000.) consisting of five thousand (5000) shares of stock of the par value of one dollars ($1.00) per share.

SIXTH : The corporation shall have not less than three (3) Directors nor more than five (5) Directors and Sylvester J. Smith, Eula M. Smith, Dustin Dale Welch and Jean B. Welch 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 of shares of its stock from time to time with or without par value of any class, and securities convertible

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into shares of its stock, with or without par value of any class, for such consideration 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 to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all 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 4th day of January, 1963

Sylvester J. Smith
SYLVESTER J. SMITH

Dale Welch
Witness to Sylvester J. Smith

Eula M. Smith
EULA M. SMITH

L. J. Smith
Witness to Eula M. Smith

Dustin Dale Welch
DUSTIN DALE WELCH

S. J. Smith
Witness to Dustin Dale Welch

Jean B. Welch
JEAN B. WELCH

S. J. Smith
Witness to Jean B. Welch

Articles of Incorporation - Air Flow Roofing & Siding, Inc. - Page 4

STATE OF MARYLAND, ALLEGANY COUNTY, TOWIT :

I hereby certify that on this 4th day of January, 1963, before me, the Subscriber, a Notary Public of the State of Maryland and in and for the County aforesaid, personally appeared Sylvester J. Smith, Eula M. Smith, Dustin Dale Welch and Jean B. Welch and severally acknowledged the within and aforegoing certificate or Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal :

NOTARY PUBLIC

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ARTICLES OF INCORPORATION

OF

AIR-FLOW ROOFING AND SIDING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 16, 1963 at 2:26 o'clock P. M. as in conformity with law and ordered recorded.

A 1388

5

Recorded in Liber F 339, folio 244 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. Bartgis

FILED FOR RECORD
MAR 22 1963
at 9:45 o'clock A. M.
and same day Recorded in
No. ..... Folio .....
one of the ..... Records of Allegany C
Land Records of Allegany County,
Maryland, and compared by
Clerk

LIBER 015 PAGE 77

Compared and Mailed ~~Delivered~~ on
Wm. D. Goff Sr.
TO 901 Md. Ave. Cumbd
March 22 1963

1/18/63
W. H.

ARTICLES OF INCORPORATION

OF

ALLEGANY ALUMINUM PRODUCTS, INC.

THIS IS TO CERTIFY :

FIRST : That we, the subscribers hereto, William Dale Goff, Sr whose post office address is 901 Maryland Avenue, Cumberland; Zelda Ruth Goff whose post office address is 901 Maryland Avenue, Cumberland, Maryland; and John Thomas Moore whose post office address is 3 Linda Way, La Vale, 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 :

ALLEGANY ALUMINUM PRODUCTS, INC.

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

(a) To operate and maintain an aluminum products business consisting of fabricated and prefabricated aluminum storm windows, doors and related products used in the home repair, home construction and home renovation industry. Also to construct, design , build rebuild renovate or in any other manner change the form shape or value of buildings and structures, of any material whatsoever.

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(b) To acquire, own, lease, maintain, mortgage, sell and exchange all personal and all real property or properties as shall be necessary to the conduct of the business and activities enumerated above.

(c) To acquire, own and operate the business and all other businesses which may be related to, incident to or necessary for the establishment and operation of retail and manufacturing outlets for the products enumerated above.

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

FOURTH : The post office address at which the principal officer of the corporation in this state will be located is 901 Maryland Avenue, Cumberland, Maryland. The resident agent of the Corporation is William Dale Goff, Sr. whose post office address is 901 Maryland Avenue, Cumberland, 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 thousand dollars ($5000.00) consisting of five thousand (5000) shares of the par value of one dollar ($1.00) each share.

SIXTH : The corporation shall have not less than three (3) nor more than five (5) directors and William Dale Goff, Sr., Zelda Ruth Goff and John Thomas Moore 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 corporation and of the directors and stockholders.

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said board of directors shall 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 the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all 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 9th day of January, 1963 in the City of Cumberland, Maryland. :

William Dale Goff Sr. — Zelda Ruth Goff

WILLIAM DALE GOFF, SR. — Witness to William D. Goff, Sr.

Zelda Ruth Goff — William Dale Goff Sr.

ZELDA RUTH GOFF — Witness to Zelda R. Goff

John Thomas Moore — William Dale Goff Sr.

JOHN THOMAS MOORE — Witness to John T. Moore

STATE OF MARYLAND

ALLEGANY COUNTY : TO WIT :

I hereby certify that on this 9th day of January, 1963, before me, the Subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William Dale Goff, Sr., Zelda Ruth Goff and John Thomas Moore 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 May 6, 1963

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ARTICLES OF INCORPORATION

OF

ALLEGANY ALUMINUM PRODUCTS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 17, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1416

5

Recorded in Liber F 339, folio 114, 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
MAR 22 1963
at 2:25 o'clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Md., and examined by

Clerk

Mail Wm. D. Bostwick
901 Braddock Road
Cumberland

Compared and Mailed ~~Delivered~~ on
TO Sylvester J. Smith 67 LaVale Blvd. LaVale, Md.
March 22 1963

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1/23/63
M. S.

ARTICLES OF INCORPORATION

OF

ATLAS-ALLEGANY HOMES CORPORATION

THIS IS TO CERTIFY :

FIRST : That we, the subscribers hereto, Sylvester J. Smith, 67 La Vale Boulevard, La Vale, Maryland; James E. Smith, 409 Willoughby Road, La Vale, Maryland and Eula M. Smith, 67 La Vale Boulevard, La Vale, Maryland, all being of legal age, do by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves together with the intention of forming a corporation.

SECOND : That the name of the corporation, hereinafter called the corporation, shall be :

ATLAS - ALLEGANY HOMES CORPORATION

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

(a) To operate and maintain a homes construction company engaged in the construction, building, erection, design, renovation, restyling and in any other manner change or create structures and buildings for home and commercial use, of any material whatsoever.

(b) To acquire, own, lease, mortgage, buy, sell and exchange all personal and all real property or properties as shall be reasonably

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necessary for or incident to the conduct of the business or businesses enumerated above.

(c) To acquire, own and operate the business and all other enterprises which may be in any way related to, or incident to, or necessary for the establishment and operation of retail and/or manufacturing outlets for the products enumerated above.

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

FOURTH : The post office address at which the principal officer of the corporation in this state will be located is 67 LaVale Boulevard, La Vale, Maryland. The resident agent of the corporation is Sylvester J. Smith whose post office address is 67 LaVale Boulevard, La Vale, 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 thousand dollars ($5000) consisting of five thousand (5000) shares of the par value of one dollar ($1.00) each share.

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SIXTH : The corporation shall have not less than three (3) nor more than five (5) directors and Sylvester J. Smith, James E. Smith and Eula M. Smith 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, and for such consideration as said Board of Directors shall deem appropriate, 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 of 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 approved by the holders of two thirds (2/3rds) 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

LIBER 015 PAGE 86

Articles of Incorporation this 11th day of January, 1963 in the city of Cumberland, Maryland :

Witness to S. J. Smith — SYLVESTER J. SMITH

Witness to James E. Smith — JAMES E. SMITH

Witness to Eula M. Smith — EULA M. SMITH

STATE OF MARYLAND; COUNTY OF ALLEGANY : TOWIT :

I hereby certify that on this 11th day of January, 1963, before me, the Subscriber, a Notary Public of the State of Maryland, in and for the county aforesaid, personally appeared Sylvester J. Smith, James E. Smith and Eula M. Smith and severally acknowledged the within and aforegoing [redacted] Articles of Incorporation to be their act.

WITNESS my hand and notarial seal :

NOTARY PUBLIC

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ARTICLES OF INCORPORATION

OF

ATLAS - ALLEGANY HOMES CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland January 23, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1501

5

Recorded in Liber F340, folio 239, 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. Bantzen

FILED FOR RECORD
MAR 22 1963 19
at 9:45 o'clock A.
and same day Recorded in L
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by
Clerk.

LIBER 015 PAGE 87

Compared and Mailed Delivered on
Louis P. St. Marie
TO 19 Bowery St. Frostburg
March 22 1963

1/29/63
W. H.

ARTICLES OF INCORPORATION

OF

AU PETIT PARIS, INC.

THIS IS TO CERTIFY :

FIRST : That we, the subscribers hereto, Louis Phillip St. Marie, 19 Bowery Street, Frostburg, Maryland; Jeanne Teresa St. Marie, 19 Bowery Street, Frostburg, Maryland and Franklin P. Shumaker, 20 Mount Pleasant Street, Frostburg, Maryland, all being of legal age, do by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves together with intention of forming a corporation.

SECOND : That the name of the corporation, hereinafter called the corporation, shall be :

AU PETIT PARIS , INC.

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

(a) To own, operate. conduct, manage, maintain and carry on a restaurant. cafe, cabaret and eating place, to buy, sell,lease or otherwise dispose of and operate conduct, furnish, equip and manage restaurants, inns, eating houses, taverns, cabarets, cafes or places of entertainment, and generaly do and perform everything necessary for carrying out the aforesaid purposes.

@ 13620

LIBER 015 PAGE 88

(b) To buy or otherwise acquire, manufacture, market, prepare for market, sell, deal in and deal with, import or export food and food products of every class and description, fresh, canned, preserved or otherwise, and to prepare and serve all food, beverages, alcoholic or non - alcoholic, and other preparations and refreshments of all kinds.

(c) To acquire, own and operate the business and all other enterprises which may be related to, or incident to, or necessary for the establishment and operation of retail and or manufacturing outlets for the products above.

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

FOURTH : The post office address at which the principal officer of the corporation in this state will reside is located at 19 Bowery Street, Frostburg, Maryland. The resident agent of the corporation is Louis Phillip St. Marie whose post office address is 19 Bowery 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 thousand dollars ($5000.) consisting of five thousand (5000) shares of

LIBER 015 PAGE 89

the par value of one dollars ($1.00) each share.

SIXTH : The corporation shall have not less than three (3) nor more than five (5) directors and Louis Phillip St. Marie, Jeanne Teresa St. Marie and Franklin P. Shumaker shall act as such until the first annual meeting or until their successors in office 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, and for such consideration as said Board of Directors shall deem appropriate, 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 of 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 approved by the holders of two thirds (2/3rds) of all such stock at the time outstanding.

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IN WITNESS WHEREOF - we have set our hands and seals to these Articles of Incorporation this 23rd day of January, 1963 in the city of Frostburg, Maryland :

Witness to Louis P. St. Marie — LOUIS PHILLIP ST. MARIE

Witness to Jeanne T. St. Marie — JEANNE TERESA ST. MARIE

Witness to Franklin P. Shumaker — FRANKLIN P. SHUMAKER

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT :

I hereby certify that on this 23rd day of January, 1963 before me, the Subscriber, a Notary Public of the State of Maryland, in and for the county aforesaid, personally appeared Louis Phillip St. Marie, Jeanne Teresa St. Marie and Franklin P. Shumaker and severallly acknowledged the within and aforesaid certificate or Articles of Incorporation to be their act.

Witness my hand and Notarial Seal :

NOTARY PUBLIC

Commission Expires 5/1/63

EUGENE B. MOORE, JR. NOTARY PUBLIC ALLEGANY CO. MD.

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ARTICLES OF INCORPORATION

OF

AU PETIT PARIS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 28, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1567

5

Recorded in Liber F340, 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 $ 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

FILED FOR RECORD
MAR 22 1963 19
at 2:45 o'clock P. M.
and same day Recorded in Liber
No. Folio
one of the
Land Records of Allegany County,
Clerk

Mail to Louis P. Rothschild
19 Baltimore St.
Cumberland Md.

Compared and Mailed ~~Delivered~~ on
Growden Construction Co.
TO R-3, Bedford Rd. Cumbd.
March 22 1963

LIBER 015 PAGE 92

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

GROWDEN CONSTRUCTION COMPANY

were received for record on January 15, 1963, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert K. Ward
Director

GROWDEN CONSTRUCTION COMPANY

ARTICLES OF DISSOLUTION

Growden Construction 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 that:

FIRST: The corporation is hereby dissolved.

SECOND: The name of the corporation is as hereinabove set forth and the postoffice address of the principal office of the corporation in the State of Maryland is Route 3, Bedford Road, Cumberland, Allegany County, Maryland.

THIRD: The name and postoffice 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 hereinafter instituted or filed against the corporation for one year after dissolution and thereafter until the affairs of the corporation are wound up, is Walter C. Growden, Route 3, Bedford Road, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

FOURTH: The names and postoffice addresses of each of the directors of the corporation are as follows: Walter C. Growden, Route 3, Bedford Road, Cumberland, Maryland; Irene J. Growden, Route 3, Bedford Road, Cumberland, Maryland; and John E. Growden, Route 3, Bedford Road, Cumberland, Maryland.

LAW OFFICES
LIPPEL AND MATHIAS
CUMBERLAND, MD.

FIFTH: The names, titles and postoffice addresses of each of the officers of the corporation are as follows: Walter C. Growden, President, Route 3, Bedford Road, Cumberland, Maryland; John E. Growden, Vice President, Route 3, Bedford Road, Cumberland, Maryland; Irene J. Growden, Secretary-Treasurer, Route 3, Bedford Road, Cumberland, Maryland.

SIXTH: The Board of Directors at a meeting of the Board of Directors of the corporation convened and held on December 29, 1962, unanimously adopted a resolution declaring that dissolution of the corporation is advisable, all of the holders of the capital common stock of the corporation (there being no preferred stock outstanding or entitled to vote) having consented in writing to the dissolution of the corporation.

SEVENTH: The consent in writing to the dissolution of the corporation was signed by all the stockholders of the corporation. Such consent is filed with the records of the corporation and the dissolution of the corporation has been duly advised by the Board of Directors as authorized by the stockholders of the corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

EIGHTH: The corporation has no known creditors.

NINTH: These articles of dissolution are accompanied by certificate of the Comptroller of the Treasury of the State of Maryland stating in effect that all taxes levied or assessments made by the said Comptroller have been paid including taxes billed for the year in which the dissolution of the corporation

LAW OFFICES
LIPPEL AND MATHIAS
CUMBERLAND, MD.

is to be effected.

IN WITNESS WHEREOF, Growden Construction Company, a 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 29th day of December, 1962.

ATTEST: GROWDEN CONSTRUCTION COMPANY

Irene J. Growden
Secretary

By Walter C. Growden
President

ALLEGANY COUNTY CENTRAL TAX OFFICE
POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

WM. B. ORNDORFF - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK
J. L. WILHELM - - BOOKKEEPER

January 11, 1963

Mr. Clarence Lippel,
Clark-Keating Bldg.,
Cumberland, Maryland.

Re: Growden Construction Co.

Dear Mr. Leppel:

This is to certify, that according to our records, the Corporation Taxes charges to this office have been paid in full through the year 1962.

Yours very truly,

William B. Orndorff
ALLEGANY COUNTY TAX OFFICE

gfw

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

I HEREBY CERTIFY, That on this 29th day of December, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Walter C. Growden, President of Growden Construction Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing articles of dissolution to be the corporate act of said corporation; and at the same time also personally appeared Irene J. Growden, and she made oath in due form of law that she was secretary of the meeting of the Board of Directors of said corporation at which the dissolution of the corporation therein set forth was authorized, the stockholders of said corporation having unanimously consented in writing to said dissolution, 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.

DONA RITA LEASURE NOTARY PUBLIC ALLEGANY CO. MD.

Dona Rita Leasure
NOTARY PUBLIC

LAW OFFICES
LIPPEL AND MATHIAS
CUMBERLAND, MD.

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COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 — PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND

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

GROWDEN CONSTRUCTION COMPANY

have been paid.

WITNESS my hand and official seal this sixth day of December A.D. 1962.

J. M. [illegible]
Deputy Comptroller

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ARTICLES OF DISSOLUTION

OF

GROMDEN CONSTRUCTION COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland January 15, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1404

6

Recorded in Liber F339, folio 465, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Recording fee 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.

Brooks P. Barton

FILED FOR RECORD
MAR 22 1963
9:45 O'Clock A. M.
and same day Recorded in Liber
Folio
Test
Clerk of the Circuit Court for Allegany County, Maryland
Deputy Clerk

Mail to Gromden Construction Co.
Route 3
Rockford Road
Cumberland, Md.

Compared and Mailed ~~Delivered~~ on
Russell C Paupe
TO American Legion 206 Harrison St
Cumbrl
March 22 1963

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LEGION HOME OF CUMBERLAND, INC.

ARTICLES OF REVIVAL

(Under Section 85)

LEGION HOME OF CUMBERLAND, INC., a Maryland corporation, having its principal office in Cumberland, 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 27, 1954, 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 LEGION HOME OF CUMBERLAND, INC.

THIRD: The name by which the Corporation will hereafter be known is LEGION HOME OF CUMBERLAND, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 206 Harrison 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 are RUSSELL C. PAUPE, No. 810 Shriver Avenue, Cumberland, Allegany County, Maryland. Said resident agent is a citizen actually residing in this State.

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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 November 15th, 1962.

James G. MacFarlane

JAMES G. MacFARLANE, JR.
Last Acting President

Russell C. Paupe

RUSSELL C. PAUPE
Last Acting Secretary

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STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, that on November 15th, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared JAMES G. MacFARLANE, JR., the last acting President, and RUSSELL C. PAUPE, the last acting Secretary of LEGION HOME OF CUMBERLAND, 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.



Angela M. Sembeil
NOTARY PUBLIC

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ARTICLES OF REVIVAL

OF

LEGION HOME OF CUMBERLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 11, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1347

4

Recorded in Liber F 339, folio 104, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
[illegible] $.....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 P. Boutelle

FILED FOR RECORD
MAR 22 1963 19...
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

Ingle Russell C Pangle
American Nurses
206 Kenilworth
Cumberland

Compared and Mailed ~~Delivered~~ on
Edwin M. Hooker
TO 116 S. Liberty St - Cumbd
March 21 1963

LIBER 015 PAGE 102

1/14/63
W. L

THE ALLEGANY FLYING CLUB, INC.

ARTICLES OF AMENDMENT

The Allegany Flying Club, Inc., a Maryland corporation, having its principal office in Cumberland, 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 Third of the Articles of Incorporation and inserting in lieu thereof the following:

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

(a) To educate and qualify persons in piloting skill;

(b) To provide aircraft for business and personal transportation at an economical rate;

(c) To acquire, own, hold, sell, lease, pledge, mortgage or otherwise dispose of any property, real or personal, necessary to the operation of the Club;

(d) To do all and everything necessary, suitable, and proper for the accomplishment of the purposes, or the attainment of any of the objects, or the furtherance of the powers hereinbefore set forth; provided that such acts be not inconsistent with the laws of the State of Maryland;

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on the 4th day of December, 1962, adopted the resolution which was set forth , the aforegoing 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 the 21st day of December, 1962;

THIRD: Notice setting forth the said amendment of the charter and stating that the purpose of the meeting of the members

@ 1361

would be to take action thereon was given as required by law, to all members entitled to vote thereon;

FOURTH: The amendment of the charter of the Corporation, as hereinabove set forth, was approved by the members of the Corporation in said meeting by the affirmative vote of two-thirds of all of the members entitled to vote thereon;

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Trustees and approved by the members of the Corporation;

IN WITNESS WHEREOF, the Allegany Flying Club, Inc., has caused these presents to be signed in its name, on its behalf, by its president and its corporate seal being hereunto affixed and attested by its Secretary on the 27th day of December, 1962.

ATTEST: THE ALLEGANY FLYING CLUB, INC.

Ronald G. Eckard
SECRETARY

By Charles F. Hofferstein (SEAL)
PRESIDENT

STATE OF MARYLAND, COUNTY OF ALLEGANY, SS:

I HEREBY CERTIFY, That on the 27th day of December, 1962, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, aforesaid, personally appeared Charles F. Hofferstein, President of the Allegany Flying Club, Inc., a Maryland Corporation, and in the name and on behalf ofthe said Corporation acknowledge the aforegoing Articles of Amendment to be the corporate act of the said Corporation; and at the same time personally appeared Ronald G. Eckard and made oath in due form of law that he was Secretary at the meeting of the members of said Corporation in which the Amendment of the Charter of the Corporation herein set forth was approved, and that the matters, and facts set forth in said Articles of Amendments are true and correct to the best of his knowledge, information, and belief.

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

Edward M. Hoffman
NOTARY PUBLIC

My commission expires:
May 6, 1963.

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X

ARTICLES OF AMENDMENT

OF

ALLEGANY FLYING CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 2, 1963 at 11:22 o'clock A. M. as in conformity with law and ordered recorded.

A 1274

4

Recorded in Liber F338, folio 63, 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.

FILED FOR RECORD
MAR 28 1963
at 9 o'clock A. M.
and Same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County.
Clerk.

Mail to Edwin M Hoover
116 N Centre St
Cumberland Md

LIBER 015 PAGE 105

Compared and Mailed ~~Delivered~~ BW
TO Robert H. Karlowa
1219 B. National Ave
La Vale, Md
Apr 23 1963

3/8/63
W. J.

CASUALS, INC.

ARTICLES OF INCORPORATION

- - - - -

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert Henry Karlowa and Mary Burton Karlowa, whose Post Office address is 3404 Nicholson Street, Hyattsville, Maryland, and Ruth Burton Richards, whose Post Office address is 5714 Forest Road, Cheverly, 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:

CASUALS, INC.

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

(a) The buying, selling and distributing of wearing apparel and related items and to perform any and all duties necessary to conduct a successful retail men's, women's and children's clothing store.

(b) To process, manufacture, distribute, lease, or otherwise trade or deal in, at wholesale or retail wearing apparel and accessories, and either directly as principal and through its agents, representatives and employees, or indirectly itself as agent in the retail clothing business the same as individuals, firms or other corporations engaged in similar businessess 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 enter into such contracts or agreements as may be advisable to bring before the public by advertisement or in

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FII FIRST NATIONAL BANK BUILDING

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;

(g) To carry on any of the businesses hereinbefore enumerated for itself, or for account of other, or through others

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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 enchance 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 place at which the principal office of the Corporation in this State will be located is No. 1219 B National Highway, LaVale, Maryland.

The Resident Agent of the Corporation is Robert Henry Karlowa, whose post-office address is No. 3404 Nicholson Street, Hyattsville, 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 the said Robert Henry Karlowa, Mary Burton Karlowa and Ruth Burton Richards shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SIXTH: The total authorized capital stock of the Corporation is One Hundred Thousand ($100,000.00) Dollars, divided into one thousand (1,000) shares of the par value of One Hundred ($100.00) Dollars each.

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 108

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, 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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 30th day of January 1963.

Witness as to all:

Robert Henry Karlowa
ROBERT HENRY KARLOWA

Mary Burton Karlowa
MARY BURTON KARLOWA

Charlotte Wallendiff

Ruth Burton Richards
RUTH BURTON RICHARDS

STATE OF MARYLAND,
Prince George's
~~Allegany~~ COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 30th day of January, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for Prince George's ~~Allegany~~ County, personally appeared Robert Henry Karlowa, Mary Burton Karlowa and Ruth Burton Richards, 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.

Charlotte Wallendiff
Notary Public
My commission expires 5-6-63

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 109

ARTICLES OF INCORPORATION

OF

CASUALS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 7, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1748

5

Recorded in Liber 3343, folio 15, 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
APR 19 1963 ... 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 compared by
Clerk of the Circuit Court
Md. Rt. 7 N Keyser
1219 B. National Pk
Pk Md

Compared and Mailed ~~Delivered~~ La
TO John K. Snyder
546 Park Ave.
LaVale, Md
April 23 1963

LIBER 015 PAGE 110

3/16/63
W. S.

ARTICLES OF INCORPORATION

OF

LUCAS HEIGHTS ESTATES CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John K. Snyder, Jr., whose post office address is 546 Park Avenue, LaVale, Maryland; Mary M. Butler, whose post office address is R. F. D. 1, Box 629, Cumberland, Maryland; and Clyde D. Lucas, whose post office address is R. F. D. 1, Box 629, 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: Lucas Heights Estates Corporation.

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 buying, selling and improving lands and tenements; the loaning of money for itself and as agent for others, upon mortgages or other securities, and the purchasing and selling of lands, and of money obligations secured upon real or personal property; the buying, working, selling, and dealing in mineral lands and other lands; the acquiring, holding, selling, hypothecating, assigning, transferring, and conveying of its own obligations, or the obligations of any persons or other corporation, and collection, foreclosing, compounding, compromising, releasing, satisfying, and discharging the same of record; the buying, owning, and improving of real estate by erecting buildings and other structures thereon and leasing and cultivating the same; the borrowing of money and executing mortgages or deeds of trust upon real estate or personal property as security therefor; the borrowing of money and the executing and issuing of promissory notes, bills of exchange, bonds, debentures, or other negotiable or transferable instruments; the doing

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 015 PAGE 111

of any or all of said acts either on its own behalf or as agent for others.

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 of its properties.

FOURTH: That the principal office of the corporation in this state shall be situated at 7 Washington Street, Cumberland, Maryland; and that the name and address of the resident agent is John K. Snyder, Jr., 546 Park Avenue, LaVale, Maryland, he being a citizen of this state and actually residing therein.

FIFTH: That the corporation shall have five (5) 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 (3); and that the said John K. Snyder, Jr., Mary M. Butler, Clyde D. Lucas, George W. Lucas and Hugh A. McMullen, 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) each.

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

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GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 015 PAGE 112

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 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 29th day of January 1963.

Witness:

_____ John K. Snyder Jr. (SEAL)
JOHN K. SNYDER, JR.

_____ Mary M. Butler (SEAL)
MARY M. BUTLER

_____ Clyde D. Lucas (SEAL)
CLYDE D. LUCAS

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY that on this 29th day of January 1963 before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared John K. Snyder, Jr., Mary M. Butler, and Clyde D. Lucas, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal.

Mary L. Kelly
NOTARY PUBLIC

LAW OFFICES
GUNTER & GEPPERT
CUMBERLAND
MARYLAND

LIBER 015 PAGE 113

ARTICLES OF INCORPORATION

OF

LUCAS HEIGHTS ESTATES CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland February 6, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1699

4

Recorded in Liber T342, folio 297, 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 P. Bartlett

FILED FOR RECORD
APR 19 1963 ... 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
... Dwight E. ... Rhodes

Ernest Johnson, Attorney
5416 Park Ave
Ft Hill

Compared and Mailed ~~Delivered~~ La
TO Laurence A. Clopper
~~Thesing Avenue~~
La Vale, Md
April 23 1963

LIBER 015 PAGE 114

1/17/63
W. S.

ARTICLES OF INCORPORATION

OF

CLOPPER OIL COMPANY

THIS IS TO CERTIFY :

FIRST : That we, the subscribers hereto, Lawrence A. Clopper, whose post office address is P.O. Box 176, La Vale, Maryland; Pauline S[redacted] Clopper whose post office address is P. O. Box 176, La Vale, Maryland and Dorothy I[redacted] Silber whose post office address is Route Number 4, Cumberland, 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 together with the intention of forming a corporation.

SECOND : That the name of the corporation, hereinafter called the corporation, shall be :

CLOPPER OIL COMPANY

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

(a) To operate and maintain an oil and gasoline products company at both the wholesale and retail level and to engage in the buying, selling, dispensing, transporting, carrying and in any other way handling of gasoline and oil and their related by products,and all accessories related therto or incident thereto.

HN F. SOMERVILLE, JR.
ATTORNEY AT LAW
EYSER, WEST VIRGINIA

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(b) To acquire, own, lease, maintain. mortgage, sell and exchange all personal and all real property or properties as shall be necessary to the conduct of the business activities enumerated above.

(c) To acquire, own and operate the business and all other businesses which may be related to, incident to or necessary for the sale and dispensing of the products enumerated above.

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

FOURTH : The post office address at which the principal officer of the corporation in this state will be located is C% Clopper Oil Company, The Narrows, National Highway, La Vale, Maryland. The resident agent of the corporation is Lawrence Alvin Clopper whose post office address is Weires Avenue, La Vale, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH : The total authorized stock of the corporation is five thousand shares (5000) of no - par value per share.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

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SIXTH : The corporation shall have not less than three (3) nor more than five (5) directors and Lawrence A. Clopper, Pauline S. Clopper and Dorothy I. Silber 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 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 empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said board of directors shall 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 herafter be authorized by law, including any amendments of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all 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 1st day of February, 1963 in the city of Cumberland, Maryland :

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

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Dorothy I. Silber
Witness to L. A. Clopper

Lawrence A. Clopper
LAWRENCE A. CLOPPER

Dorothy I. Silber
Witness to Pauline S. Clopper

Pauline S. Clopper
PAULINE S. CLOPPER

Pauline S. Clopper
Witness to Dorothy I. Silber

Dorothy I. Silber
DOROTHY I. SILBER

STATE OF WEST VIRGINIA,

MINERAL COUNTY : To Wit :

I hereby certify that on this first day of February, 1963 before me, the Subscriber, a Notary Public of the State of West Virginia, in and for the County aforesaid, personally appeared Lawrence A. Clopper, Pauline S. Clopper and Dorothy I. Silber and severally acknowledged the within and aforegoing ~~certificate or~~ Articles of Incorporation to be their act.

WITNESS my hand and seal Notarial :

John F. Somerville
Notary Public

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 118

ARTICLES OF INCORPORATION

OF

CLOPPER OIL COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland February 14, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1837

5

Recorded in Liber 7343, folio 451, 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 R Bagley

FILED FOR RECORD
APR 19 1963
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

mail Lawrence A Clopper
9 Liberty Arcade
Cumberland Md

LIBER 015 PAGE 119

Compared and Mailed ~~Delivered~~ La
TO Carlos Water Co.
Rt #1 - Frostburg, Md
April 23 '63

CARLOS WATER COMPANY

ARTICLES OF REVIVAL
(Under Section 85)

Carlos Water 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 was forfeited on October 27, 1944, 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 Carlos Water Company

THIRD: The name by which the Corporation will hereafter be known is Carlos Water Company.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Route #1, 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 Gary Adams, Box 96, Route #1, Frostburg, Allegany County, Maryland. Said resident agent is a citizen actually residing in this State.

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

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(a) Paid all fees required by law;

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

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

(d) Paid an amount equal to all state and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

SIXTH: The last acting President, Vice-President, Secretary and Treasurer of the Corporation are unable to sign and acknowledge these Articles of Revival; there are less than three of the last acting directors of the Corporation able and willing 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 81 of the Annotated Code of Maryland (L. 1951, ch. 135).

IN WITNESS WHEREOF, the undersigned as directors elected for that purpose as hereinabove set forth have signed these Articles of Revival on March 20, 1962.

Gary Adams
GARY ADAMS

Thomas Dunn
THOMAS DUNN

Charles Hitchins Jr.
CHARLES HITCHINS

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STATE OF Maryland,

County of Allegany, ss:

I HEREBY CERTIFY that on March 20, 1962, before me, the subscriber, a notary public of the State of Maryland in and for the County of Allegany, personally appeared Gary Adams, Thomas Dunn, and Charles Hitchins, and as three directors elected for the purpose of executing, acknowledging and filing Articles of Revival of Carlos Water 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.

Matthew Hillette
Notary Public

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ARTICLES OF REVIVAL

OF

CARLOS WATER COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland February 4, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 1651

4

Recorded in Liber 1341, folio 578, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Special Fee
~~Paid~~ 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. Burton

FILED FOR RECORD
APR 19 1963
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

LIBER 015 PAGE 123

Compared and Mailed ~~Delivered~~ on
TO Wm. L. Wilson P.O. Box 1051 - Cumbld
June 7 1963

W. L.

ARTICLES OF INCORPORATION

OF

UNITED SKINDIVERS, INC.

THIS IS TO CERTIFY:

1. That we, the subscribers, Michael F. Riley, whose postoffice address is P. O. Box 1051, Cumberland, Maryland; Dennis V. Riley, whose postoffice address is P. O. Box 9, Rockville, Maryland; and Janet F. Riley, whose postoffice address is P.O. Box 1051, 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:

UNITED SKINDIVERS, INC.

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

(a) To purchase new and used golf balls for re-sale, by recovery of the same by the employment of skindivers.

(b) 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.

(c) 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.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

(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, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(f) To 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.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
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.

4. The postoffice address of the principle office of the Corporation in this State is P. O. Box 1051, Cumberland, Maryland. The name and post-office address of the resident agent of the Corporation in this State is William L. Wilson, Liberty Trust Bldg., Cumberland, Maryland, 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 without par value, all of which shares are of one class and are designated common stock.

6. The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Michael F. Riley, Dennis V. Riley and Janet F. Riley.

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:

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

(l) 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 25th day of February, 1963.

Witness:

Edward A. Sindell AS TO Michael F. Riley
Michael F. Riley

Edward A. Sindell AS TO Dennis V. Riley
Dennis V. Riley

Edward A. Sindell AS TO Janet F. Riley
Janet F. Riley

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 25th day of February, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Michael F. Riley, Dennis V. Riley, and Janet F. Riley , and severally acknowledged the aforegoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

William L. Wilson Jr.
Notary Public

LIBER 015 PAGE 127

15-123

ARTICLES OF INCORPORATION

OF

UNITED SKINDIVERS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 1, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2087

6

Recorded in Liber F346, folio 327, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....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

FILED FOR RECORD
March 1, 1963
at 9:00 O'Clock A.M.
and same day Recorded in Liber
No. F Folio 327
one of the Charter Records of
Land Records of Allegany County,
Maryland, and compared by

Mrs. Mildred F. Walker
Mrs F Walker
P O Box 1051
Cumberland Md

Compared and Mailed ~~Delivered~~ on
Ralph R. Spitznas
TO Mt Savage
June 7 1963

LIBER 015 PAGE 128

3/5/63
W. S.

ARTICLES OF INCORPORATION

OF

KOWELL MOTOR SALES, INC.

THIS IS TO CERTIFY:

1. That we, the subscribers, Thomas C. Pascoe, whose postoffice address is 520 E. Main Street, Carnegie, Pa.; Arthur Kowell, whose post-office address is 809 N. Main Street, Washington, Pa.; and Ralph R. Spitznas, whose postoffice address is Mt. Savage, Md., 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:

KOWELL MOTOR SALES, INC.

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

(a) The general nature of its business shall be to own, lease, operate and manage garages and filling stations for motor vehicles; to manufacture, buy, sell, rent, store, prepare and care for motor vehicles of all kinds, their parts, appurtenances, accessories, supplies, tools, equipment and all other personal property of every kind and description; to make loans secured by motor vehicles, their parts, appurtenances, supplies and accessories, and to deal in such securities; to own, operate, and manage parking places for motor vehicles, and to do any or all things necessary or incident to the business of the corporation, and to exercise and possess the powers herein set forth as fully as natural persons, whether as principal, agent, trustee or otherwise.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

015 510

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

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

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

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

(f) To 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.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

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(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 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.

4. The postoffice address of the principle office of the Corporation in this State is; East Main Street, Frostburg, Maryland. The name and postoffice address of the resident agent of the Corporation in this State is; Ralph R. Spitznas, Mt. Savage, Maryland, 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 without par value, all of which shares are of one class and are designated common stock.

6. The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Thomas C. Pascoe, Arthur Kowell and Ralph R. Spitznas.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

LIBER 015 PAGE 131

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 27 day of February, 1963.

WITNESS:

Wayd C Stafford AS TO Thomas C. Pascoe
Thomas C. Pascoe

Geraldine F. Binder AS TO Arthur Kowell
Arthur Kowell

Geraldine F. Binder AS TO Ralph R. Spitznas
Ralph R. Spitznas

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, that on this 27 day of February, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Thomas C. Pascoe, Arthur Kowell and Ralph R. Spitznas, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

R E Green
Notary Public

LIBER 015 PAGE 132

ARTICLES OF INCORPORATION

OF

KOWELL MOTOR SALES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 1, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2058

6

Recorded in Liber F346, folio 162, 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 A. Bantzes

FILED FOR RECORD
March 1 19 63
at 9:00 O'Clock A.M.
and same day Recorded in Liber
No. ..... Folio .....
one of the ..... Land Records of Allegany County, Maryland, and compared by

Mail to Ralph R. Whitmore Attorney

LIBER 015 PAGE 133

Compared and Mailed Delivered or
Fenton Davis Studio Inc.
10 Prospect Sq. Cumbd.
June 7 1963

5/27/63
W. L.

FENTON DAVIS STUDIO, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Leonie S. Miller, whose post-office address is 29 Prospect Square, Cumberland, Maryland; Charles J. Wagoner, whose post-office address is 71 Prospect Square, Cumberland, Maryland; and Frank R. Blaul, whose post-office address is 616 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.

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

FENTON DAVIS STUDIO, INC.

THIRD: The purposes for which the Corporation is formed and the objects to be carried out are as follows:

(1) To carry on the business of an interior design studio, including consultation and complete service; planning, shopping, buying and selling all pertinent items, such as floor coverings, furniture, lighting equipment, lamps and all accessories, slip covers, draperies; upholstering; furniture refinishing and restoring; restoring and repairing paintings, engravings, prints and frames; designing and making frames, lamps and lampshades; repairing and wiring lamps and chandeliers; designing and making furniture, screens,

Q 137510

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mantels; retail selling of fabrics, hardware, antiques; subcontracting carpentry, painting, papering, electrical work, plastering, masonry.

(2) 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, franchise, 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.

(3) 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.

(4) 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.

LIBER 015 PAGE 136

(5) 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.

(6) 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 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.

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.

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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 No. 29 Prospect Square, Cumberland, Allegany County, Maryland. The resident agent of the Corporation is Leonie S. Miller, whose business post-office address is 29 Prospect Square, 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 and Leonie S. Miller, Charles J. Wagoner and Frank R. Blaul 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 Five Hundred (500) shares of no par value stock.

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

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

LIBER 015 PAGE 137

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) 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 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.

LIBER 015 PAGE 138

(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 pecunarily 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 as valid and as binding as though ratified by every stockholder of the Corporation.

(7) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote

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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.

(8) 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27th day of March, 1963.

Witness:

Lonnie S. Miller

Charles J. Wagoner

Frank T. Black

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STATE OF MARYLAND,
ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY that on this 27th day of March, 1963, before me, the subscriber, a Notary Public, in and for the State and County aforesaid, personally appeared LEONIE S. MILLER, CHARLES J. WAGONER and FRANK R. BLAUL and acknowledged the foregoing Articles of Incorporation to be their act.

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

Sarah Arnett
Notary Public

SARAH VIRETT NOTARY PUBLIC ALLEGANY COUNTY MD.

LIBER 015 PAGE 141

ARTICLES OF INCORPORATION

OF

FENTON DAVIS STUDIO, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 28, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2471

9

Recorded in Liber 3349, folio 428, 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 D. Benton

FILED FOR RECORD
March 31, 1963
at 9:00 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

Fenton Davis Studio
79 Broadcast Plaza
Cumberland
Md.

Compared and Mailed ~~Delivered~~ on
John Monahan
TO R.D. Box 5 - Midland
June 7 1963

LIBER 015 PAGE 142

✓
3/18/63
W. S.

LOCUST SHADE, INC.

Articles of Incorporation

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Garrett S. VanMeter, whose post-office address is Petersburg, West Virginia, Willard VanMeter, whose post-office address is Petersburg, West Virginia and Kenny C. VanMeter Jr., whose postoffice address is Petersburg, 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 is

LOCUST SHADE, 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 own, lease, control, maintain and operate theatres, both indoors and out doors, including drive-in theatres, and open air theatres, and other entertainments and places of entertainments, amusement and recreation, and to conduct a theatrical booking agency in Allegany County, Maryland, and elsewhere within and without said State, and to buy, own, mortgage, grant, bargain, sell and convey real and personal property necessary or convenient for carrying on business of the general nature herein specified.

To erect, establish, equip and manage public halls, theatres and places of amusement, and to produce, exhibit, preserve and exploit the rein attractions of various kinds and natures, including dramatic, operatic and musical performances, vaudeville, moving pictures and instructive entertainments, and to cater to public diversion, entertainment and amusement by and through theatrical exhibition or other amusement device and to carry on the

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business of theatrical proprietors; to lease or hire films for moving picture machines and stereopticons and sound devices, and to purchase, sell, lease and hire supplies and apparatus; and to manufacture, purchase, sell, lease and hire supplies and apparatus of every kind pertaining to theatrical exhibition or other amusement device.

The aforegoing 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 to 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 aforegoing 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 McCoole, Maryland, and the mailing address of said Corporation is Box 472, Keyser, West Virginia. The resident agent of the Corporation is John Monahan, whose post-office address is Box 5, Midland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three (3) directors, and Garrett S. VanMeter, Willard VanMeter and Kenny C. VanMeter Jr. 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 Ten Thousand ($10,000.00) Dollars par value, divided into One Hundred (100) 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.

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 7 day of March , 1963.

WITNESS:

John G. Van Meter — Garrett S. Van Meter (SEAL)
GARRETT S. VANMETER

John G. Van Meter — Willard Van Meter (SEAL)
WILLARD VANMETER

John G. Van Meter — Kenny C. Van Meter Jr. (SEAL)
KENNY C. VANMETER JR.

STATE OF WEST VIRGINIA:

COUNTY OF GRANT, TO-WIT:

I HEREBY CERTIFY, that on this 7 day of March , 1963, before me, the subscriber, a Notary Public of the State of West Virginia, in and for the County of Grant, personally appeared Garrett S. VanMeter, Willard VanMeter and Kenny C. VanMeter Jr., and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

John G. Van Meter
NOTARY PUBLIC

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ARTICLES OF INCORPORATION

OF

LOCUST SHADE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 18, 1963 at 10:22 o'clock A. M. as in conformity with law and ordered recorded.

A 2293

4

Recorded in Liber 348, folio 185, 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.

Lester L Bastian

FILED FOR RECORD
March 21, 1963
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

Mail
John Monahan
P.O. Box 5
Midland, Md.

Compared and Mailed Delivered or
Joseph M. Monnett
TO R-5, Box 280- Cumbd
June 7 1963

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3/11/63
W. 1

ARTICLES OF INCORPORATION

OF

MONNETT'S, INCORPORATED

015 376

THIS IS TO CERTIFY :

FIRST : That we, the subcribers hereto, Joseph M. Monnett whose post office address is RD #5, Box 280, Cumberland, Maryland; Evelyn L. Monnett whose post office address is RD #5, Box 280, Cumberland, Maryland and Donald A. Wilson whose post office address is Route Number 5, Box 286-B, Cumberland, 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 together with the intention of forming a corporation.

SECOND : That the name of the corporation, hereinafter called the corporation, shall be :

MONNETT'S INCORPORATED

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

(a) To operate and maintain an oil and gasoline products company at both the wholesale and retail level and to engage in the buying, selling, dispensing, transporting, carring and in any other way handling and selling gasoline products and accessories and parts related thereto.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

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(b) To acquire, own, lease, maintain, mortgage, sell and exchange all personal and all real property or properties as shall be necessary to the conduct of the business activities enumerated above.

(c) To acquire, own and operate the business and all other businesses which may be related to, incident to or necessary for the sale and dispensing of the products enumerated above.

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

FOURTH : The post office address at which the principal officer of the corporation in this state will be located is Route 5, Box 280, Cumberland, Maryland. The resident agent of the corporation is Joseph M. Monnett whose post office address is Route 5, Box 280, Cumberland, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH : The total authorized stock of the corporation is five thousand shares (5000) of the value of twenty dollars ($20.00) per share.

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SIXTH : The corporation shall have not less than three (3) nor more than five (5) directors and Joseph M. Monnett, Evelyn L. Monnett and Donald A. Wilson 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 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 empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said board of directors shall 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 of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

EIGHTH : The existence of the corporation is to be perpeutal.

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IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 22nd day of February, 1963 in the city of Cumberland, Maryland :

Theodore V. Kimbrough
Witness to J. M. Monnett

Joseph M. Monnett
JOSEPH M. MONNETT

Theodore V. Kimbrough
Witness to E. L. Monnett

Evelyn L. Monnett
EVELYN L. MONNETT

Theodore V. Kimbrough
Witness to D. A. Wilson

Donald A. Wilson
DONALD A. WILSON

STATE OF WEST VIRGINIA

MINERAL COUNTY : To Wit :

I hereby certify that on this twenty second day of February, 1963 before me, the Subscriber, a Notary Public of the State of West Virginia in and for the County aforesaid, personally appeared Joseph M. Monnett, Evelyn L. Monnett and Donald A. Wilson and severally acknowledged the within and aforegoing certificate or Articles of Incorporation to be their act.

WITNESS my hand and seal Notarial :

John F. Kennedy
Notary Public

My commission expires July 18, 1970

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ARTICLES OF INCORPORATION

OF

MONNETT'S INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland March 8, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2173

5

Recorded in Liber 3346, folio 601, 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. Carter

FILED FOR RECORD
...March 31, 1963
at 9:00 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

Mail Ralph W. Mirron
Pts Box 168
Cumberland

Compared and Mailed ~~Delivered~~ at
Clarence W. Gosnell Jr.
TO 9204 Harrington Drive
Potomac, Md
June 7 19 63

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3/15/1
W. S.
RLS

ARTICLES OF INCORPORATION

OF

RIVER FALLS CORPORATION

FIRST: We, the undersigned, James E. Artis, Allen Jones, Jr. and Louis H. Mann, the post office address of each of whom is 500 Tower Building, 1405 K Street, N.W., Washington 5, D.C., 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

RIVER FALLS CORPORATION.

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

To carry on and conduct a general real estate development in all its branches, including the buying, selling, sub-dividing and development of land and the erection and construction of houses and buildings thereon.

To engage in a general real estate and insurance business as broker or agent.

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

The foregoing objects and purposes shall 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 of this State is 9204 Harrington Drive, Potomac, Maryland. The name of the resident agent of the corporation in this State is Clarence W. Gosnell, Jr., a citizen of this State actually residing therein, and the post office address of the resident agent is 9204 Harrington Drive, Potomac, Maryland, which is located in Montgomery County, Maryland.

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2

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FIFTH: The total number of shares of stock which the corporation shall have authority to issue is 4,500 shares, divided into 3,000 shares of preferred stock of the par value of $100.00 per share and 1,500 shares of common stock of no par value.

The holders of preferred stock shall be entitled to cumulative dividends in each year at the rate of six per cent per annum and no more, payable out of the surplus profits of said company in preference and priority to any dividends on the common stock. Dividends when earned shall be payable semi-annually. The corporation shall have the right, at its option upon resolution of the board of directors, to retire the preferred stock in whole or in part at any time and from time to time at a price of $105.00 per share, plus any accumulated and unpaid dividends, upon giving thirty days prior notice to the holders of such stock. In event of any liquidation, dissolution or winding up of the corporation the holders of the preferred stock shall be entitled to be paid in full the par value thereof and all unpaid dividends accrued thereon and any remaining assets and funds shall be distributed ratably among the common stock shareholders. Except as may be otherwise required by law, the holders of the preferred stock shall have no voting rights, all voting rights being vested in the holders of the common stock. No dividends may be declared on common stock until all accrued dividends on the preferred stock shall have been paid.

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

Clarence W. Gosnell, Jr.
John G. Gosnell
Charles J. Harnett
Lloyd W. Lee

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.

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

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EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on March 12, 1963.

James E. Artis

Allen Jones, Jr.

WITNESS:

Margaret H. Loepker

Louis H. Mann

DISTRICT OF COLUMBIA, ss:-

I hereby certify that on March 12, 1963, before me, the subscriber, a notary public of the District of Columbia, personally appeared James E. Artis, Allen Jones, Jr., and Louis H. Mann, 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.

Alma B. Newell
Notary Public, D.C.

My commission expires 3/14/65

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ARTICLES OF INCORPORATION

OF

RIVER FALLS CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland March 13, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2228

4

Recorded in Liber 343, folio 547, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....66.00.....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.

Basil A Baetjer

FILED FOR RECORD
March 21, 1963
9:00 o'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the ..... County
Land Records of Allegany County
Maryland, and compared by
Clerk

Mail Clarence W Beers
9204 Kenwyn Rd
Baltimore Md

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4/30/63
N. H.

THE ELLERSLIE METHODIST CHURCH

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS, That the members of The Ellerslie Methodist Church, Alleghany County, Maryland, above the age of twenty-one years, being desirous of availing themselves of the provisions of the Public General Laws of Maryland, providing for the incorporation of religious societies, pursuant to a notice duly given in accordance with the provisions of said law, did attend at said church at Ellerslie, Alleghany County, Maryland, on the 4th day of March ber, 1963, and did then and there ballot for and elect the following names persons as Trustees of said church for the terms expiring as hereinafter set forth, to wit:

Name	Post Office Address	Term Expires
BYRON KIMMELL	Ellerslie, Maryland	1966
Hugh Stevenson	Ellerslie, Maryland	1965
KENNETH GROWDEN	Ellerslie, Maryland	1965
NIAL COOK	Ellerslie, Maryland	1966
CHARLES SIMPKINS	Ellerslie, Maryland	1964
RALPH DEVORE	Ellerslie, Maryland	1964
Fred Clapper	Ellerslie, Maryland	1964
George W. Shroyer	Ellerslie, Maryland	1965
George J. Lowery	Corriganville, Maryland	1966

which persons so elected, all being of full legal age, shall be and do constitute a body corporate, and shall together with the Minister in charge of said church, act as Trustees in the name of and on behalf of The Ellerslie Methodist Church, and shall manage the estate property, interest and inheritance thereof until their successors are duly elected, and they did further then and there adopt the plan, agreement, and regulations for directing and managing their temporal affairs in manner and form as follows, that is to say:

FIRST: We the undersigned, whose names and addresses are heretofore set forth as elected Trustees, each being at least

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twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a copporation under and by virtue of the General Laws of the State of Maryland, we being the first Trustees of said corporation.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") shall be "THE ELLERSLIE METHODIST CHURCH", which shall be located at Ellerslie, Alleghany County, Maryland.

THIRD: The corporation shall be for the purpose and operation of a church building and other pertinent operations for divine worship in the Methodist Faith in accordance with the laws of the State of Maryland in such cases made and provided and the Discipline of The Methodist Church.

FOURTH: The Trustees duly elected as herein set forth, and their successors in office, shall constitute a body corporate and politic with all powers given to like corporations under the laws of the State of Maryland.

FIFTH: The Trustees shall annually elect a President and Secretary of the Board, and such other officers as they may from time to time deem necessary and proper.

SIXTH: Subject to the direction of the Quarterly Conference, the Board of Trustees of said church shall hold and manage all real property of the church, and such other property as may be committed to it, receive and administer all gifts, bequests and devises made to the church, and receive and administer all trusts and investments or trust funds of the church in conformity with the laws of the State of Maryland.

SEVENTH: In all of its functions and actions, the Board of Trustees shall follow the Discipline of The Methodist Church as it shall from time to time provide, and shall be subject to the limitations thereof.

EIGHTH: The Board of Trustees shall consist of such number as may be determined by the Quarterly Conference in accordance with the laws of the State of Maryland and The Methodist Discipline, said

Trustees to serve for a three year term in classes, one-third of whom shall be elected annually to replace those whose term of office expires, and they shall serve until their successors are duly elected. The Trustees shall be elected by the Quarterly Conference on nomination of the Nominating Committee, of which the pastor in charge shall be the Chairman, or in his absence, the District Superintendent. Trustees may succeed themselves in office, and in the event of death or resignation of a Trustee, the remaining members of the Board may appoint a qualified person to serve for the remainder of the unexpired term.

NINTH: The post office address of the principal office of the corporation in this State shall be Ellerslie, Maryland. The name and address of the Resident Agent of the corporation in this State is The Ellerslie Methodist Church Pastor whose post office address is Ellerslie, Maryland, Maryland.

IN WITNESS WHEREOF We, the undersigned duly elected Trustees of The Ellerslie Methodist Church, have signed this Certificate of Incorporation on the 1st day of April, one thousand nine hundred sixty-three.

Witness:

Willard L Wenrich — Byron E Kimmel, (SEAL)
Willard L Wenrich — Hugh Stevenson (SEAL)
Willard L Wenrich — Dominick E. Grasso (SEAL)
Willard L Wenrich — Neal F. Cook (SEAL)
Willard L Wenrich — Charles E Simpkins (SEAL)
Willard L Wenrich — Ralph E DeVore (SEAL)
Willard L Wenrich — Fred R. Shaffer (SEAL)
Willard L Wenrich — George W. Shroyer (SEAL)
Marguerite A. Wisler — George J. Lowery (SEAL)

STATE OF MARYLAND :
: SS:
ALLEGHANY COUNTY :

I HEREBY CERTIFY that on this 1st day of April, 1963, before me, the subscriber, a Notary Public in and for the

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the State and County aforesaid, personally appeared in said State and County, Byron Kimmell, Hugh Stevenson, Kenneth Growden, Nial Cook, Charles Simpkins, Ralph Devore, Fred Clapper George W. Shroyer, George J. Lowery

duly elected Trustees of The Ellerslie Methodist Church, and they each acknowledged the aforegoing Articles of Incorporation signed and sealed by them, to be their act and deed, and to be the corporate act of said Church.

WITNESS my hand and Notarial Seal this 17th day of April, A.D., 1963

ELLERSLIE MARYLAND ALLEGANY COUNTY NOTARY PUBLIC SEAL

Ellis B. Livesay

Notary Public, Maryland.

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V NS

ARTICLES OF INCORPORATION

OF

THE ELLERSLIE METHODIST CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland April 29, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 2956

Recorded in Liber T 354, folio 246, 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.

FILED FOR RECORD
...JUN 28 1963. 19....
at...10:45...o'Clock P....M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by
.....E. Rollin

013817

mail Ellerslie methodist
Church Parish
Ellerslie, Md.

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4/27/67
W. L.

C & K PAINT INFORMATION CENTER, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William L. Colgan, whose post office address is 28 West College Avenue, Frostburg, Maryland, Gregory A. King, whose post office address is Water Street, Mt. Savage, Maryland, and Joyce L. Appel, whose post office addressis 18 Mullin 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

C & K PAINT INFORMATION CENTER, 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, produce, prepare, compound, import, export, handle, distribute, and generally trade and deal in and with, at wholesale and retail, paints, paint pigments, varnishes, lacquers, oils, colors, stains, enamels, veneers, polishes, graphite, lead, and other minerals, compounds, waterproofing, fireproofing, and chemical compounds and products of all kinds, painters' supplies and equipment of every kind and description, and similar articles, substances, and products of every kind and character for any and all purposes; and to purchase and acquire licenses or other rights in respect to, and to sell and generally deal in and with, or turn to account, formulae, secret processes, receipes, and other information of all kinds relating thereto, whether patented or not, and trade-marks, trade names and goodwill pertaining

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to any thereof.

(2) To manufacture, prepare, make, and sell liquids, pastes, powders, and similar goods and preparations for polishing, preparing, preserving, cleaning, and dyeing all kinds of goods, wares, and merchandise.

(3) To manufacture, construct, prepare, purchase, or otherwise acquire, own, use, import, export, handle, sell, distribute, and generally deal in and with, at wholesale and retail, all kinds of ingredients, materials, supplies, appliances, machines, tools, machinery, and equipment used or usefull in the manufacture, preparation, making, preparing for market, handling, distributing, marketing, and dealing in and with any of the products of the corporation or otherwise, and goods, wares, merchandise, articles of commerce, and commodities of every kind andnature, for any and all purposes.

(4) 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.

(5) 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,

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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

JOYCE L. APPEL

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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 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 evidence of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

JOYCE L. APPEL

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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 altering the contract rights of any class of its stock by classification, reclassification or otherwise, but no such amendments which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds of all 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

JOYCE L. APPEL

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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 28 South George Street, Cumberland, Maryland. The resident agent of the Corporation is William L. Colgan, whose post office address is 28 West College Avenue, Frostburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and William L. Colgan, Gregory A. King and Joyce L. Appel 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 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 19th day of March, 1963.

WITNESS:

W. R. Brown — William L. Colgan (SEAL)
WILLIAM L. COLGAN

W. R. Brown — Gregory A. King (SEAL)
GREGORY A. KING

W. R. Brown — Joyce L. Appel (SEAL)
JOYCE L. APPEL

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STATE OF MARYLAND,

ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, that on this 19th day of March, 1963, before the undersigned, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared WILLIAM L. COLGAN, GREGORY A. KING and JOYCE L. APPEL, and severally acknowledged the aforegoing 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

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ARTICLES OF INCORPORATION

OF

C & K PAINT INFORMATION CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 19, 1963 at 10:16 o'clock A. M. as in conformity with law and ordered recorded.

A 2832

8

Recorded in Liber 353, folio 533, 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.

Sandra A. Bantzer

FILED FOR RECORD
JUN 28 1963 19....
...10:45...O'Clock...M.
at...
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland and compared by
.....

0138157

Mark Mintz Cockayne
38 West Gallagher Ave
Baltimore 2nd.

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ARTICLES OF INCORPORATION

OF

CODY & COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard F. Cody, whose post office address is 532 Washington Street, Cumberland, Maryland, Betty E. Shrout, whose post office address is 111 Weber Street, Cumberland, Maryland, and M. Angela Fahey, whose post office address is 516 Columbia 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:

CODY & COMPANY, INC.

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

(a) To engage in a general real estate business, including but not limited to, the purchase and sale of real estate, promotion of real estate sub-divisions, apartments, industrial parks, warehousing facilities, industrial real estate, shopping centers, real estate consulting, survey and analysis and activities germane to all of the aforegoing.

(b) To mortgage, sell, pledge, transfer, encumber and hypothecate personal property and real property.

(c) 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 any bonds or other securities or evidences of indebetdness issued or created by an other corporation or association, organized under the laws of the State of Maryland or of any other state or territory of the United States of America, or of any foreign country; and while the owner of any such shares of stock, 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 and owned; and upon a distribution of the assets or a division of the profits of the Corporation, to distribute any of such shares of stock, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(d) To purchase, leaseor otherwise acquire, all or any part of the property, rights, business, contracts, good will, franchise and assets of every kind of any corporation, partnership or individual, carrying on or having carried on in whole or in part any of the aforesaid business or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property purchased, in accordance with the Laws of Maryland, by the issue of stock, bonds or other securities of the Corporation or otherwise.

(e) To loan or advance money with or without security, without limit as to amount; and to borrow and 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 amount 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 or assignment in trust of, the whole

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or any part of the property of the Corporation, real and personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(f) To 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 businesses in any or all of the states of the United States.

The aforesaid 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 to the limitations relative to corporations contained in the laws of this State.

FOURTH: The post office address of the principal office of the Corporation is R.D. 3, Bedford Road, Cumberland, Maryland. The resident agent of the Corporation is Richard F. Cody, whose post office address is 532 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 the authority to issue is Five Thousand (5,000) shares of no par value per share stock, all of which shares are of one class and are designated as common stock.

SIXTH: The Corporation shall have not less than three (3) directors

or such other number not more than five (5) as the stockholders shall determine from time to time, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Richard F. Cody, Betty E. Shrout, and Angela Fahey.

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities or certificates of indebtedness 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, it 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; and director individually, or any firm of which any director may be a member, may be a party to, or m ay 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 shal l authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as

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

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

NINTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 18th day of March, 1963.

In the presence of:

Mrs. Marie E. Lee

Richard F. Cody (Seal)
Richard F. Cody

Mrs Maria E. Lui

Betty E. Shrout (Seal)
Betty E. Shrout

Donna J. Dattle

M. Angela Fahey (Seal)
M. Angela Fahey

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

THIS IS TO CERTIFY, That on this 18TH day of MARCH, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Richard F. Cody, Betty E. Shrout, and M. Angela Fahey, 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.

Anne H Franklin
Notary Public

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ARTICLES OF INCORPORATION

OF

CODY & COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 4, 1963 at 11:30 o'clock A. M. as in conformity with law and ordered recorded.

A 2558

7

Recorded in Liber 7351, folio 89, 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.

Theodore R. Garton

FILED FOR RECORD
JUN 28 1963
.....10:45.....O'Clock.....A. M.
at.....10:45.....O'Clock.....A. M.
and same day Recorded in Liber
No.....Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by
.....

Edward A. Reichard Esq.
Title Guarantee Co.
532 Baltimore St.
Cumberland, Md.
Q 13815

LIBER 015 PAGE 176

THE E AND K COAL COMPANY

ARTICLES OF INCORPORATION

FIRST:- WE, the undersigned, RUTH K. DESHONG, whose post office address is Route No. 1, Westernport, Maryland, EDWARD L. DESHONG, whose post office address is Barton, Maryland, SHARON A. PRESTON, whose post office address is Westernport, 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 E. AND K COAL COMPANY" .

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

To engage in the lea sing of coal and mineral rights, mines and all equipment used in connection therewith, and to engage in the purphase and sale at wholesale and retail and shipment and transportation of coal and minerals of every kind and description, and for the operation of such mines and equipment and to acquire, hold and own any and all licenses, permits, and franchises necessary or useful in connection with the mining business.

FOURTH:- The Post office address of the principal office of the Corporation in this State is Citizen's National Bank of Westernport, Maryland, Building, in Westernport, Maryland. The name and post office address of the resident agent of the Corporation in this State are Horace P. Whitworth Jr. Citizen's National Bank Building, Westernport, Maryland. Said Resident Agent is an individual actually residing in this State.

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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 One Dollar ($1.00) a share, all of one class, and having an aggregate par value of Ten Thousand Dollars ($10,000.00).

SIXTH:- The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and thenames of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are RUTH K. DESHONG, EDWARD, L. DESHONG, and SHARON A. PRESTON.

SIXTH:- The duration of the Corporation shall be PERPETUAL.

IN WITNESS WHEREOF, WE have signed these Articles of Incorporation, on the 3 *day of April, 1963.*

Ruth K. DeShong (SEAL)
Ruth K. DeShong

Edward L. DeShong (SEAL)
Edward L. DeShong

Sharon A. Preston (SEAL)
Sharon A. Preston

Marshall Wilson
Witness.

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I hereby certify that on this 3 *day of April, 1963, before me, a Notary Public of the State and County aforesaid, personally appeared Ruth K. DeShong, Edward L. DeShong, and Sharon A. Preston, 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.

Marshall Wilson
Notary Public

NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND Seal.

My Commission Expires May 6-1963

LIBER 015 PAGE 177

V

ARTICLES OF INCORPORATION

OF

THE E AND K COAL COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland April 16, 1963 at 4:30 o'clock P. M. as in conformity with law and ordered recorded.

A 2741

3

Recorded in Liber F354, folio 557, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

2

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
JUN 28 1963 19...
at 10:45 o'Clock A. M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany C
Maryland and compared
Clerk

mail to Whitman, Requardt, Brown & Eubank
Attorneys at Law
Baltimore, Md.

01381 57

LIBER 015 PAGE 178

ARTICLES OF INCORPORATION

OF

THE BACHELORS CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, JAMES W. LEBECK, whose post office address is 33 North Liberty Street, Cumberland, Maryland, JOHN C. KELLY , whose post office address is 101 Park Street, Cumberland, Maryland, and VICTOR RICKER, whose post office address is 111 Frederick 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:

THE BACHELORS CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows: To promote and advance the interest of businessmen and to develop an opportunity for stimulating social intercourse and conversation among them; to promote a spirit of fraternity among the members of the Corporation and to provide an opportunity for brotherhood and social contacts among the members; to encourage and develop recreational and amusement areas in the City of Cumberland, Allegany County, Maryland, and generally to do any and all things which may lead to a better understanding among the different business, social, and fraternal organizations in Allegany County; to provide a meeting place for the retired citizens of Allegany County for their literary and social entertainment; to hold, acquire, encumber and dispose of in any lawful mannerwhatsoever such real estate and personal property as may be necessary to carry out the aforesaid purposes; to equip and maintain social club rooms or other appropriate buildings or accomodations for the use and enjoyment, convenience and comfort of the members of this organization upon and under such terms and conditions and subject to such rules and regulations and restrictions as may be subsequently provided for by the by-laws of the Corporation.

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

LIBER 015 PAGE 179

In addition to the aforegoing 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.

FOURTH: The principal office of the Corporation shall be located at 33 North Liberty Street, Cumberland, Maryland, and the resident agent of the Corporation is James W. Lebeck, whose post office address is 33 North Liberty Street, Cumberland, 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 shall choose the 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 have not less than three (3) Directors and James W. Lebeck, John C. Kelly , and Victor Ricker shall act as Directors until the first annual meeting or until their successors are duly chosen and qualified. The number of Directors may, by a vote of the majority of the Board of Directors, be increased to a number not exceeding seven (7) members from time to time as the by-laws may provide.

SEVENTH: The Board of Directors of the Corporation shall set up a system of by-laws for the government of the Corporation and to determine the eligibility of the members of the Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 4th day of April 1963, at Cumberland, Maryland.

WITNESS:

Mary Parker as to James W Lebeck (SEAL)
JAMES W. LEBECK

~~Mary E Parker~~ as to John C Kelly (SEAL)
JOHN C. KELLY

Mrs Helen Ricker as to Victor Ricker (SEAL)
VICTOR RICKER

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 4th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared JAMES W. LEBECK, JOHN C. KELLEY, and VICTOR RICKER, satisfactorily proven to me to be the persons whose names are subscribed to the within Articles of Incorporation and they acknowledged that they executed the same for the purposes therein contained.

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

Leslie J. Clark
NOTARY PUBLIC

My Commission expires: May 6, 1963

LESLIE J. CLARK
ATTORNEY AT LAW
CUMBERLAND, MARYLAND

LIBER 015 PAGE 181

VNS

ARTICLES OF INCORPORATION

OF

THE BACHELORS CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland April 16, 1963 at 3:45 o'clock P. M. as in conformity with law and ordered recorded.

A 2742

4

Recorded in Liber 3352, folio 473, 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. Benton

FILED FOR RECORD
JUN 28 1963 19....
at 10:45 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

0 138 157
Maryland Bonds, Mortgages
33 N. Mechanic St.
Cumberland

LIBER 015 PAGE 182

ARTICLES OF INCORPORATION

OF

DANIEL YUHASCIK COMPANY

This is to certify:

FIRST: That we, the subscribers, Daniel R. Yuhascik, whose post office address is 1003 Frederick Street, Cumberland, Maryland, Helen B. Yuhascik, whose post office address is 1003 Frederick Street, Cumberland, Maryland, and Harry I. Stegmaier, whose post office address is 535 Washington Street, 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:

DANIEL YUHASCIK COMPANY

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

(a) To engage in the general speculative home building business, including the erection of homes, flats, and apartments; to operate a contracting business; to purchase, own, hold and sell real property, improved and unimproved, or any interest therein or easement thereon; to purchase lands and subdivide same into sub-divisions or lots; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and builder, speculative builder, subdivider, or real property development; to invest in and hold for investment any and all real property, shares of stock, bonds, government, private or corporate; to

LIBER 015 PAGE 183

exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.

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

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

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

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

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(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 and owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock so held or owned, 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

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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 the 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 1003 Frederick Street,

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Cumberland, Maryland. The resident agent of the Corporation is Daniel R. Yuhascik, whose post office address is 1003 Frederick Street, Cumberland, Allegany County, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100 shares without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have three directors and Daniel R. Yuhascik, Helen B. Yuhascik, and Harry I. Stegmaier, 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 of 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 this Corporation; to determine whether any, and, if any, what part of the surplus of the Corporation or 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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all of such stock at the time outstanding, by vote at a meeting or in writing with or without 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 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

LIBER 015 PAGE 189

vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 16th day of April, 1963.

WITNESS:

Victoria E. Bittinger — Daniel R. Yuhascik
Daniel R. Yuhascik

Victoria E. Bittinger — Helen B. Yuhascik
Helen B. Yuhascik

Victoria E. Bittinger — Harry I. Stegmaier
Harry I. Stegmaier

** ** ** **

STATE OF MARYLAND

COUNTY OF ALLEGANY, to wit:

THIS IS TO CERTIFY, That on the 16th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared DANIEL R. YUHASCIK and HELEN B. YUHASCIK, his wife, and HARRY I. STEGMAIER, 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 6, 1963.

Victoria E. Bittinger
Notary Public

VICTORIA E. BITTINGER NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

LIBER 015 PAGE 190

ARTICLES OF INCORPORATION

OF

DANIEL YUHASCIK COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland April 17, 1963 at 10:30 o'clock A. M. as in conformity with law and ordered recorded.

A 2758

15-155

9

Recorded in Liber 353, folio 116, 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.

FILED FOR RECORD
JUN 28 1963 19...
at 11 o'Clock A. M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by

01381 57T
Mail Daniel R. Yuhascik
1003 Industrial
Cumbd, Md.

LIBER 015 PAGE 181

Compared and Mailed Delivered or
TO Daniel R. Yuhascik
1003 Fredrick St. Cumbd
Aug 19 1963

5/23/63
W. L.

DANIEL YUHASCIK COMPANY

STOCK ISSUANCE STATEMENT

Daniel Yuhascik, 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:

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

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

All of the assets and properties of the business of Daniel R. Yuhascik, a sole proprietorship, located at No. 1003 Frederick Street, Cumberland, Maryland, used in the dwelling construction business.

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.

In Witness Whereof Daniel Yuhascik 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 May 20th, 1963.

DANIEL YUHASCIK COMPANY

by Daniel R. Yuhascik
Daniel R. Yuhascik, President

Attest:

Helen B. Yuhascik
Helen B. Yuhascik, Secretary

DANIEL YUHASCIK COMPANY, INC. 1963 ALLEGANY COUNTY MARYLAND

STATE OF MARYLAND

ALLEGANY COUNTY, to wit:

I HEREBY CERTIFY, That on May 20th, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Daniel R. Yuhascik, President of Daniel Yuhascik Company, 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 Helen B. Yuhascik 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 stock therein mentioned was finally approved and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

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

My Commission Expires: May 3, 1965.

Victoria E. Bettinger
Notary Public

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STOCK ISSUANCE STATEMENT

OF

DANIEL YUHASCIK COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland May 22, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3498

3

Recorded in Liber F360, folio 278, 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 M. Benjes

FILED FOR RECORD
AUG 12 1963
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

C 1390 71

Compared and Mailed Delivered on
Aetna Finance Co.
TO Suite 205 ~~41 Franklin~~ Azar Bldg.
Ritchie Hwy, Glen Burnie Md
May 19 19 1963

LIBER 015 PAGE 194

State Department of Assessments
and Taxation of Maryland
301 West Preston Street
Baltimore 1, Maryland

Gentlemen:

This is to notify you of the change of post office address of the undersigned registered agent, as follows:

1. The name of the corporation in respect of which such change of address shall be effective is:

Aetna Finance Co. of Cumberland, Inc.

2. The old address of the undersigned registered agent was 215 West Franklin Street, Baltimore, Maryland.

3. The new address of the undersigned registered agent is Suite 205, Azar Building, Ritchie Highway, Glen Burnie, Maryland.

4. The date as of which such change of address is to be effective is May 3, 1963.

Dated: May 3, 1963

Yours very truly,

James P. Taccino

James P. Taccino

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NOTICE OF CHANGE OF ADDRESS OF RESIDENT AGENT

OF

AETNA FINANCE CO. OF CUMBERLAND, INC.

received for record May 16, 1963 , at 2:01 P. M.

and recorded in Liber F No. 357 Folio No. 497 one of

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

To the Clerk of the Circuit Court of Allegany County.

AA Nº 1906

Recording Fee Paid $2.00

FILED FOR RECORD
MAY 16 1963 19....
....2:01 O'Clock P. M.
at.....
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared

Clerk

A

13 0 9 1 0

Compared and Mailed Delivered
TO Ort Bros. Bakery, Inc. Cumbd
Aug 19 1963

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5/13/63
W. L.

ORT BROTHERS BAKERY, INCORPORATED

ARTICLES OF AMENDMENT

Ort Brothers Bakery, Incorporated, a Maryland corporation having its principal office in Allegany County, Maryland (hereinafter called 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 "Second" of the Articles of Incorporation and inserting in lieu thereof the following:

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

ORT'S, INCORPORATED."

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on April 3, 1963, 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 April 25, 1963.

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 of the Corporation.

FOURTH: The amendment of the Charter of the Corporation as hereinbefore set forth was approved by the Stockholders of the Corporation at said meeting by unanimous vote.

FIFTH: The amendment to the Charter of the Corporation as hereinbefore set forth has been duly advised by the Board of Directors and approved by the Stockholders of the Corporation.

IN WITNESS WHEREOF, Ort Brothers Bakery, Incorporated, has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed and attested by its Secretary, on the 8th day of May, 1963.

ATTEST:

Virginia M. Ort
VIRGINIA M. ORT
Secretary

ORT BROTHERS BAKERY,
INCORPORATED

By Lewis J. Ort
LEWIS J. ORT
President

STATE OF MARYLAND,

ALLEGANY COUNTY, SS:

I HEREBY CERTIFY, that on this 8th day of May, 1963, 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 Ort Brothers Bakery, Incorporated, 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 Virginia M. Ort and made oath in due form of law that she was Secretary of the meeting of the Stockholders of the 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 and correct to the best of her knowledge, information and belief.

WITNESS my hand and Notarial Seal the date aforesaid.

Joyce L. Uppel
NOTARY PUBLIC.

LIBER 015 PAGE 198

ARTICLES OF AMENDMENT

OF

ORT BROTHERS BAKERY, INCORPORATED

changing its name to

ORT'S, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 10, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3164

3

Recorded in Liber F357, folio 116, 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 Boerger

FILED FOR RECORD
AUG 12 1963
at 2 Clock P. M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland and Compared by

0 136031

Compared and Mailed Delivered
TO Joseph U. Morgan
Midland
Aug 15 1963

LIBER 015 PAGE 199

5/13/63
W. L.

ARTICLES OF INCORPORATION

OF

J. R. & H. COAL COMPANY, INC.

FIRST: We, the undersigned, Joseph U. Morgan, whose Post Office address is Midland, Maryland; Harry Green, whose Post Office address is Barton, 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:

J. R. & H. COAL COMPANY, 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 own, operate, control, manage, maintain, lease and acquire coal properties, whether developed or undeveloped, mines, shafts, openings and/or any special privileges pertaining to the mining and shipping of coal.

(b) To engage in and carry on the business of mining, shipping or otherwise selling coal or any of its by-products, timber, sand, stone, ganister, clays or other natural resources.

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

LIBER 015 PAGE 200

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

(e) To purchase, hire, lease or otherwise acquire, hold, own, develope, improve and in any other manner dispose of, and to aid and subscribe towards the acquisition, development and improvement of real and personal property, and the rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(f) 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.

(g) To acquire all or any part of the good-will, rights, property and business of any kind 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 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.

(h) To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulaes, and the like, which may seem capable of being used for any of the purposes of the Corporation and to use, exercise, develope, grant licenses in

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

(i) 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 Government or subdivision thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

(j) 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.

(k) 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 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 of or otherwise dispose of such bonds, debentures, notes or other obligations of the Corporation for its corporate purpose.

(l) To do any acts or things designated or 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.

(m) To guarantee the payment of dividends on any shares of stock or shares in, or the performance of any contract, by any 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 of indebtedness created or issued by any such other corporation or association.

(n) 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 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 appear conducive to or expedient for the accomplishment of any of such objects or purposes.

(o) To carry out any part or all 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.

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 Midland, Maryland; and the resident agent of said Corporation is Joseph U. Morgan, whose Post Office address is Midland, 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: Joseph U. Morgan, Margaret E. Morgan, Harry Green and Grace A. Green.

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, 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 rights of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any rights 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.

(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 each director 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 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 6th day of May, 1963.

WITNESS:

Eleanor Rice — Joseph U. Morgan (SEAL)
JOSEPH U. MORGAN

Eleanor Rice — Harry Green (SEAL)
HARRY GREEN

Eleanor Rice — Thomas N. Berry (SEAL)
THOMAS N. BERRY

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STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 6th day of May, 1963, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared JOSEPH U. MORGAN, HARRY GREEN and THOMAS N. BERRY, satisfactorily made known to me, and did each acknowledge the aforegoing Articles of Incorporation to be his respective act and deed.

WITNESS my hand and Notarial Seal.

Elenor Rice

Notary Public

My Commission expires on

May 3, 1965

LIBER 015 PAGE 208

ARTICLES OF INCORPORATION

OF

J. R. & H. COAL COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 10, 1963 at 4:04 o'clock P. M. as in conformity with law and ordered recorded.

A 3178

10

Recorded in Liber 3357, folio 190, 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. Bastgen

FILED FOR RECORD
AUG 12 1963 ... 19..
at ... O'Clock ... M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by
Clerk

C 13 40 31

LIBER 015 PAGE 209

Compared and Mailed ~~Delivered~~ on
Charles T. Clise
TO State #36 Lonaconing
Aug 17 1963

5150/60
W. A.

ARTICLES OF INCORPORATION

OF

CLISE SEPTIC TANK AND BUILDING SUPPLY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers hereto, Charles T. Clise, Ruth B. Clise and Virginia Lee Clise, all of whose addresses is State No. 36, Lonaconing, 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 together with the intention of forming a corporation.

SECOND: That the name of the corporation, hereinafter called the corporation, shall be:

CLISE SEPTIC TANK AND BUILDING SUPPLY, INC.

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

(a) To operate and maintain a septic tank contracting and supply company engaged in the buying, selling and installation of septic tanks and all items incident to or related to such business and to engage in all forms of commerce related to same. Also to engage in the general building and homes supply business and to buy, sell and trade in any and all items, products, accessories and equipment incident to, or related to, the home building, home supply and general hardware trade, both at the wholesale and retail levels and to engage in all forms of

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

commerce thereto related.

(b) To acquire, own, lease, maintain, mortgage, sell and exchange all personal and all real property or properties as shall be necessary to the conduct of the business activities enumerated above.

(c) To acquire, own and operate the business and all other businesses which may be related to, incident to or necessary for the sale and dispensing of the products enumerated above.

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

FOURTH: The post office address at which the principal officer of the corporation in this state will be located is State No. 36, Lonaconing, Maryland. The resident agent of the corporation is Charles T. Clise whose post office address is State No. 36, Lonaconing, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total authorized stock of the corporation is five thousand shares (5000) of the value of twenty dollars ($20.00) per share.

SIXTH: The corporation shall have not less than three (3) nor more than five (5) directors and Charles T. Clise, Ruth B. Clise and Charles T. Clise, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 211

SEVENTH: The following provisions are hereby adopted for 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 empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said board of directors shall deem advisable, subject to such limitation 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 of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

EIGHTH: The existence of the corporation is to be perpeutal.

IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 8th day of May, 1963 in the City of Lonaconing, Maryland.

JOHN F. SOMERVILLE. JR.
ATTORNEY AT LAW
KEYSER. WEST VIRGINIA

Ruth B. Clise
Witness to C. T. Clise

Charles T. Clise
CHARLES T. CLISE

Charles T. Clise
Witness to R. B. Clise

Ruth B. Clise
RUTH B. CLISE

Ruth B. Clise
Witness to V. L. Clise

Virginia Lee Clise
VIRGINIA LEE CLISE

STATE OF WEST VIRGINIA

MINERAL COUNTY: TO WIT

I hereby certify that on this 8th day of May, 1963 before me, the Subscriber, a Notary Public of the State of West Virginia in and for the County aforesaid, personally appeared Charles T. Clise, Ruth B. Clise and Virginia Lee Clise, and severally acknowledged the within and aforegoing ~~certificate or~~ Articles of Incorporation to be their act.

WITNESS my hand and seal Notarial:

John F. Somerville
Notary Public

My Commission expires July 18th, 1970

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 213

ARTICLES OF INCORPORATION

OF

CLISE SEPTIC TANK AND BUILDING SUPPLY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 16, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3425

3

Recorded in Liber 335 , 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 $.....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

FILED FOR RECORD
AUG 12 1963
at 9:00 O'Clock A. M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and examined per
..... Clerk

C 13903

Compared and Mailed ~~Delivered~~ on
TO Myron J. Livengood
Pinto, Md.
Aug 19 19 63

LIBER 015 PAGE 214

5/27/63
W. 1.

LIVENGOOD REALTY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Myron J. Livengood, whose post office address is Pinto, Maryland, Joyce L. Appel, whose post office address is 18 Mullin Street, Cumberland, Maryland, and Betty J. Farrell, whose post office address is 11 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

LIVENGOOD REALTY, 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 take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, rent, mortgage, work, improve, develop, divide, or otherwise handle, deal in and dispose of real estate, real and personal property, and any interest or right therein.

(2) 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.

(3) 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 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 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 Corpo-

ration; 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 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 altering the contract rights of any class of its stock by classification, reclassification or otherwise, but no such amendments which change the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two-thirds of all 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 Pinto, Maryland. The resident agent of the Corporation is Myron J. Livengood, whose post office address is Pinto, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The Corporation shall have three directors, and Myron J. Livengood, Joyce L. Appel and Betty J. 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 by amendment to the By-laws.

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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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 20th day of May, 1963.

WITNESS:

W. R. Bosnach — Myron J. Livengood (SEAL)
MYRON J. LIVENGOOD

W. R. Bosnach — Joyce L. Appel (SEAL)
JOYCE L. APPEL

W. R. Bosnach — Betty J. Farrell (SEAL)
BETTY J. FARRELL

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 20th day of May, 1963, before the undersigned, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared MYRON J. LIVENGOOD, JOYCE L. APPEL and BETTY J. FARRELL, and severally acknowledged the aforegoing 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

LIBER 015 PAGE 220

ARTICLES OF INCORPORATION

OF

LIVENGOOD REALTY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 24, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3531

7

Recorded in Liber F361, folio 134, 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. Carter

FILED FOR RECORD
AUG 12 1963
at 9:00 O'Clock A. M.
and same day Recorded ... Liber
No. ..... Folio ...
one of the ..... Records of Allegany County,
Maryland, per ..... Clerk

013031

Compared and Mailed ~~Delivered~~
Earl R. Seifarth
TO R-1-Frostburg
Aug 19 1963

LIBER 015 PAGE 221

ARTICLES OF INCORPORATION

OF

ENGLE'S RED HILL MARKET, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Earl R. Seifarth, whose postoffice address is Route 1, Frostburg, Maryland, Kenneth D. Witmer, whose postoffice address is LaVale, Maryland, and Clarence Lippel, whose postoffice 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 (which is hereinafter called the "Corporation") is:

ENGLE'S RED HILL MARKET, INC.

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

(a) To buy,sell, merchandise, offer for sale and distribute, at wholesale and retail, foods and foodstuffs of all kinds and descriptions whether in bulk, package, bottle or can, including beverages and alcoholic beverages, of all kinds and for all purposes, and generally to deal in groceries, grocery products, meats and foods and any and all other articles of every kind, character and description dealt in in a modern grocery store.

LAW OFFICES
CLARENCE LIPPEL
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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CLARENCE LIPPEL
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 Red Hill, Route 5, Cumberland, Maryland. The resident agent of the corporation is Earl R. Seifarth, whose postoffice address is Route 1, Frostburg, 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 Earl R. Seifarth, Kenneth D. Witmer and Clarence Lippel shall act as such until the first annual meeting, or until their successor

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CUMBERLAND, MD.

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 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 director 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

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CUMBERLAND, MD.

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 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

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CUMBERLAND, MD.

authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 1st day of May, 1963.

WITNESS:

Dora Rita Lerner as to Earl R. Seyfert (SEAL)

Dora Rita Lerner as to Kenneth D. Witmer (SEAL)

Dora Rita Lerner as to Clarence Lippel (SEAL)

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

THIS IS TO CERTIFY, That on this 1st day of May, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Earl R. Seifarth, Kenneth D. Witmer 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 Lerma
NOTARY PUBLIC

My commission expires: May 3, 1965.

DONA RITA LERMA NOTARY PUBLIC ALLEGANY CO.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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ARTICLES OF INCORPORATION

OF

ENGLE'S RED HILL MARKET, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 2, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3055

8

Recorded in Liber 355, 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 $.....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 S. Bowles

FILED FOR RECORD
AUG 12 1963
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 examined by
Clerk

013903

LIBER 015 PAGE 229

Compared and Mailed ~~Delivered~~ at
TO John A. Kreiling Jr.
510 Riehl Ave Cumberland
Aug 19 1963

5/7/63
A.
W.

ARTICLES OF INCORPORATION

OF

K M K AGENCY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harold R. Konhaus, whose post office address is 203 North Street, Meyersdale, Pennsylvania; John A. Kreiling, Jr., whose post office address is 510 Riehl Avenue, Cumberland, Maryland, and Angela Senkbeil, whose post office address is 210 Bedford 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

K M K AGENCY, 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 carry on a general insurance, life insurance and real estate agency business.

(2) To act as agents for insurance companies in soliciting and receiving applications for automobile, fire, casualty, plate glass, boiler, elevator, accident, health, burglary, rent, marine, credit and life insurance and all other kinds of insurance and fidelity and surety bonds, the collection of premiums and the doing

of such other business as may be delegated to agents by such companies, and to conduct a general insurance agency and insurance brokerage business.

(3) To conduct a general brokerage agency and commission business for others in the purchase, sale and management of real estate and the negotiation of loans thereon; to purchase and sell for others personal property, stocks, bonds and notes and to negotiate loans thereon; to act as trustee in deeds of trust or mortgages on real or personal property and to act as agents for the renting of houses, lands and the collection of rents and the payment of taxes thereon.

(4) 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.

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

(6) 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.

(7) 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.

(8) 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.

(9) 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.

(10) 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 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:

(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 are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation;

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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 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 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 and qualifications of, the fixed annual dividends on, and the times and price 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 400 Decatur Street, Cumberland, Maryland. The resident agent of the Corporation is John A. Kreiling, Jr., whose post office address is 510 Riehl Avenue, 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 Harold R. Konhaus, John A. Kreiling, Jr., and Angela Senkbeil 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 Fifty Dollars ($50.00) each.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation the 23rd day of April, 1963.

WITNESS:

Joyce L. Appel
JOYCE L. APPEL

Harold R. Konhaus (SEAL)
HAROLD R. KONHAUS

Joyce L. Appel
JOYCE L. APPEL

John A. Kreiling Jr (SEAL)
JOHN A. KREILING, JR.

Joyce L. Appel
JOYCE L. APPEL

Angela Senkbeil (SEAL)
ANGELA SENKBEIL

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of April, 1963, before me the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Harold R. Konhaus, John A. Kreiling, Jr., and Angela Senkbeil, 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.

JOYCE L. APPEL NOTARY PUBLIC ALLEGANY COUNTY, MD.

Joyce L. Appel
Notary Public
JOYCE L. APPEL

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ARTICLES OF INCORPORATION

OF

K M K AGENCY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 6, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3079

9

Recorded in Liber F356, folio 133, 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.

FILED FOR RECORD
AUG 12 1963 19
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
Clerk

C 13071

Compared and Mailed ~~Delivered~~ on
Most Rev. Lawrence J. Shehan
TO 408 Charles St. Balt. 1, Md.
Aug 19 1963

LIBER 015 PAGE 238

ST. MARY'S, CUMBERLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) Reverend Charles W. Bogan, whose post office address is Oldtown Road, Cumberland, Allegany County, Maryland, each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. MARY'S, CUMBERLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St.Mary's, Cumberland, Roman Catholic

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH: The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Oldtown Road, Cumberland, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

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SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

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Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Charles W. Bogan
Reverend Charles W. Bogan

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND CHARLES W. BOGAN, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, L.D.

Elizabeth N. Wright
Notary Public

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NS

ARTICLES OF INCORPORATION

OF

ST. MARY'S, CUMBERLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 **at** 3:00 **o'clock** P. **M. as in conformity with law and ordered recorded.**

A 3295

6

Recorded in Liber 3359 **, folio** 467 **, 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.

Stanley G. Barkley

FILED MAY 13 1963 RECORD

at 3:00 o'Clock P. M.

and same day Recorded in Liber

No..... Folio.....

one of the.....

Land Records of Allegany County,

Maryland, and compared by

Clerk

C 13 4031

Compared and Mailed Delivered on
Most Rev. Lawrence J. Shehan
TO 408 Charles St. Balt. 1, Md
Aug 19 1963

LIBER 015 PAGE 243

ST. GABRIEL'S, BARTON, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend Thomas J. Fannon, whose post office address is 127 Church Street, Westernport, Allegany County, Md., each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. GABRIEL'S, BARTON, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St.Gabriel's, Barton, Roman Catholic

LIBER 015 PAGE 244

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Barton, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

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SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

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Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Reverend Thomas J. Fannon
Reverend Thomas J. Fannon

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND THOMAS J. FANNON, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 247

WS

ARTICLES OF INCORPORATION

OF

ST. GABRIEL'S, BARTON, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 **at** 3:00 **o'clock** P. **M. as in conformity with law and ordered recorded.**

A 3291

6

Recorded in Liber F 359 **, folio** 443 **, 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

FILED FOR RECORD
AUG 12 1963 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
.....Clerk

01 3 9031

Compared and Mailed Delivered on
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St. Balt 1 Md
Aug 19 1963

LIBER 015 PAGE 248

ST. PETER'S,
WESTERNPORT, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend Thomas J. Fannon, whose post office address is 127 Church St., Westernport, Allegany County, Maryland, each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. PETER'S, WESTERNPORT, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of St. Peter's, Westernport,
the interests of the Roman Catholic

LIBER 015 PAGE 249

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is 127 Church Street, Westernport, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

LIBER 015 PAGE 250

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 251

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Reverend Thomas J. Fannon
Reverend Thomas J. Fannon

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND THOMAS J. FANNON and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 252

ARTICLES OF INCORPORATION

OF

ST. PETER'S, WESTERNPORT, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3290

6

Recorded in Liber F359, folio 437, 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. Benton

FILED FOR RECORD
AUG 12 1963 19....
at 2 o'Clock P. M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany
Maryland, and compared by

C 13903 1

LIBER 015 PAGE 253

Compared and Mailed ~~Delivered~~ on
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St. Balt 1 Md
Aug 19 1963

SS. PETER and PAUL'S ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) Reverend Ernest Horning,O.F.M.,Cap., whose post office address is Fayette Street, Cumberland, Allegany County, Md., each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is SS. PETER and PAUL'S ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the SS. Peter and Paul's Roman Catholic

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Fayette Street, Cumberland, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

LIBER 015 PAGE 255

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 256

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy.
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Rev. Ernest Horning O.F.M. Cap.
Reverend Ernest Horning, O.F.M., Cap.

LIBER 015 PAGE 257

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND ERNEST HORNING, O.F.M., Cap., and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 258

ARTICLES OF INCORPORATION

OF

SS. PETER and PAUL'S ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3238

6

Recorded in Liber 7359, folio 125, 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

FILED FOR RECORD
AUG 12 1963
at 9:00 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

C 134031

Compared and Mailed ~~Delivered~~ on
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St. Balt 1 Md
Aug 19 1963

LIBER 015 PAGE 259

ST. PATRICK'S,
LITTLE ORLEANS, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend Charles H. Quinn, whose post office address is 16 East High St. Hancock, Washington County, Maryland, each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. PATRICK'S, LITTLE ORLEANS, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St. Patrick's, Little Orleans, Roman Catholic

LIBER 015 PAGE 260

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Little Orleans, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

LIBER 015 PAGE 261

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 262

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan

Most Reverend Lawrence J. Shehan

+ T. Austin Murphy

Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher

Francis X. Gallagher

Charles H. Quinn

Reverend Charles H. Quinn

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND CHARLES H. QUINN, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright

Notary Public

LIBER 015 PAGE 263

NS.

ARTICLES OF INCORPORATION

OF

ST. PATRICK'S, LITTLE ORLEANS, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 **at** 3:00 **o'clock P. M. as in conformity with law and ordered recorded.**

A 3282

6

Recorded in Liber 7359 **, folio** 385 **, 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 M. Bantzes

FILED FOR RECORD
AUG. 29 1963 19....
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
.....Clerk

C 13 9031

Compared and Mailed ~~Delivered~~ on
Most Rev. Lawrence J Shehan
TO 408 N Charles St. Balt 1, Md
Aug 19 1963

LIBER 015 PAGE 264

ST. MARY OF THE ANNUNCIATION,
LONACONING, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend Frederick H. Duke, whose post office address is Lonaconing, Allegany County, Maryland,

each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. MARY OF THE ANNUNCIATION, LONACONING, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St. Mary of the Annunciation, Lonaconing, Roman Catholic

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Lonaconing, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office, unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 267

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

Frederick H. Duke
Reverend Frederick H. Duke

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND FREDERICK H. DUKE, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

Elizabeth N. Wright
Notary Public

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

LIBER 015 PAGE 268

ARTICLES OF INCORPORATION

OF

ST. MARY OF THE ANNUNCIATION, LONACONING, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3201

6

Recorded in Liber 3358, folio 377, 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.

FILED FOR RECORD
AUG 12 1963
at 2:40 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

0139031

LIBER 015 PAGE 269

Compared and Mailed Delivered
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St. Balt 1 Md
Aug 19 1963

ST. AMBROSE'S CRESAPTOWN ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) Reverend Carol Warner, O.F.M., Cap., whose post office address is Cresaptown, Allegany County, Maryland,

each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. AMBROSE'S CRESAPTOWN ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St. Ambrose's Cresaptown Roman Catholic

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Cresaptown, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

LIBER 015 PAGE 271

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 272

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy.
Most Reverend T. Austin Murphy

WITNESS:

Rev. Carol Warner, O.F.M.Cap.
Reverend Carol Warner, O.F.M.,Cap.

Francis X. Gallagher
Francis X. Gallagher

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REV. CAROL WARNER, O.F.M., Cap., and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 273

ARTICLES OF INCORPORATION

OF

ST. AMBROSE'S CRESAPTOWN ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3342

6

Recorded in Liber 4360, folio 131, 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 P. Boyle

FILED FOR RECORD
AUG 12 1963
at 9:40 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by

013031

Compared and Mailed Delivered
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St- Balt 1 Md
Aug 19 1963

LIBER 015 PAGE 274

ST. MICHAEL'S, FROSTBURG, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend Francis E. Montgomery, whose post office address is Frostburg, Allegany County, Maryland,

each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. MICHAEL'S, FROSTBURG, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St.Michael's, Frostburg, Roman Catholic

LIBER 015 PAGE 275

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Frostburg, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

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SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 277

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Rev. Francis E. Montgomery
Reverend Francis E. Montgomery

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND FRANCIS E. MONTGOMERY, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 278

ARTICLES OF INCORPORATION

OF

ST. MICHAEL'S, FROSTBURG, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3301

6

Recorded in Liber F 359, folio 303, 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.

Theodore G. Bartgis

FILED FOR RECORD
AUG. 12 1963 19.....
at 0'Clock M.
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County, Maryland, and compared by
Clerk

0 138031

LIBER 015 PAGE 279

Compared and Mailed ~~Delivered~~ on
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St. Balt 1 Md
Aug 19 1963

ST. PATRICK'S, MT. SAVAGE, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend Michael S. Smyth, whose post office address is Mt. Savage, Allegany County, Maryland,

each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. PATRICK'S, MT. SAVAGE, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St. Patrick's, Mt. Savage, Roman Catholic Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may

LIBER 015 PAGE 280

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Mt. Savage, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 281

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy.
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Michael S. Smyth
Reverend Michael S. Smyth

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND MICHAEL S. SMYTH, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 282

ARTICLES OF INCORPORATION

OF

ST. PATRICK'S, MT. SAVAGE, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3305

6

Recorded in Liber F359, folio 527, 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.

Susan P. Baetjer

FILED FOR RECORD
AUG 12 1963
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

C1390

Compared and Mailed Delivered
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St. Balt 1 Md
Aug 19 1963

LIBER 015 PAGE 283

ST. JOSEPH'S, MIDLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend John T. Sleeman, whose post office address is Midland, Allegany County, Maryland,

each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. JOSEPH'S, MIDLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St. Joseph's, Midland, Roman Catholic

LIBER 015 PAGE 284

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is Midland, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

LIBER 015 PAGE 285

SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 286

Incorporation on this 10th day of April, 1963.

+ Lawrence Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

WITNESS:

Francis X Gallagher
Francis X. Gallagher

John T. Sleeman
Reverend John T. Sleeman

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and REVEREND JOHN T. SLEEMAN, and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

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ARTICLES OF INCORPORATION

OF

ST. JOSEPH'S, MIDLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3299

6

Recorded in Liber 3359, folio 491, 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.

Sandra T. Rankin

FILED FOR RECORD
MAY 13 1963
at 3:00 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

014031

Compared and Mailed Delivered
Most Rev. Lawrence J. Shehan
TO 408 N. Charles St - Balt 1 Md
Aug 19 1963

LIBER 015 PAGE 288

ST. PATRICK'S, CUMBERLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED

ARTICLES OF INCORPORATION

(Under Article 23, Section 271 et seq.)

THIS IS TO CERTIFY:

FIRST: That we, the incorporators,

1) The Most Reverend Lawrence J. Shehan, Archbishop of Baltimore, whose post office address is 408 North Charles Street, Baltimore 1, Maryland,

2) The Most Reverend T. Austin Murphy, Vicar-General and Auxiliary Bishop of Baltimore, whose post office address is 3803 Fourth Street, Baltimore 25, Maryland, and

3) The Reverend J. Lawrence Kilkenny, V.F., whose post office address is 201 N. Center Street, Cumberland, Maryland, each being of legal age, under and by virtue of Article 23, Sections 271, 272 and 273 of the Annotated Code of Maryland, (1957 Edition, as amended), do hereby associate ourselves so as to constitute a body politic and corporate.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is ST. PATRICK'S, CUMBERLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED.

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

(1) To frame such rules, regulations and ordinances for the orderly conduct of divine worship and the advancement of the interests of the St.Patrick's Cumberland, Roman Catholic

LIBER 015 PAGE 289

Congregation, Incorporated, as may be consistent with the discipline and government of the Roman Catholic Church.

(2) To exercise all the pertinent and appropriate powers granted corporations by Article 23, Section 9, of the Annotated Code of Maryland, (1957 Edition, as amended).

(3) To receive, manage, control, invest and disburse contributions, legacies, devises, donations, and property of every kind and description for the purposes and objects of the Corporation, and to expend the same in the exercise thereof.

(4) And generally to do any and all things which may be necessary to promote the general objects and purposes for which this Corporation is formed.

FOURTH; The corporators shall continue to constitute the Corporation until their respective successors are, from time to time, elected or appointed to act as successor corporators in accordance with the discipline and government of the Roman Catholic Church.

FIFTH: The post office address of the place at which the Corporation in this State will be located, is 201 N. Center St., Cumberland, Allegany County, Maryland. The Resident Agent of the Corporation is The Most Reverend Lawrence J. Shehan, whose post office address is 408 North Charles Street, Baltimore 1, Maryland.

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SIXTH: The Corporation shall have no capital stock, no stockholders, and is not organized for profit. The Corporation is formed exclusively for religious purposes.

SEVENTH: The Corporation shall not have less than three corporators, but may have such additional corporators as the Roman Catholic Archbishop of Baltimore shall, in his sole discretion, appoint and designate. Any said additional corporators, other than those required by law, shall be subject to removal in the sole discretion of the Roman Catholic Archbishop of Baltimore. Any and all powers of the Corporation shall be lodged exclusively in the corporators.

EIGHTH: The said Corporation shall have a President, Vice-President, Treasurer and Secretary, and such other officers as may be provided for in the By-Laws. Said officers shall be elected by and from the corporators according to the By-Laws. The Roman Catholic Archbishop of Baltimore and his successors shall by virtue of his office, be and serve as the President of the said Corporation. Nothing herein shall be construed to prohibit a corporator from serving in more than one office unless specifically prohibited by law.

IN WITNESS WHEREOF, We have signed these Articles of

LIBER 015 PAGE 291

Incorporation on this 10th day of April, 1963.

+ Lawrence J. Shehan.
Most Reverend Lawrence J. Shehan

+ T. Austin Murphy
Most Reverend T. Austin Murphy

WITNESS:

Francis X. Gallagher
Francis X. Gallagher

Rt. Rev. J. Lawrence Kilkenny
Right Rev. J. Lawrence Kilkenny, V.F.

STATE OF MARYLAND,
SS:
CITY OF BALTIMORE,

I HEREBY CERTIFY, That on this 10th day of April, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore, personally appeared THE MOST REVEREND LAWRENCE J. SHEHAN, THE MOST REVEREND T. AUSTIN MURPHY and RT. REV. J. LAWRENCE KILKENNY, V.F., and severally acknowledged the foregoing Articles of Incorporation to be their act.

AS WITNESS my hand and Notarial Seal.

ELIZABETH N. WRIGHT NOTARY PUBLIC BALTIMORE, MD.

Elizabeth N. Wright
Notary Public

LIBER 015 PAGE 292

ARTICLES OF INCORPORATION

OF

ST. PATRICK'S, CUMBERLAND, ROMAN CATHOLIC CONGREGATION, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland May 13, 1963 at 3:00 o'clock P. M. as in conformity with law and ordered recorded.

A 3297

6

Recorded in Liber F 359, folio 479, 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 P. Barton

FILED FOR RECORD
AUG 12 1963
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

C 139031

Compared and Mailed Delivered on
Samuel G. Myers
TO 126 Bowery St - Frostburg
Aug 19 19 63

LIBER 015 PAGE 293

5/28/63
W. S.

ARTICLES OF INCORPORATION

OF

THE FIRST CONGREGATIONAL CHURCH

THIS IS TO CERTIFY:

FIRST : That we the subscribers, Guy (NMI) Mallow, whose post office address is 68 Hill Street, Frostburg, Maryland, Charles (NMI) Williams, whose post office address is Route 1, Box 251, Frostburg, Maryland, Samuel G. Myers, whose post office address is 126 Bowery Street, Frostburg, Maryland, Meril A. Phillips, whose post office address is 126 Mt. Pleasant Street, Frostburg, Maryland, and Gratten S. Jones, whose post office address is 311 Welsh Hill, Frostburg, Maryland, all of whom are over twenty-one (21) years of age and all of whom are citizens of the United States of America, do, under, and by virtue of the general laws of the State of Maryland authorizing the formation of religious or church corporations, hereby associate ourselves with the intention of forming a church corporation.

SECOND : That the name of the corporation (which is hereinafter called the corporation) is THE FIRST CONGREGATIONAL CHURCH.

THIRD : That said corporation shall be an independent Christian church and said corporation shall be autonomous in both spiritual and temporal matters and shall recognize no higher authority in spiritual matters than the "Word of God" as interpreted by the majority of the membership of said corporation, and shall recognize no higher authority in temporal matters than the laws of the State of Maryland and the laws of the United States of America.

FOURTH : That said corporation shall have not less

than Five (5) nor more than Fifteen (15) Trustees, who shall constitute the Board of Trustees or Directors and a majority of the entire Board of Trustees shall constitute a quorum for the transaction of business unless otherwise provided in By-Laws; all Trustees shall be over twenty-one (21) years of age, and all of whom shall be members in good standing in said church, and all of whom, except the Pastor of said church, who shall be a Trustee by virtue of his office as Pastor, shall be elected at any annual or special meeting of the congregation of said church by a majority vote of the members of said church attending said meeting; and said Trustees, except the Pastor, shall be elected for a term of one (1) year. Vacancies occurring in said Board of Trustees may be filled at the call of a special meeting of the church members. The Pastor of said church shall be an ex officio member, but will have no voting rights and will hold no office; there shall be a President, a Secretary and a Treasurer elected by the Trustees, and shall hold office until their terms of office shall have expired and until their successors are duly elected and qualified. That the following persons, namely Guy (NMI) Mallow, Charles (NMI) Williams, Samuel G. Myers, Meril A. Phillips, Gratten S. Jones and Reverend William E. Price shall act as Trustees of said church and said corporation until their terms of office shall have expired.

FIFTH : That the annual meeting of said corporation shall be held on the second Wednesday in January of each and every year hereafter; and that the said annual meeting shall be announced from the Pulpit or church bulletin of said church at least two (2) weeks prior to the said annual meeting.

SIXTH : That this corporation shall have all the rights and powers conferred upon it under the corporation laws of the State of Maryland pertaining to religious corporations;

and in particular, shall have the right to own both real and personal property, and to acquire the same by contract, purchase, gift, bequest, devise or any other lawful manner, and that title to all property owned by said church shall be held by and vested in said corporation, and that said corporation shall have the right to purchase, sell, lease, mortgage and convey any or all of its said property when authorized by a majority of the members of said church in good standing over twenty-one (21) years of age, provided that notice of such contemplated purchase, sale or mortgage shall have been given to the members of said church at least two (2) weeks prior to the meeting on which such action is authorized. All conveyances, mortgages, bills of sale, leases or contracts by, and on behalf of, said corporation shall be signed by its President with its corporate seal attached and duly attested by its Secretary.

SEVENTH : That said corporation is a nonstock, non-profit religious or church corporation.

EIGHTH : That said corporation shall have perpetual existence.

NINTH : That the principal office of said corporation shall be the Parsonage building on 110 East College Avenue, Frostburg, Maryland.

TENTH : That the resident agent of said corporation is Samuel G. Myers, whose post office address is 126 Bowery Street, Frostburg, Allegany County, Maryland, and who is a citizen of the State of Maryland and actually resides therein.

ELEVENTH: That these Articles of Incorporation may be altered or amended in compliance with the laws of the State of Maryland at any time by a majority vote of the membership of said church in good standing over twenty-one (21) years of age attending any annual or special congregational meeting of said

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church.

IN WITNESS WHEREOF, we the undersigned, have signed these Articles of Incorporation this 17th day of May, 1963.

ATTEST:

Joan C. Sullivan — Guy Mallow
GUY (NMI) MALLOW

Joan C. Sullivan — Charles Williams
CHARLES (NMI) WILLIAMS

Joan C. Sullivan — Samuel G Myers
SAMUEL G. MYERS

Joan C. Sullivan — Meril A Phillips
MERIL A. PHILLIPS

Joan C. Sullivan — Gratten S. Jones
GRATTEN S. JONES

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

On this 17th day of May, 1963, the undersigned officer, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Guy (NMI) Mallow, Charles (NMI) Williams, Samuel G. Myers, Meril A. Phillips and Gratten S. Jones known to me to be the persons whose names are subscribed to the aforegoing instrument of writing, and acknowledged the said Articles of Incorporation to be their act and deed.

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

Joan C. Sullivan
Notary Public

My Commission expires:
May 3, 1965

LIBER 015 PAGE 297

V NS

ARTICLES OF INCORPORATION

OF

THE FIRST CONGREGATIONAL CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland May 27, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3650

5

Recorded in Liber F 361, folio 250, 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 G. Carlson

FILED FOR RECORD
AUG 12 1963
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

013031

Compared and Mailed ~~Delivered~~ on
Edward A. Cosgrove
TO 601 Sylvan Ave Cumbd
Aug 19 1963

LIBER 015 PAGE 298

5/31/63
W. S.

THE COSGROVES CYCLE COMPANY

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Edward A. Cosgrove, whose post-office address is 601 Sylvan Avenue, Cumberland, Maryland, Edward R. Cosgrove, whose post-office address is Potomac Park, Cumberland, Maryland, and Margaret E. Hartman, whose post-office address is Potomac Park, 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

THE COSGROVES CYCLE COMPANY

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

(a) To buy and sell at wholesale and retail, boats, bicycles, motorcycles, lawn mowers, and to carry on any trade or business incidental or connected therewith.

(b) To manage and conduct a general retail store for the purpose of selling and repairing said merchandise.

(c) 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 by 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 and assets so

acquired in the stock, bonds or other securities of the Corporation, or otherwise as in the manner permitted by law.

(d) To carry on any other business (whether manufacturing or otherwise) which may seem to the Corporation to be calculated directly or indirectly, to effecutate the aforesaid objects or any 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.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State is 252 North Centre Street, Cumberland, Maryland. The resident agent of the Corporation is Edward A. Cosgrove, whose post-office address is 601 Sylvan Avenue, 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 the said Edward A. Cosgrove, Edward R. Cosgrove and Margaret E. Hartman, 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 Twenty-five thousand ($25,000.00) Dollars, divided into Two hundred fifty shares of the par value of One hundred ($100.00) Dollars per share.

SEVENTH: The Board of Directors shall have the right and it is hereby empowered to authorize the issuance of Two hundred fifty (250) shares of the capital stock of the par value of One hundred ($100.00) Dollars each, to Edward A. Cosgrove in full payment by the Corporation to the said Edward A. Cosgrove for all of his rights, title and interest in and to all that certain business know as Cosgroves Cycle Company located at 252 North Centre Street, Cumberland, Maryland, now owned by the said Edward A. Cosgrove, the said business including all merchandise, good will,

leases, licenses, and franchises. The actual value of the above consideration is fixed by the Corporators at not less than Twenty-five thousand ($25,000.00) Dollars.

In WITNESS WHEREOF, we have signed these Articles of Incorporation on the 27th day of May, 1963.

WITNESS:

James B Henderson — Edward A Cosgrove
Edward A. Cosgrove

James B Henderson — Edward R. Cosgrove
Edward R. Cosgrove

James B Henderson — Margaret C. Hartman
Margaret E. Hartman

STATE OF MARYLAND
ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 27 day of May, 1963, before me, the subscriber, a Notary Public of the State of Maryland in and for Allegany County, personally appeared, Edward A. Cosgrove, Edward R. Cosgrove, and Margaret E. Hartman, 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 B Henderson
Notary Public

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ARTICLES OF INCORPORATION

OF

THE COSGROVES CYCLE COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland May 29, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3612

4

Recorded in Liber T361, folio 129, 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. Carlson

FILED FOR RECORD
AUG 12 1963
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
Clerk

013031

Compared and Mailed ~~Delivered~~ on
Floyd G. Harper
TO 9 Mullin St. Cumbrld
Aug 19 1963

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5/21
W. L.

ARTICLES OF INCORPORATION

OF

WES-MAR COMMUNICATIONS & ELECTRONICS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Floyd G. Harper, whose post office address is 9 Mullin Street, Cumberland, Maryland; William B. Orndorff, whose post office address is 106 Humbird Street, Cumberland, Maryland; and Alma R. Shafferman, whose post office address is 422 1/2 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

WES-MAR COMMUNICATIONS & ELECTRONICS, 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 carry on the trade or business of manufacturing, selling, purchasing, producing, leasing, repairing or in any way trading in any and all electrical household appliances, or other electrical or electronic instruments, equipment, installations, machinery, motors, lamps, apparatus, supplies, devices, and materials of all kinds, the component parts thereof, and to do any and all other necessary, desirable

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or convenient acts in connection with the operation of an electrical sales, supply and service business.

To buy, sell, lease, manufacture, distribute and install and service electronic fixtures, wiring, equipment, appliances, lighting systems, supplies, and any other articles or services required for or capable of being used in connection with the distribution and use of electrical energy.

(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.

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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.

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(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 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

LIBER 015 PAGE 307

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 to its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of 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

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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 9 Mullin Street, Cumberland, Maryland. The resident agent of the Corporation is Floyd G. Harper, whose post office address is 9 Mullin 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 Floyd G. Harper, William B. Orndorff and Alma R. Shafferman 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.

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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 ($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 one hundred ninety (190) full paid and non assessable shares of One Hundred Dollars ($100.00) par value stock for the full consideration, the value of which consideration is hereby stated to be not less than Nineteen Thousand Dollars ($19,000.00) namely:

ITEM	DATE PURCHASED
Instruments	3-56
Office Furn	7-57
Instruments	6-58
Signal Generator	10-59
Concrete Block Shop Building	1-60
Air Conditioner	9-60
Air Conditioner	9-60
Wave Master Model ASD-2455	9-60
Type 111PPM Meter	11-60
2 Base Station Comeo	1-61
Monitor Unit Comco	1-61
4 Monitor Units Kaar	1-61
7 Remote Control Units (Comco)	1-61
28 Mobile Units	1-61
2 Fixed Stations Comco	1-61
External Spk Assem.	1-61
Base Station (Johnson Viking)	1-61
2 Mobil Units (Johnson Viking)	1-61
3 MT-16W Radio Serials 24212-59-60-61	11-62
J-TP1 Programer Serial 1041	7-62
TPi-D Programer Model 1592	12-62
TP-1 Programer	12-62

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 21st day of May, 1963.

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WITNESS:

Miller Bauer

Floyd G. Harper (SEAL)
FLOYD G. HARPER

Miller Bauer

William B. Orndorff (SEAL
WILLIAM B. ORNDORFF

Miller Bauer

Alma R. Shafferman (SEAL)
ALMA R. SHAFFERMAN

STATE OF MARYLAND

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 21st day of May, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared FLOYD G. HARPER, WILLIAM B. ORNDORFF, and ALMA R. SHAFFERMAN, and severally acknowledged the aforegoing Articles of Incorporation to be their act.

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

Miller Bauer
Notary Public

My Commission expires:
5/6/64

MILLER BOWER BAUER NOTARY PUBLIC ALLEGANY COUNTY

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ARTICLES OF INCORPORATION

OF

WES-MAR COMMUNICATIONS & ELECTRONICS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland May 24, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3533

10

Recorded in Liber 7361, folio 118, 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. Foster

FILED FOR RECORD
AUG 12 1963
at 2 o'Clock P. M.
and same duly Recorded in Liber
No. ..... Folio .....
one of the Land Records of Allegany County, Maryland, and compared by

0139 10

Compared and Mailed ~~Delivered~~ ov
Charles K. Graham
TO 28 Frost Ave - Frostburg
Sept 19 1963

LIBER 015 PAGE 312

4/34/63
W. H.

ARTICLES OF INCORPORATION

OF

FROSTBURG CABLE TELEVISION, INC.

THIS IS TO CERTIFY:

FIRST : That we, the subscribers, Charles K. Graham, whose post office address is 28 Frost Avenue, Frostburg, Maryland; and Joseph E. James, whose post office address is 125 Mt. Pleasant Street, Frostburg, Maryland; and John C. Sullivan, whose post office address is 52 Linden Street, 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 intent of forming a corporation.

SECOND : That the name of the corporation is:

FROSTBURG CABLE TELEVISION, 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:

(a) To buy, sell, construct, install, hire, lease, operate, repair, maintain, and service Community TV 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 whatever appertaining to, or in anywise connected with television electronic and radio reception or transmission, and to generally deal in all kinds of television transmission and reception of television radio signals, messages

1144
C 139

and programs; to buy, sell, construct, operate and maintain television towers, antenna, transmission lines and systems for the receiving, transmitting, reflecting and caring of television signals.

(b) To do a general wholesale and retail business in television electronic and radio equipment, sets, receivers, transmitters, supplies and accessories.

(c) To build or lease necessary roads, television lines, electric and telephone lines, poles and lines for transmitting television.

(d) To acquire by purchase, lease or otherwise, and hold, sell, use, dispose of, or convey such real and personal estate, property rights, privileges, easements, rights of way, consents, franchises, licenses and permits as the purposes of the corporation in the convenient transaction of its business may require in this state and in any and every state in the United States in which the corporation may carry on business.

(e) To enter into, make, perform and carry out contracts of every kind and description for any lawful purpose with any person, firm or corporation.

(f) To issue bonds, indentures or obligations 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.

(g) To purchase, hold and reissue the shares of its capital stock and to subscribe to, purchase or otherwise acquire stocks, bonds or other securities of other corporations.

(h) 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 the objects and purposes of said corporation as herein set forth and to have and to exercise all the powers usually conferred by the laws of Maryland upon corporations of this character.

(i) The business which the corporation is to carry on from time to time is to do any one or more of the acts and things hereinabove set forth 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 businesses or any of them, provided that in the transaction of its business, the corporation shall be subject always 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.

(j) To acquire, lease, own, hold, mortgage and sell such real or personal property as may be necessary or convenient for the transaction and furtherance of its business as aforesaid.

(k) In addition to the aforegoing powers, the said corporation shall have all of the general powers as specified and set forth in Section 8 of Article 23 of the Maryland Code 1957 Edition and Supplements.

FOURTH : That the principal office of the corporation in this state shall be situated at 28 Frost Avenue, Frostburg, Maryland, and that the name and address of the resident agent is Charles K. Graham, 28 Frost Avenue, Frostburg, Maryland, he being a citizen of the State of Maryland and actually resides therein.

FIFTH : That the total amount of the authorized capital stock is Fifty Thousand ($50,000.00) Dollars, divided into five hundred (500) shares of common of a par value of One

Hundred ($100.00) Dollars each.

SIXTH : That the corporation shall have three (3) directors, but said number shall be subject to increase pursuant to the provisions of the By-Laws of the corporation, but shall never be less than three (3); and that Charles K. Graham, Joseph E. James and John C. Sullivan, shall act as such directors until the first meeting of the shareholders after the adoption of the Certificate of Incorporation, or until their successors are duly chosen and qualified.

SEVENTH: The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 5th day of June, 1963.

ATTEST:

Peter Carpenter — Charles K Graham (SEAL)
CHARLES K. GRAHAM

Peter Carpenter — Joseph E. James (SEAL)
JOSEPH E. JAMES

Peter Carpenter — John C Sullivan (SEAL)
JOHN C. SULLIVAN

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 5th day of June, 1963, before me, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Charles K. Graham, Joseph E. James, and John C. Sullivan, 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.

Peter J. Carpenter
Notary Public

My Commission expires May 3, 1965.

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ARTICLES OF INCORPORATION

OF

FROSTBURG CABLE TELEVISION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 21, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3965

5

Recorded in Liber 5365, folio 152, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $.....20.00.....Recording fee paid $.....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.

Susan Wastler

FILED FOR RECORD
AUG 23 1963
at 9:50 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~~ on
TO Harry Olin 62 Baltimore St-Cumbd
Sept 18 1963

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awwt

6/20/60
W. J.

ARTICLES OF INCORPORATION

OF

SPEAR'S JEWELERS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry Olin, whose post-office address is 62 Baltimore Street, Cumberland, Maryland, Dorothy K. Olin, whose postoffice address is 62 Baltimore Street, Cumberland, Maryland, and Clarence Lippel, whose postoffice 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 (which is hereinafter called the "Corporation") is:

SPEAR'S JEWELERS, INC.

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 and with precious stones and metals, watches, silverware, jewelry and all articles of merchandise of every kind and character as may be dealt in in the jewelry business and any and all businesses allied or associated therewith; and to buy, own or lease land or buildings for the operation of such

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

business or businesses and to do all things necessary and incidental thereto for the purpose of carrying out the object or objects of this corporation.

(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

LAW OFFICES
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.

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 62 Baltimore Street, Cumberland, Maryland. The resident agent of the corporation is Harry Olin, whose postoffice address is 62 Baltimore 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 hundred (500) 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 Fifty Thousand ($50,000.00) Dollars.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

SIXTH: The corporation shall have three directors and Harry Olin, Dorothy K. Olin and Clarence Lippel 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 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 director 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

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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 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

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

corporation, or to be otherwise taken or authorized by vote of the stockholders; such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

IN WITNESS WHEREOF, We have signed these articles of incorporation on this 18th day of June, 1963.

WITNESS:

Dora Lita Lerman as to Harry Olin (SEAL)

Dora Lita Lerman as to Dorothy K. Olin (SEAL)

Dora Lita Lerman 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 18th day of June, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Harry Olin, Dorothy K. Olin 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.

Dora Rita Lemoine
NOTARY PUBLIC

My commission expires: May 3, 1965.

CONARIT ALEA NOTARY PUBLIC ALLEGANY CO.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 015 PAGE 324

ARTICLES OF INCORPORATION

OF

SPEAR'S JEWELERS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 19, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3915

8

Recorded in Liber F 363, 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 $.....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 F. Rentzel

FILED FOR RECORD
AUG 23 1963
at 2:20 o'Clock P. M.
and same day Recorded in Liber
No. ..... Folio.....
one of the .....
Land Records of Allegany County,
Maryland and examined by

LIBER 015 PAGE 325

Compared and Mailed ~~Delivered~~ on
TO John W. Rollins
64 Pershing St - Cumbd
Sept 16 1963

c/23
W S

UNION REFRACTORIES, INC.
ARTICLES OF INCORPORATION

First: That we, the subscribers, Edwin J. Bognar, John W. Rollins and Nadine E. 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 formulation of corporations, associate ourselves with the intention of forming a corporation.

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

UNION REFRACTORIES, INC.

Third: The Purpose for which the Corporation is formed and the business or object to be carried on and promoted by it are as follows:

(a) To conduct and carry on the business of mining, producing and selling clay, coal, 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 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 on 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, issued 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 manage buildings and property of every kind, nature and description wheresoever situate.

1374

(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, ware and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership, or individual (including the estate of a decendent), carrying on or having carried on in while 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 loan or advance money with or without security, without limits as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature; and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment 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 in No. 64 Pershing Street, Cumberland, Maryland. The resident agent of the Corporation is John W. Rollins 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 three Directors, Edwin J. Bognar, John W. Rollins and Nadine E. Bognar.

Sixth: The total amount of the authorized capital stock of the Corporation is Ten Thousand Dollars ($10,000.00) par value, divided into One Thousand (1,000) shares of the par value of Ten Dollars ($10.00) each.

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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 and restrictions, if any, and may be set forth in the by-laws of the Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation June 19th, 1963.

WITNESS:

Edwin J. Bognar (SEAL)

John W. Rollins (SEAL)

Nadine E. Bognar (SEAL)

I HEREBY CERTIFY, that on this 19th day of June, 1963 before me, the subscriber, a Notary Public of the State of Maryland, personally appeared Edwin J. Bognar, John W. Rollins 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 last above written.

James J. Burns
Notary Public

JAMES J. BURNS NOTARY PUBLIC ALLEGANY COUNTY, MD.

LIBER 015 PAGE 329

ARTICLES OF INCORPORATION

OF

UNION REFRACTORIES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 24, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 3995

5

Recorded in Liber F365 **, folio** 160 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

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

Hunter W. Wooster

FILED FOR RECORD
..... 19...
at ..2:52.. 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~~ on
Marie E. Hensell
TO 47 LaVale Blvd - LaVale Md
Sept 18 1963

LIBER 015 PAGE 330

ARTICLES OF INCORPORATION

OF

CUMBERLAND HOMES, INC.

FIRST: We, the undersigned, Forrest L. Hawkins, whose Post Office address is 407 Lehigh Street, Cumberland, Maryland; Marie E. Hensell, whose Post Office address is 47 LaVale Boulevard, LaVale, Maryland; and Ruth E. Benson, whose Post Office address is 47 LaVale Boulevard, LaVale, Maryland, each being at least twenty-one years of age, do hereby associate outselves 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:

CUMBERLAND HOMES, 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 buy, sell, lease or in any other manner deal in, own, hold, control, or improve real estate and the fixtures and personal property incidental thereto or connected therewith; to acquire by purchase, lease, rent, 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, deal with and improve the property of the Corporation or of any other person with whom the Corporation may deal, or may represent as agent or otherwise, and to sell, mortgage, lease, pledge or otherwise dispose of property of the Corporation; to construct, erect, equip, improve, maintain or repair any

and all houses, commercial or other 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; to make, enter into, perform or carry out agreements for constructing, altering, maintaining, furnishing or improving buildings of every sort, kind or character, to develop any property which may be unimproved, or to construct, modernize or alter any improvements or structures on property; to borrow money on any property or to give as security a mortgage or mortgages or any other form of lien or security; to loan money upon real property and to take mortgages or any other form of security for money loaned or for part of the purchase price of any property; and generally to deal in real property or chattels real, or personal property, without limitation, as though a natural person or a partnership.

The aforegoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the aforegoing enumeration of specific powers or purposes is by way of illustration and not by way of limitation upon the exercise of the general powers and purposes of this Corporation.

FOURTH: The Post Office address of the principal office of the Corporation in the State of Maryland is 47 LaVale Boulevard, LaVale, Maryland. The resident agent of the Corporation is Marie E. Hensell, whose Post Office address is 47 LaVale Boulevard, 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 500 shares, without par value, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have 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 E. Benson and Forrest Hawkins.

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 considerations, 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 profirs 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 prices 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.

(e) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of

LIBER 015 PAGE 334

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 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

LIBER 015 PAGE 335

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 17th day of June, 1963.

WITNESS:

Charles W. Hensell — Forrest L. Hawkins (SEAL)
FORREST L. HAWKINS

June E. Hawkins — Marie E. Hensell (SEAL)
MARIE E. HENSELL

Charles W. Hensell — Ruth E. Benson (SEAL)
RUTH E. BENSON

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of June, 1963, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Forrest L. Hawkins, Marie E. Hensell, Ruth E. Benson, satisfactorily made known to me, and acknowledged the aforegoing Articles of Incorporation to be their act and deed.

WITNESS my hand and Notarial Seal.

Thomas L. Berry
Notary Public

LIBER 015 PAGE 336

ARTICLES OF INCORPORATION

OF

CUMBERLAND HOMES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 25, 1963 at 1:15 o'clock P. M. as in conformity with law and ordered recorded.

A 4035

7

Recorded in Liber 7366, folio 456, 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.

FILED FOR RECORD
AUG 29 1963
.....19.....
at .....O'Clock.....M.
and same day Recorded in Liber
No. ..... Folio.....
one of the ..... County,
Land Record
Clerk

LIBER 015 PAGE 337

Compared and ~~Mailed~~ Delivered on
TO H. J. Stegmaier - Atty - Cumbd
Sept 18 1963

6/15/63
W L

RAWLINGS HEIGHTS COMPANY

ARTICLES OF AMENDMENT

Rawlings Heights Company, a Maryland Corporation, having its principal office in Rawlings, Allegany County, Maryland (hereinafter called the "Corporation") hereby certifies to the State Department of Assessment and Taxation that:

FIRST: The Charter of the Corporation is hereby amended by striking out Paragraph Fifth of the Articles of Incorporation, and inserting in lieu the following:

"FIFTH: The total number of shares of stock which the Corporation has authority to issue is 3,500 shares without par value, all of which shares are of one class and are designated common stock."

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on June 15th, 1963, 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 June 18th, 1963.

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

FOURTH: The amendment of the Charter of the Corporation as hereinabove set forthwas approved by the stockholders of the Corporation at said meeting by a unanimous vote;all shareholders being present at the meeting.

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

SIXTH: (a) The total number of shares of stock of the corporation heretofore authorized and the number and par value

C 1343-47

of the shares are as follows:

100 shares without par value.

(b) Total number of shares of stock of the corporation as increased and the number and par value of the shares are as follows:

3,500 shares without par value

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

In Witness Whereof Rawlings Heights 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 June 19th, 1963.

RAWLINGS HEIGHTS COMPANY

by Conda O. Smith
Conda O. Smith, President

Attest:

Marion E. Smith
Marion E. Smith, Secretary

** ** **

STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

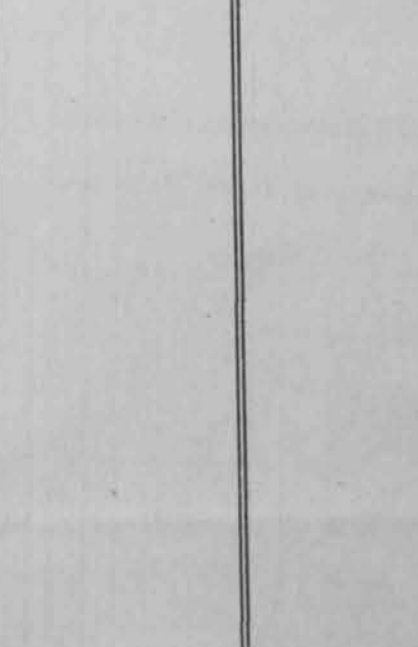
I HEREBY CERTIFY, That on this 19th day of June, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Conda O. Smith, President of Rawlings Heights Company, a Maryland Corporation, and in the name and on behalf of said corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Marion E. Smith and she 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.

My Commission Expires: May 3, 1965.

Victoria E. Bittinger
Notary Public



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X

ARTICLES OF AMENDMENT

OF

RAWLINGS HEIGHTS COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland June 20, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3945

4

Recorded in Liber F 362, folio 388, 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. Douglas

FILED FOR RECORD
AUG 23 1963
at 2:50 O'Clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the ..... Allegany County
Land Records, Allegany County
Maryland.
Clerk

Compared and Mailed. Delivered to Sanitary Commission Court House Sept 19 1963

LIBER 015 PAGE 341

THE ALLEGANY COUNTY SANITARY DISTRICT, INC.

ARTICLES OF AMENDMENT
(Section 647, Article 43)

The Allegany County Sanitary District, Inc., a Maryland corporation having its principal office in the Court House, Washington Street, Cumberland, Allegany County, Maryland (hereinafter called the Corporation) hereby certifies to The State Department of Assessments and Taxation of Maryland, that:

First: The Articles of Incorporation of the Corporation are hereby amended by striking out of Paragraph (e) of The Articles of Incorporation so much thereof as reads as follows:

"The powers of the District shall be exercised by the governing body, called the Commission, which shall be composed of three citizens of Allegany County. The County Commissioners of said Allegany County shall appoint the members of the Commission whose terms of office shall commence on the date of appointment and one of whom shall serve for two years, one for four years and one for six years from January 1st next succeeding the date of incorporation and thereafter the said County Commissioners shall at a meeting held not later than one month prior to January 1st in each year in which a vacancy occurs, appoint as a member of the Commission a citizen of Allegany County for a term of six years to succeed the member whose term expires on January 1st next succeeding."

and inserting in lieu thereof the following:

"The powers of the District shall be exercised by the governing body, called the Commission, which shall be composed of seven citizens of Allegany County, no one of whom shall have any other office in said County during his term of office on said Commission. As provided for in Chapter 904 of the Acts of the General Assembly of Maryland, 1963 Regular Session (hereinafter called Chapter 904) the terms of the members of the Commission appointed prior to the enactment of Chapter 904 shall be as stated in the Articles of Incorporation of the District filed with the Department of Assessments and Taxation of Maryland on December 20, 1960, and approved by said Department on December 20, 1960. The term of office of the four additional members of the Commission authorized

LIBER 015 PAGE 342

by said Chapter 904 and provided for herein shall be as follows:

"All of the terms of office of said members shall commence on the date of their respective appointment as of June 1, 1963, and two of said members shall serve for six years, one for four years and one for two years from the date of their appointments. At the expiration of each of said terms their successors shall be appointed by the County Commissioners of Allegany County at a meeting held not later than one month prior to June 1 in each year in which a vacancy occurs, the person to be so appointed to be a citizen of Allegany County and the term of the persons so appointed to be for a period of six years to succeed the member whose term expires on the June 1st next succeeding.

"At the expiration of the term of each of the three members serving on the Commission prior to the effective date of said Chapter 904, a successor for each such member shall be designated by the County Commissioners of Allegany County one month prior to January 1 in each year in which such a vacancy occurs, the person to be so appointed to be a citizen of Allegany County and the term of the person so appointed to be for a period of six years and five months to succeed the member whose term expires on the January 1st next succeeding. Thereafter, each appointment made to said Commission shall be made at a meeting of the County Commissioners of Allegany County held not later than one month prior to June 1 in each year in which a vacancy occurs and shall be for a term of six years from June 1st next succeeding."

Second: That pursuant to the provisions of Chapter 904, said amendment shall be effective as of June 1, 1963.

Third: That The Allegany County Sanitary Commission at a meeting duly convened and held on the 1st day of June, 1963, adopted a Resolution in which was set forth the foregoing amendment to the Articles of Incorporation and directed that a copy of the said Resolution containing said amendment be directed to the

County Commissioners of Allegany County, the governing body incorporating said District, for action on the proposed amendment.

Fourth: That the amendment of the Articles of Incorporation as hereinabove set forth was approved and adopted by the County Commissioners of Allegany County at a regular meeting of said body held on the 7th day of June, 1963, by a Resolution contained in the minutes of the said meeting.

IN WITNESS WHEREOF, The Allegany County Sanitary District, Inc. has caused these presents to be signed in its name and on its behalf by its Chairman and its corporate seal to be hereunto affixed and attested by its Secretary on the 17th day of June, 1963.

ATTEST:

THE ALLEGANY COUNTY SANITARY DISTRICT, INC.

ROBERT A. REINHARD, SECRETARY

By: Playford S. Aldridge
PLAYFORD S. ALDRIDGE, CHAIRMAN

STATE OF MARYLAND,
ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of June, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County aforesaid, personally appeared PLAYFORD S. ALDRIDGE, Chairman of The Allegany County Sanitary District, Inc., a Maryland corporation (to me personally known or satisfactorily identified) and in the name and on the behalf of said corporation acknowledged the aforegoing Articles of Amendment to be the corporate act of the said corporation and at the same time personally appeared ROBERT A. REINHARD and made oath in due form of law that he was the Secretary of the meeting of the Allegany County Sanitary Commission, the governing body of said corporation, at which the amendment of the Articles of Incorporation of the corporation therein set forth was approved and that the matters and facts set forth in the 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.

Dorothy Ann Lippold
NOTARY PUBLIC
Dorothy Ann Lippold

My Commission expires May 3, 1965

DOROTHY ANN LIPPOLD NOTARY PUBLIC ALLEGANY COUNTY MD.

The County Commissioners of Allegany County, Maryland by Resolution duly adopted on June 7 , 1963, approved and adopted the Amendment to the Charter of Allegany County Sanitary District, Inc., hereinbefore set forth.

Louis Shinnamon
LOUIS SHINNAMON
Chairman of
County Commissioners
of Allegany County

Dated at Cumberland, Maryland

June 17 , 1963

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X

ARTICLES OF AMENDMENT

OF

THE ALLEGANY COUNTY SANITARY DISTRICT, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 19, 1963 at 11:30 o'clock A. M. as in conformity with law and ordered recorded.

A 3902

5

Recorded in Liber F364, folio 44, 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.

Brenda A. Rustin

AUG 29 1963 RECORD

.....19.....

at .....O'Clock.....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~~ on
Ralph G. Cover
TO Bowling Green - Bowling Green
Cumbd
Sept 18 19 63

LIBER 015 PAGE 346

6/19/63
W. A.

COVER VALLEY INC.

STOCK ISSUANCE STATEMENT

Cover Valley 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 Five Thousand (5,000) full paid and non-assessable shares without par value of common 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 ($5,000.00) Dollars.

All of the real estate of Ralph G. Cover consisting of six acres and 147 perches and including a parcel of ground across Winchester Bridge to the Searstown Shopping Center, LaVale, Maryland, which is fully described in a deed from Western Maryland Railway Company, dated May 15, 1963, which is recorded in Liber 359, Folio 75, one of the Land Records of Allegany County, Maryland.

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 January 2, 1963.

IN WITNESS WHEREOF, Cover Valley 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 June 7, 1963.

COVER VALLEY INC.

Attest:

Ethel M. Cover
Ethel M. Cover, Secretary

by Ralph G. Cover
Ralph G. Cover, President

COVER VALLEY INC. INCORPORATED 1963 MARYLAND

STATE OF MARYLAND

COUNTY OF ALLEGANY, to wit:

I HEREBY CERTIFY, That on June 7th, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Ralph G. Cover, President of Cover Valley Inc., a Maryland Corporation, and in the name and on the behalf of said Corporation acknowledged the aforesaid Stock Issuance Statement to be the corporate act of said Corporation; and at the same time personally appeared Ethel M. Cover and made oath in due form of law that she was Secretary of the meeting of the Directors of said Corporation, at which the issuance of stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

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

My Commission Expires: May 3, 1965.

Victoria E. Bittinger
Notary Public

VICTORIA E. BITTINGER NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

LIBER 015 PAGE 348

X

STOCK ISSUANCE STATEMENT

OF

COVER VALLEY INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 18, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3891

3

Recorded in Liber F364, folio 58, 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.

FILED FOR RECORD
AUG 23 1963
at 9:30 o'Clock A. M.
and same day Recorded in Liber
No. ..... Folio.....
one of the ....
Land Records of Allegany County,
Maryland
Prepared
..... Clerk

LIBER 015 PAGE 349

Compared and Mailed Delivered on
To Judge H. W. Vandegrift
Court House
Sept 18 1963

ARTICLES OF AMENDMENT

TO CHARTER OF

THE TRUSTEES OF CENTRAL METHODIST

EPISCOPAL CHURCH SOUTH, OF CUMBERLAND

WHEREAS, by action of the Uniting Conference of May 10, 1939, composed of delegates elected by The Methodist Episcopal Church, the Methodist Episcopal Church, South, and The Methodist Protestant Church, in accordance with a "Plan of Union" theretofore adopted by the several general and annual conferences of said denomination the said, "THE METHODIST EPISCOPAL CHURCH, THE METHODIST EPISCOPAL CHURCH, SOUTH, and THE METHODIST PROTESTANT CHURCH" became one religious denomination, known as THE METHODIST CHURCH; and

WHEREAS, at its General Conference of 1944, the Methodist Church adopted a Code of disciplines, precepts, and laws, known as "The Discipline of the Methodist Church", which became the law of the denomination and superseded and took the place of the Disciplines of the three separate denominations which now compose "The Methodist Church"; and

WHEREAS, it is the desire of this corporation to amend its charter by adopting a name which indicates its membership in the new denomination, and by adopting such provisions as will meet the requirements of the Discipline of the Methodist Church.

This is to Certify:

FIRST: That the Charter of "THE TRUSTEES OF CENTRAL METHODIST EPISCOPAL CHURCH SOUTH, OF CUMBERLAND", in Cumberland, Allegany County, Maryland, a Maryland religious corporation, is amended by striking out Articles I through VII of said Certificate of Incorporation dated January 19, 1904, and inserting in lieu thereof the following:

LIBER 015 PAGE 350

Article 1. The name of the corporation (which is hereinafter called the Corporation) shall be "CENTRAL METHODIST CHURCH OF CUMBERLAND."

Article 2. The Directors of the Corporation shall be The Board of Trustees of said Church, elected and organized as prescribed in the Discipline of the Methodist Church.

Article 3. The number of Trustees and their term of office shall be in accordance with the rules and regulations containedin the Discipline of The Methodist Church.

Article 4. The President, Vice-President, Secretary, and, if need requires, Treasurer, of the Trustees shall be elected in accordance with the rules and regulations contained in the Discipline of The Methodist Church.

Article 5. The Trustees shall have such authority, powers, duties, and responsibilities as shall be vested in them by the provisions of the Discipline of the Methodist Church, and they shall be subject to the direction of, and be responsible to the Quarterly Conference, in accordance with the rules and regulations contained in the Discipline of the Methodist Church, and agreeable to the Laws of the State of Maryland.

Article 6. All property, real, personal and mixed, that is now owned or that may be hereafter acquired by said Church, is and shall be vested in said corporation and its successors, to be held by it in accordance with the terms and conditions now prescribed or that may from time to time be prescribed in the Discipline of the Methodist Church, in Trust, nevertheless, for the use and benefit of said Church and The Methodist Church.

Article 7. The property belonging to said Church may be leased, mortgaged or sold and conveyed by the Board of Trustees in conformity with the provisions of the Discipline of the Methodist Church, but only with the written consent of the District

LIBER 015 PAGE 351

Superintendent, and the Pastor in charge and with the authorization of the Quarterly Conference by a majority of those present and voting at a meeting of the Quarterly Conference; and provided not less than ten days notice of said meeting and such action shall be given from the pulpit of said Church.

Article 8. At all meetings of the Corporation, the members present shall constitute a quorum for the transaction of business.

Article 9. These Articles of Incorporation and amendments thereto, and all proceedings of this corporation shall be entered and registered in a good and sufficient record book, which shall be provided and kept for this purpose, subject at all times to the inspection of the several members of said Church; and the same shall be laid before a public meeting when requested by any five or more members, and before the Quarterly Conference when called for by that body.

Article 10. These Articles of Incorporation and Amendments thereto, may be amended at a meeting of the Corporation called by the Board of Trustees for that purpose, by a majority vote of the members of said corporation over the age of 21 years, present at said meeting; provided that not less than ten days notice be given in writing mailed to the members and said notice shall specify the purpose of said meeting.

SECOND: That at a meeting of the Trustees of Central Methodist Episcopal Church South, of Cumberland, a resolution was adopted declaring that the amendments of the Charter hereinabove set forth were advisable and calling for a meeting of all members of the Corporation to take action and vote thereon, and designating Howard W. Vandegrift, the President of the Board of Trustees, to sign and acknowledge the Articles of Amendment when the same shall be adopted.

THIRD: That pursuant to said resolution and the giving of ten days written notice as required by Section 264 of Article 23 of the Annotated Code of Maryland (1957 edition) and by the Articles of Incorporation of this Church, a meeting of the members of said Church, above the age of twenty-one years, was held on the 4th day of June, 1963, at which said meeting, the members voted to adopt the Articles of Amendment hereinabove set forth.

FOURTH: That these Articles of Incorporation were approved in writing by the District Superintendent of the Methodist Church on the 1st day of May, 1963.

IN WITNESS WHEREOF, The Trustees of Central Methodist Episcopal Church South, of Cumberland, in Allegany County, Maryland, have caused these presents to be executed by the President of its Board of Trustees, and its Corporate Seal to be hereto attached, and attested by the Secretary of the Board of Trustees.

THE TRUSTEES OF CENTRAL METHODIST EPISCOPAL CHURCH SOUTH, OF CUMBERLAND, in Allegany County, Maryland

ATTEST:

Harry Kruper
HARRY KRUPER, Secretary

by Howard W. Vandegrift
HOWARD W. VANDEGRIFT, President

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 5th day of June, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Howard W. Vandegrift, President of The Trustees of Central Methodist Church South, of Cumberland, in Allegany County, Maryland, and in the name of and on behalf of said Corporation, acknowledged the foregoing Articles of Amendment to be the Corporate act of said Corporation and that the same were duly adopted and that the matters and facts set forth therein are true and correct.

WITNESS my hand and Notarial Seal.

Donald W. Mason
Notary Public

RECORDED AND HEARING DAYS CLERK'S OFFICE OF

LIBER 015 PAGE 353

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 19th day of June, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared HARRY KRUPER, Secretary of the TRUSTEES OF CENTRAL METHODIST CHURCH SOUTH OF CUMBERLAND, MARYLAND, who acknowledged that he acted as Secretary of the Meeting of the Membership and Congregation of the aforementioned corporation held on June 4, 1963, and certified that the membership of said corporation voted upon and adopted the aforesaid Articles of Amendment, and that the matters and facts set forth therein are true and correct.

WITNESS my hand and Notarial Seal.

Notary Public

LIBER 015 PAGE 354

ARTICLES OF AMENDMENT

OF

THE TRUSTEES OF CENTRAL METHODIST EPISCOPAL CHURCH SOUTH, OF CUMBERLAND

changing its name to

CENTRAL METHODIST CHURCH OF CUMBERLAND

approved and received for record by the State Department of Assessments and Taxation of Maryland June 24, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

Judge W. M. Trudgian
Retired Ct. Jr.

A 4000

6

Recorded in Liber F 365 **, folio** 126 **, 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.

FILED FOR RECORD
AUG. 29, 1963 ... 19...
at ... 2:20 ... 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~~ on
Thomas B. Finan Room 302
TO Liberty Trust Bldg. Cumbld
Sept 18 1963

LIBER 015 PAGE 355

THE COLONIAL ACRES, INC.

ARTICLES OF REVIVAL

The Colonial Acres, Inc., a Maryland corporation having its principal office in Cumberland, 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 29, 1958, for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was THE COLONIAL ACRES, INC.

THIRD: The name by which the Corporation will hereafter be known is THE COLONIAL ACRES, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is c/o Thomas B. Finan, Room 302, Liberty Trust Building, 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 Thomas B. Finan, Room 302 Liberty Trust Building, Cumberland, Allegany County, Maryland. Said resident agent is a citizen actually residing in this State, at 532 Washington Street, Cumberland, Maryland, and whose post offcie address is Room 302 Liberty Trust Building, Cumberland, 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

(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 April 8, , 1963.

Thomas B. Finan
Thomas B. Finan
Last Acting President

Alvin H. Wilson
Alvin H. Wilson
Last Acting Secretary

STATE OF MARYLAND

COUNTY OF ALLEGANY, ss:

I HEREBY CERTIFY THAT on 8th day of April, 1963, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Allegany, personally appeared Thomas B. Finan, the last acting President and Alvin H. Wilson, the last acting Secretary of The Colonial Acres, 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.

M. Angela Lahey
Notary Public

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ARTICLES OF REVIVAL

OF

THE COLONIAL ACRES, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 12, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3818

3

Recorded in Liber F364, folio 334, 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 R. Weyler

FILED FOR RECORD
AUG 23 1963
at 9:20 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by

Ralph E. Tuck

Compared and Mailed ~~Delivered~~ on
TO Galen Beeman Lonaconing Md.
Sept 18 1963

LIBER 015 PAGE 358

ARTICLES OF INCORPORATION

OF

TRIPLE FORKS SPORTMENS CLUB

OF LONACONING, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, MARVIN SHOCKEY, whose post office address is Lonaconing, Maryland; CHARLES ROBERTSON, whose post office address is Lonaconing, Maryland; GALEN BEEMAN, whose post office address is Lonaconing, Maryland; and HAROLD MCGREGOR, JR., whose post office address is Lonaconing, 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 Triple Forks Sportmens Club of Lonaconing, Inc.

THIRD: The purpose for which the corporation is formed and the business or objects to be carried on and promoted by it are the cultivation, study, growth, appreciation and promotion of wild life throughout the State of Maryland and the general advancement of in erest in sporting and wildlife activities among our citizens. In furtherance, whereof, said Corporation may acquire, develop, use, sell of exchange real property wherever situate.

FOURTH: The post office address at which the principal officer of the Corporation in this State will be located is Lonaconing, Maryland. The Resident Agent of the Corporation is Galen Beeman whose post office address is Lonaconing, Maryland. Said Resident Agent is a citizwn of the State of Maryland and actually resides therein.

FIFTH: 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 eight directors and Marvin Shockey, Charles Robertson,

Galen Beeman, Harold McGregor, Jr., Thomas Baker, Samuel Gardner, Harold McGregor, Sr., shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SEVEN TH: The following provisions are hereby adopted for the purpose of defining, limiting and regualting the powers of the Corporation and of the directors.

The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter by law be authorized, upon a vote by two thirds of all the bona fide members of said Corporation.

In Witness Whereof, the Incorporators have hereunto set their hands and seals to these Articles of Incorporation this 10th day of June, 1963.

WITNESS:

Thomas A Baker — Marvin Shockey (SEAL)
MARVIN SHOCKEY

Thomas A Baker — Charles E. Robertson (SEAL)
CHARLES ROBERTSON

Samuel Gardner — Galen Beeman (SEAL)
GALEN BEEMAN

Harold McGregor Sr — Harold M. McGregor Jr. (SEAL)
HAROLD MCGREGOR, JR.

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 10th day of June, 1963, before me, a Notary Public of the State of Maryland in and for Allegany County, personally appeared Marvin Shockey, Charles E. Robertson, Galen Beeman and Harold McGregor, Jr., and severally acknowledged the within and aforegoing ~~certificate of~~ Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

ISABELL T. GROVE NOTARY PUBLIC ALLEGANY COUNTY MD.

Isabell T. Grove
Notary Public

LIBER 015 PAGE 360

V NS

ARTICLES OF INCORPORATION

OF

TRIPLE FORKS SPORTMENS CLUB OF LONACONING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland June 12, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 3803

3

Recorded in Liber F 363, folio 440, 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.

Reader S. Bailey, Jr.

FILED FOR RECORD
AUG 29 1963
at ..... 19....
.....O'Clock.....M.
and same day Recorded in Liber
No. ..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by
.....Clerk

LIBER 015 PAGE 361

Compared and Mailed Delivered ov
Joseph S. Gratton
TO 108 N. Smallwood St. Cumbld
Oct 15 1963

Mail Joseph S. Gratton
215 N. George St
City

ARTICLES OF INCORPORATION

OF

CUMBERLAND LEASING, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joseph S. Gratton, whose post office address is 108 North Smallwood Street, Cumberland, Maryland; Joanne T. Gratton, whose post office address is 108 North Smallwood Street, Cumberland, Maryland; and Angela Senkbeil, whose post office address is 210 Bedford 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

CUMBERLAND LEASING, 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, distribute, service, repair, manufacture, lease, either as lessee or lessor, sub-lease, and otherwise deal in and with, either as principal or agent, at wholesale or retail, all kinds of passenger cars, trucks, buses, taxicabs and other vehicles, boats, airplanes, and other personal property of every kind and description, accessories, parts, equip-

ment 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 a general automobile sales and service business, or an agency for the rental of automobiles and other vehicles.

(2) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, leasing 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, 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 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 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 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 215 South George Street, Cumberland, Maryland. The resident agent of the Corporation is Joseph S. Gratton, whose post office address is 108 North Smallwood 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, Joanne T. Gratton and Angela Senkbeil 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 Five Thousand shares of the par value of Ten Dollars ($10.00) each.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 12th day of ~~June~~ July, 1963.

WITNESS:

Joyce L. Appel
JOYCE L. APPEL

Joseph S. Gratton (SEAL)
JOSEPH S. GRATTON

Joyce L. Appel
JOYCE L. APPEL

Joanne T. Gratton (SEAL)
JOANNE T. GRATTON

Joyce L. Appel
JOYCE L. APPEL

Angela Senkbeil (SEAL)
ANGELA SENKBEIL

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STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO-WIT:

I HEREBY CERTIFY, That on this 12th day of July, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Joseph S. Gratton, Joanne T. Gratton, and Angela Senkbeil, 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.

JOYCE L. APPEL NOTARY PUBLIC ALLEGANY COUNTY, MD.

Joyce L. Appel

Notary Public Joyce L. Appel

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ARTICLES OF INCORPORATION

OF

CUMBERLAND LEASING, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland July 15, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4306

9

Recorded in Liber 368, folio 141, 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 O'Benton

FILED FOR RECORD
OCT. 4 1963
at 10:15 o'clock A.M.
and same day Recorded in
No. Folio
one of the
Land Records of Allegany
Maryland, and compared

01401

Compared and Mailed ~~Delivered~~ on
TO Leslie Jenkins Corriganville Md
Oct 15 1963

LIBER 015 PAGE 370

7/9/63 W.

CORRIGANVILLE METHODIST CHURCH

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS, That the members of Corriganville Methodist Church, of Corriganville, Allegany County, Maryland, above the age of twenty-one years, being desirous of availing themselves of the provisions of the public General Laws of Maryland providing for the incorporation of religious societies, pursuant to a notice duly given in accordance with the provisions of said law, did attend at such church in Corriganville, Allegany County, Maryland, on the 5th day of March, 1963, and did then and there ballot for and elect the following named persons as Trustees of said church for the terms expiring as hereinafter set forth, to wit:

Name	Post Office Address	Term Expires
LESLIE JENKINS	Corriganville, Maryland	1964
GORDON WERNER	Corriganville, Maryland	1964
LUTHER WITT	Corriganville, Maryland	1965
DALE PIERCY	Route # 1 Box 157, Mt. Savage, Maryland	1965
CARL GRABOWSKI	Corriganville, Maryland	1966
WALTER JENSEN	Corriganville, Maryland	1966

which persons so elected, all being of full legal age, shall be and do constitute a body corporate, and shall together with the Minister in charge of said church, act as Trustees in the name of and on behalf of Corriganville Methodist Church, and shall manage the estate, property, interest and inheritance thereof until their successors are duly elected, and they did further then and there adopt the plan, agreement, and regulations for directing and managing their temporal affairs in manner and form as follows, that is to say:

FIRST: We, the undersigned, whose names and addresses are heretofore set forth as elected Trustees, 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, we being the first Trustees of said corporation.

SECOND: The name of the corporation (which is hereinafter referred to as the "corporation") shall be "Corriganville Methodist Church", which shall be located in Corriganville, Allegany County, Maryland.

LIBER 015 PAGE 371

THIRD: The corporation shall be for the purpose and operation of a church building and other pertinent operations for divine worship in the Methodist faith in accordance with the laws of the State of Maryland in such cases made and provided and the Discipline of the Methodist Church.

FOURTH: The Trustees duly elected as herein set forth, and their successors in office, shall constitute a body corporate and politic with all powers given to like corporations under the laws of the State of Maryland.

FIFTH: The Trustees shall annually elect a President and Secretary of the Board, and such other officers as they may from time to time deem necessary and proper.

SIXTH: Subject to the direction of the Quarterly Conference, the Board of Trustees of said church shall hold and manage all real property of the church, and such other property as may be committed to it, receive and administer all gifts, bequests and devises made to the church, and receive and administer all trusts and investments or trust funds of the church in conformity with the laws of the State of Maryland.

SEVENTH: In all of its functions and actions, the Board of Trustees shall follow the Discipline of The Methodist Church as it shall from time to time provide, and shall be subject to the limitations thereof.

EIGHTH: The Board of Trustees shall consist of such number as may be determined by the Quarterly Conference in accordance with the laws of the State of Maryland and the Methodist Discipline, said Trustees to serve for a three year term in classes, one-third of whom shall be elected annually to replace those whose term of office expires and they shall serve until their successors are duly elected. The Trustees shall be elected by the Quarterly Conference on nomination of the Nominating Committee, of which the pastor in charge shall be the Chairman or in his absence the District Superintendent. Trustees may succeed themselves in office and in the event of the death or resignation of any of the Trustees, the remaining members of the Board may appoint a qualified person to serve for the remainder of the unexpired term.

NINTH: The post office address of the principal office of the corporation in this State shall be Corriganville, Maryland. The name and address of the Resident Agent of the corporation in this State are Leslie Jenkins Corriganville.

LIBER 015 PAGE 372

IN WITNESS WHEREOF, we, the undersigned, duly elected Trustees of Corriganville Methodist Church, have signed this Certificate of Incorporation on the 3 day of ~~June~~ July, in the year one thousand nine hundred sixty-three.

Witness:

Wanda S. Bowers — Leslie Jenkins (SEAL)
Leslie Jenkins

Wanda S. Bowers — Gordon Werner (SEAL)
Gordon Werner

Wanda S. Bowers — Luther Witt (SEAL)
Luther Witt

Wanda S. Bowers — Dale Piercy (SEAL)
Dale Piercy

Wanda S. Bowers — Carl Grabowski (SEAL)
Carl Grabowski

Wanda S Bowers — Walter Jensen (SEAL)
Walter Jensen

STATE OF MARYLAND, :
: ss:
ALLEGANY COUNTY, :

I HEREBY CERTIFY that on this 3 day of ~~June~~ July, 1963, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared in said State and County Leslie Jenkins, Gordon Werner, Luther Witt, Dale Piercy, Carl Grabowski and Walter Jensen, duly elected Trustees of Corriganville Methodist Church, and they each acknowledged the aforegoing Articles of Incorporation signed and sealed by them to be their act and deed, and to be the corporate act of said church.

WITNESS my hand and Notarial Seal this 3 day of ~~June~~ July, A. D., 1963.

George [illegible]
Notary Public, Md.

My Commission expires 5/3/65

CLERK'S OFFICE CIRCUIT COURT ALLEGANY COUNTY

LIBER 015 PAGE 373

V NS

ARTICLES OF INCORPORATION

OF

CORRIGANVILLE METHODIST CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland July 8, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4212

4

Recorded in Liber 368, folio 441, 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.

Louise H. Burgess

FILED FOR RECORD
OCT 4 1963
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

01401244

Compared and Mailed ~~Delivered~~ on
TO John E. Sharp
730 Gephart Drive Cumberland
Oct 15 1963

LIBER 015 PAGE 374

7/30/45
m. 1.

ARTICLES OF INCORPORATION

JOHN E. SHARP COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers hereto, John E. Sharp, whose post office address is 730 Gephart Drive, Cumberland, Maryland: Emma M. Sharp whose post office address is 730 Gephart Drive, Cumberland, Maryland; and Rosalie C. Sharp whose post office address is 730 Gephart Drive, Cumberland, 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 together with the intention of forming a corporation.

SECOND: That the name of the corporation, hereinafter called the corporation, shall be:

JOHN E. SHARP COMPANY

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

(a) To operate and maintain an aluminum products business consisting of fabricated and prefabricated aluminum storm windows, doors and related products used in the home repair, home construction and home renovation industry. Also to construct, design, build, rebuild renovate or in any other manner change the form, shape or value of buildings and structures, of any material whatsoever.

(b) To maintain and operate, at both the wholesale and retail levels, the business of supplying awnings, venetian blinds, drapery rods, draperies, altars, stage settings, interior decorations, designs, and related products and services.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

(c) To engage in the manufacture, sale and distribution of the complete line of "AIRKEM" products consisting of detergents, odor counter-actants, disenfectants and bacteria neuteralizers, and industrial and home odor and fume controls of any and every nature whatsoever.

(d) To acquire, own and operate the business and all other businesses which may be related to, incident to or necessary for the completion of the purposes enumerated above.

(e) The aforegoing enumeration of the purposes, objects and business of the corporation is made in furtherance of and not in limitation ofthe powers and purposes conferred upon the corporation by law, and is not intended by the mention of any particular purpose, object orbusiness in any way or manner to restrict or limit any purpose of the corporation.

FOURTH: The post office address at which the principal officer of the corporation in this state will be located is 752 Greene Street, Cumberland, Maryland. The resident agent of the corporation is John E. Sharp whose post office address is 730 Gephart Drive, Cumberland, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total authorized stock of the corporation is five thousand shares (5000) of the par value of one dollar ($1.00) per share.

SIXTH: The corporation shall have not less than three (3) nor more than five (5) directros and JOHN E. SHARP, EMMA M. SHARP and ROSSALIE C. SHARP, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 376

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 empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said Board of Directors shall 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 to its charter which may now or hereafter be authorized by law, including any amendments of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

EIGHTH: The existence of the corporation is perpeutal.

IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 26th day of June, 1963 in the city of Cumberland, Maryland :

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 377

Witness to JOHN E. SHARP

JOHN E. SHARP

Witness to EMMA M. SHARP

EMMA M. SHARP

Witness to ROSALIE C. SHARP

ROSALIE C. SHARP

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO-WIT:

I hereby certify that on this 26th day of June, 1963 before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared JOHN E. SHARP, EMMA M. SHARP and ROSALIE C. SHARP 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 May 3 1965.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 378

ARTICLES OF INCORPORATION

OF

JOHN E. SHARP COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland July 29, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

15-361

A 4505

5

Recorded in Liber 3370, folio 485, 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
OCT. 4 1963
at 10:15 o'Clock A.
and same day Recorded in Lib
No. Folio
one of the
Land Records of Allegany Coun
Maryland, and compared by

01402

LIBER 015 PAGE 379

Compared and Mailed Delivered P.L.
R.F.D. #4, City
TO M. R. Twigg
November 20 1963

ARTICLES OF INCORPORATION

OF

BETHEL ASSEMBLY OF GOD, INC.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Leslie H. Duvall, whose post office address is Oldtown, Maryland; Michael R. Twigg, whose post office address is Oldtown, Maryland; James David House, whose post office address is Oldtown, Maryland; Vernon S. Galliher, whose post office address is Oldtown, Maryland; and Daniel P. Galliher, whose post office address is Oldtown, 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

BETHEL ASSEMBLY OF GOD, 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 be one of said Trustees by virtue of

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

his ministry. If a vacancy occurs in the Board of Trustees by death, resignation, or otherwise, the said vacancy shall be filled by the remaining members of the said Board of Trustees for the remainder of the term of said office becoming so vacant, and the said Borad 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 congretion 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;

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 confirmity 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;

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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 presentat 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;

TENTH: The resident agent of the said Corporation is Michael Ray Twigg, R. F. D. #4, Cumberland, Maryland, Said resident agent is an individual actually residing in the State of Maryland; and the principal office of the said corporation is Oldtown, Maryland;

ELEVENTH: We, the undersigned, being the Trustees of the Bethel Assembly of God, Inc., and who arenamed 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 17th day of June, in the year One Thousand Nine Hundred Sixty-three:

ATTEST:

Ray Twigg — Leslie H Duvall (SEAL)
LESLIE H. DUVALL

Ray Twigg — Michael R. Twigg (SEAL)
MICHAEL R. TWIGG

Earl E Manges — James David House (SEAL)
JAMES DAVID HOUSE

Ray Twigg — Vernon S Galliher (SEAL)
VERNON S. GALLIHER

Ray Twigg — Daniel P Galliher (SEAL)
DANIEL P. GALLIHER

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 015 PAGE 382

- 4 -

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 17th day of June, 1963, before me, the subscriber, a Notary Public for the State of Maryland in and for the County of Allegany, aforesaid, personally appeared Leslie H. Duvall, Michael R. Twigg, James David House, Vernon S. Galliher, and Daniel P. Galliher, personally known to me, and did each acknowledge the aforegoing instrument of writing to be their acts and deed.

WITNESS, my hand and Notarial Seal:

Earl Edmund Manges
NOTARY PUBLIC

My commission expires:
May 3, 1965.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 015 PAGE 383

V/NS

ARTICLES OF INCORPORATION

OF

BETHEL ASSEMBLY OF GOD, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 8, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 4706

5

Recorded in Liber 373 **, folio** 26 **, 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.

Gordon A Bantzen

FILED FOR RECORD
NOV 19 1963
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

011410 44

Compared and Mailed Delivered L.
1025 Weires Avenue, LaVale, Md.)
TO H. G. Eisentrout, Jr.
November 20 19 63

LIBER 015 PAGE 384

8/22/63

THE LAVALE OPTIMIST CLUB, INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry G. Eisentrout, Jr., whose post-office address is 1025 Weires Avenue, LaVale, Maryland; Glenn A. Ford, whose post-office address is Corriganville, Maryland; and Raymond H. Lapp, Jr., whose post-address is 1028 Weires Avenue, LaVale, Maryland, all being of 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: The name of the corporation shall be:

THE LAVALE OPTIMIST CLUB, 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:

To provide the membership, consisting of residents of LaVale, Maryland and vicinity, a medium of the Optimist International, to develop optimism as a philosophy of life; to promote an active interest in good government and civic affairs; to inspire respect for law; to promote patriotism and work for international accord and friendship among all people; to aid and encourage the development of youth throughout the world and to use all legitimate means to the attainment of these ends and to create public opinion favorable to the accomplishment of the same; to promote the social and business activities of the community and to secure and disseminate information relating thereto in all manners and ways to cooperate with Optimist International in accordance with its by-laws and regulations in the accomplishment of all lawful purposes sponsored by the international organization consistent

with law; to cooperate with all other organizations in the advancing of their programs of usefulness to the County, State and Nation; to hold or acquire or dispose of in any lawful manner whatever, such real estate and personal property as may be necessary and useful to carry out any of the aforesaid purposes and to have and to enjoy all the powers and privileges and to be subject to all the provisions of the General Law of the State of Maryland, authorizing the formation of Corporations insofar as the same may relate to or in any manner pertaining to corporations of this character.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State is 1068 National Highway, LaVale, Maryland. The resident agent of the Corporation is Harry G. Eisentrout, Jr., whose post-office address is 1025 Weires Avenue, LaVale, 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 Harry G. Eisentrout, Jr., Glenn A. Ford, and Raymond H. Lapp, Jr., shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The Corporation shall have no capital stock, but shall consist of such persons as shall, pursuant to the terms and provisions of the by-laws, be entitled to membership and the rights, priliveges, and obligations of such members shall be determined by said by-laws, and by the Board of Directors of the Corporation acting under and by virtue of said laws.

In WITNESS WHEREOF, we have signed these Articles of Incorporation on the 17th day of August, 1963.

WITNESS:

John J. Motter

John J. Motter

John J. Motter

Harry G. Eisentrout, Jr.

Glenn A. Ford

Raymond H. Lapp, Jr.

STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17 day of August, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the said Allegany County, personally appeared Harry G. Eisentrout, Jr., Glenn A. Ford, and Raymond H. Lapp, 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.

John F. Mateer
Notary Public

My Commission expires
5/3/65

LIBER 015 PAGE 387

ARTICLES OF INCORPORATION

OF

THE LAVALE OPTIMIST CLUB, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland August 22, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4883

4

Recorded in Liber 374, folio 359, 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 Ratigan

FILED FOR RECORD
NOV 19 1963
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

01/41044

Compared and Mailed: ~~Delivered~~ P.L.
257 Columbia St., City
TO R. J. Myers
November 20 1963

LIBER 015 PAGE 388

ARTICLES OF INCORPORATION

OF

FEDERAL PRINTING COMPANY

THIS IS TO CERTIFY:

FIRST: That we, the subscribers hereto, Russell J. Myers, whose post office address is 257 Columbia Street, Cumberland, Maryland; E. Beverly Myers whose post office address is 257 Columbia Street, Cumberland, Maryland; and Carol Jean Rice whose post office address is 887 Patterson Avenue, Cumberland, 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 together with the intention of forming a corporation.

SECOND: That the name of the corporation, hereinafter called the corporation, shall be:

FEDERAL PRINTING COMPANY

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

(a) To operate and maintain a printing and advertising business consisting of letterpress printing, offset printing, photo copy work, silk screen processing, lithiographing and all forms promotion and advertising in connection therewith.

(b) To maintain and operate, at both the wholesale and retail level, the business of supplying printing and reproduction work in all its forms and all business an activities in any way related or incident thereto.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

ARTICLES OF INCORPORATION FEDERAL PRINTING COMPANY

(c) To acquire, own and operate the business and all other business which may be related to, or incident to, or necessary for the completion of the purposes enumerated above. This includes the ownership, lease, sale, acquisition and disposition of real estate in all its forms.

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

FOURTH: The post office address at which the principal officer of the corporation in this state will be located is 217 North Mechanic Street, Cumberland, Maryland. The resident agent of the corporation is Russell J. Myers whose post office address is 257 Columbia Street, Cumberland, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total authorized stock of the corporation is five thousand (5000) shares of the par value of one dollar ($1.00) per share.

SIXTH: The corporation shall have not less than three (3) nor more than five (5) directors and Russell J. Myers, E. Beverly Myers and Carol Jean Rice 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.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

ARTICLES OF INCORPORATION FEDERAL PRINTING COMPANY

(a) The Board of Directors of the corporation is 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 orwithout par value of any class, for such consideration as said Board of Directors shall 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 to its charter which may now or hereafter be authorized by law, including any amendments of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

EIGHTH: The existance of the corporation is perpeutal.

IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 31st day of July, 1963 in the city of Cumberland, Maryland:

John F. Somerville, Jr.
Witness to Russell J. Myers

Russell J. Myers
RUSSELL J. MYERS

John F. Somerville, Jr.
Witness to E. Beverly Myers

E. Beverly Myers
E. BEVERLY MYERS

John F. Somerville, Jr.
Witness to Carol Jean Rice

Carol Jean Rice
CAROL JEAN RICE

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 391

ARTICLES OF INCORPORATION — FEDERAL PRINTING COMPANY

STATE OF WEST VIRGINIA,

COUNTY OF MINERAL TO-WIT:

I hereby certify that on this 31st day of July, 1963 before me, the subscriber, a Notary Public of the State of West Virginia in and for the County aforesaid, personally appeared Russell J. Myers, E. Beverly Myers and Carol Jean Rice 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 commissioner expires July 18, 1970.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA

LIBER 015 PAGE 392

ARTICLES OF INCORPORATION

OF

FEDERAL PRINTING COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland August 6, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 4659

5

Recorded in Liber F372, folio 153, 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. Boerger

FILED FOR RECORD
NOV 19 1963
at 10 00 A. M.
and same day R
No. 1
one of the
Land Records of Allegany County,
Maryland, and compared by

Clerk

01410 47

LIBER 015 PAGE 393

Compared and Mailed ~~Delivered~~ P.L.
Bot & S, Corriganville, Md.
TO O. C. Mosser
November 20 1963

ARTICLES OF INCORPORATION

OF

LAYMAN SUPPLY COMPANY, INC.

THIS IS TO CERTIFY:

FIRST : That we, the subscribers, Olen Clarence Mosser, whose post office address is Box 155, Corriganville, Maryland; Harriet Louise Gormer, whose post office address is 231 Glenn Street, Cumberland, Maryland; and Charles Junior Lancaster, whose post office address is Route 2, Box 161, 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 intent of forming a corporation.

SECOND : That the name of the corporation is:

LAYMAN SUPPLY COMPANY, 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:

(a) To engage in and operate a general hardware and mercantile business and to deal in, buy and sell general hardware and household appliances, housewares, general merchandise and any other articles of merchandise dealt in by a modern hardware, retail and wholesale establishment.

(b) To buy and sell all types of building materials, electrical appliances, plumbing and heating supplies, fixtures of all kinds, water proofing materials, wire and staples, and every other material, appurtenances, or processes useful or convenient in building construction, engineering and maintenance.

(c) To manufacture, purchase or otherwise acquire,

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

hold, mortgage, pledge, sell, transfer or any other manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

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

(e) To carry on any form of the business hereinbefore enumerated and to carry on any other business which may be deemed by it to be calculated directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(f) In addition to the aforegoing powers, the said corporation shall have all the general powers as specified and set forth in Section 9 of Article 23 of Maryland Annotated Code, 1957 Edition and Supplements.

FOURTH : That the principal office of the corporation in this State shall be situated at 37 East Main Street, Frostburg, Maryland, and that the name and address of the resident agent is Olen Clarence Mosser, now residing at Box 155, Corriganville, Maryland, he being a citizen of the State of Maryland and actually resides therein.

FIFTH : That the total amount of the authorized capital stock is Sixty Thousand ($60,000.00) Dollars divided into six hundred (600) shares of common stock of a par value of One Hundred ($100.00) Dollars each.

SIXTH : That the corporation shall have three (3) directors, but said number shall be subject to increase pursuant to the by-laws of the corporation, but shall never be less than three (3); and that Olen Clarence Mosser, Harriet Louise Gormer, and Charles Junior Lancaster shall act as such directors until

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

the first meeting of the shareholders after the adoption of the Certificate of Incorporation or until their successors are duly chosen and qualified.

SEVENTH : The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 10th day of August, 1963.

ATTEST:

John C. Sullivan — Olen Clarence Mosser (SEAL)
Olen Clarence Mosser

John C. Sullivan — Harriet Louise Gormer (SEAL)
Harriet Louise Gormer

John C. Sullivan — Charles Junior Lancaster (SEAL)
Charles Junior Lancaster

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 10th day of August, 1963, before me, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Olen Clarence Mosser, Harriet Louise Gormer and Charles Junior Lancaster 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.

John C. Sullivan
Notary Public

My Commission expires May 3, 1965.

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

J. C. SULLIVAN NOTARY PUBLIC ALLEGANY CO. MD.

LIBER 015 PAGE 396

15-379

ARTICLES OF INCORPORATION

OF

LAYMAN SUPPLY COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland August 12, 1963 at 10:03 o'clock A. M. as in conformity with law and ordered recorded.

A 4735

4

Recorded in Liber T 373, folio 104, 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.

Sonia H Cortazzo

FILED FOR RECORD
NOV 19 1963
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

014044

Compared and Mailed ~~Delivered~~ on
William V. Collins
TO 229 Columbia St. Cumb'd
Dec 3 1963

LIBER 015 PAGE 397

COLLINS GMC TRUCK COMPANY

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, William V. Collins, whose post office address is 229 Columbia Street, Cumberland, Allegany County, Maryland; Hazel C. Collins, whose post office address is 229 Columbia Street, Cumberland, Allegany County, Maryland; and William A. Collins, whose post office address is Utah Avenue, Cumberland, Allegany County, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Collins GMC Truck Company.

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

(a) The buying, selling, distributing and servicing of new and used trucks.

(b) The buying, selling, distributing and servicing of farm equipment.

(c) The buying, selling, distributing light construction equipment.

(d) To operate and engage in the operation of the mass transportation business through the use of buses.

(e) To engage in the operation of a general garage, selling and servicing new and used trucks, farm equipment, light construction equipment and the furnishing of supplies incidental to said equipment and to perform any and all duties necessary to conduct a successful garage, sales and servicing of trucks, farm equipment, light contracting equipment business and to perform any and all duties necessary to conduct a successful business utilizing buses for the transportation of persons.

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ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

(f) 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 parts and products of a general garage business, selling and servicing trucks, farm equipment and light contracting equipment business.

(g) 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;

(h) 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;

(i) 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;

(j) 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

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FIRST NATIONAL BANK BUILDING

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;

(k) 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 Baltimore Pike, 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 William V. Collins, 229 Columbia Street, Cumberland, Allegany County, Maryland. Said Resident Agent is an individual actually residing in this State.

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CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred Fifty (150) shares, par value of One Thousand ($1,000) Dollars, 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 Colleen Brooke Cox, William A. Collins and William V. Collins.

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

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CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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 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

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FIRST NATIONAL BANK BUILDING

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.

ELEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Ninety Four (94) full paid and non assessable shares of One Thousand Dollars ($1,000.00) par value stock for the following consideration, the value of which consideration is hereby stated to be not less than Ninety Four Thousand Dollars ($94,000.00) namely:

(a) Machinery and shop equipment, parts and accessories, furniture and fixtures, accounts receivable and inventories.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 26 day of September, 1963.

William V. Collins (SEAL)
WILLIAM V. COLLINS

Hazel C. Collins (SEAL)
HAZEL C. COLLINS

William A Collins (SEAL)
WILLIAM A. COLLINS

ANDERSON, MULLEN & BOWEN

By Miller Bowen

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 403

STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 26th day of September, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William V. Collins, Hazel C. Collins and William A. Collins 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.

Marianne Aaron
NOTARY PUBLIC

My Commission Expires:

May 3, 1965

derson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND

T NATIONAL BANK BUILDING

LIBER 015 PAGE 404

ARTICLES OF INCORPORATION

OF

COLLINS GMC TRUCK COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland September 30, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5403

8

Recorded in Liber 379 **, folio** 423**, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....30.00.....**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 O. Boerger

FILED FOR RECORD
DEC. 2, 1963
at 2:30 o'clock P. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by

C/14/210

Compared and Mailed Delivered on
Alva Clentis Lewis
TO 89 E. Main St - Frostburg
Dec 3 1963

LIBER 015 PAGE 405

9/12/63
W. S.

ARTICLES OF INCORPORATION

OF

FROSTBURG FLYING CLUB, INC.

THIS IS TO CERTIFY:

FIRST : That we the subscribers, ALVA CLENTIS LEWIS, whose post office address is 89 East Main Street, Frostburg, Maryland; WILLIAM JOSEPH HUGHES, whose post office address is 102 Center Street, Frostburg, Maryland; and FRANKLIN HENKEL YOUNG, whose post office address is Route 5, Box 237, 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 corporation) is

FROSTBURG FLYING CLUB, 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 own or lease and maintain one or more aircraft for the pleasure, recreation and use of the members of the club or their families or such individuals as the Board of Directors may designate, pursuant to any By-Laws which may hereafter be adopted.

(b) To acquire, own, hold, sell, lease, pledge, mortgage or otherwise dispose of any property, real or personal, necessary to the operation of the club.

(c) To borrow money, contract debts, make contracts and to exercise any and all such powers as a natural person

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

could lawfully make, do, perform or exercise which may be necessary, convenient or expedient for the accomplishment of any of its objects or purposes, provided the same be not inconsistent with the laws of Maryland and to that end enumeration of such powers shall not be deemed inclusive.

(d) To purchase, hire or otherwise acquire, own and pay for insurance or any and all types hereinafter provided for by the Board of Directors, both for the protection of the corporation, its members or members of the general public.

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 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 is 89 East Main Street, Frostburg, Maryland. The resident agent of the corporation is Alva Clentis Lewis, whose post office address is 89 East Main Street, Frostburg, Maryland. Said agent is a citizen of the State of Maryland and actually resides therein.

FIFTH : The corporation shall be governed by a Board of Directors of not less than three (3) members. The following shall be the directors: Alva Clentis Lewis, whose post office address is 89 East Main Street, Frostburg, Maryland; William Joseph Hughes, whose post office address is 102 Center

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

Street, Frostburg, Maryland; and Franklin Henkel Young, whose post office address is Route 5, Box 237, Cumberland, Maryland, who shall act as directors and manage the affairs of the corporation until the first annual meeting or until their successors are duly qualified. Members of the Board of Directors may resign or be removed and any vacancies may be filled as provided in the By-Laws of the corporation.

SIXTH : The corporation shall be organized for non-profit purposes and no part of the net earnings shall accrue to the benefit of any member. The said corporation shall have no capital stock, and each person who becomes a member thereof, in the manner and form provided by its By-Laws shall be entitled to vote thereon.

SEVENTH : The said corporation may determine from time to time by its By-Laws the manner and method of conducting its affairs, the manner of calling the time and place of meetings, and the manner of conducting all elections to be held by its members, the qualifications and obligations of its members, and in addition to the above, may make such By-Laws, Rules and Regulations for the government 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.

EIGHTH : The duration of the corporation is perpetual.

IN WITNESS WHEREOF, we have signed and sealed this Certificate of Incorporation, this 30th day of August, 1963.

WITNESS:

John C. Sullivan — Alva Clentis Lewis (SEAL)
Alva Clentis Lewis

John C. Sullivan — William Joseph Hughes (SEAL)
William Joseph Hughes

John C. Sullivan — Franklin Henkel Young (SEAL)
Franklin Henkel Young

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 30th day of August, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared Alva Clentis Lewis, William Joseph Hughes and Franklin Henkel Young and severally acknowledged the aforegoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

John C. Sullivan
Notary Public

My Commission expires May 3, 1965.

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

LIBER 015 PAGE 409

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V NS

ARTICLES OF INCORPORATION

OF

FROSTBURG FLYING CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 3, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5019

5

Recorded in Liber 376, folio 213, 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
DEC 2 1963 ... 19...
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

@ 14.12.10

Compared and Mailed ~~Delivered~~ on
Ann Eliz. Winner
TO Box 29 Consolidation Village
Frostburg
Dec 1963

LIBER 015 PAGE 410

ARTICLES OF INCORPORATION

OF

WINNER BROS. COAL CO., INC.

THIS IS TO CERTIFY:

FIRST : That we, the subscribers, Albert Raymond Winner, whose post office address is Consolidation Village, Frostburg, Maryland; Ann Elizabeth Winner, whose post office address is Consolidation Village, Frostburg, Maryland; George James Winner, whose post office address is Consolidation Village, Frostburg, Maryland; and Elaine Bernice Winner, whose post office address is Consolidation Village, 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 intent of forming a corporation.

SECOND : That the name of the corporation is

WINNER BROS. 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:

(a) To mine or otherwise to extract and remove by deep or tunnel mining or stripping, coal, clay, ore, stone and other minerals and oil and gas and timber from any land or lands owned, acquired, leased or occupied by the corporation or from any other land or lands and to buy and sell coal and other materials, coal lands, mineral lands and mining rights, and to purchase or otherwise acquire, own, sell and develop, lease, work and operate coal and other mineral mines, coal lands and other mineral lands, mining rights and other coal or mineral property, and to carry on the business of mining and producing coal and other

LAW OFFICES
JOHN C. SULLIVAN
ROSTBURG, MARYLAND
UMBERLAND, MARYLAND

minerals in all of its branches and the manufacturing of all products of coal and other minerals and generally to engage in the business of coal mining.

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

(c) To engage in the demolition of buildings and the excavation of the earth and in the purchase, and sale of fill dirt, to landscape and in the general business of home construction.

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

(e) To purchase, sell, mortgage, lease, improve and deal in real estate wheresoever situated, to construct, operate, equip, repair, maintain, lease, rent, hire and manage buildings of every kind and description wheresoever.

(f) To carry on and transact for itself or on account of others, the business of general merchandise, brokers, manufacturers, producers, buyers, sellers of and dealers of natural products, raw materials and marketable goods, wares of every description.

(g) To purchase, lease or otherwise acquire all or any part of the property, rights, businesses, contracts, good will and assets of every kind or any corporation, company partnership or individual (including the estate of a decedent) carried on or having carried on in whole or in part any of the aforesaid businesses or any other business that the corporation may authorize to carry on.

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

(h) To purchase, take on, lease or otherwise acquire, free hold and other forms, property, mines, lands and mineral properties and also grants, concessions, leases, claims, licenses or other interests in mines, mining rights, lands, mineral properties, water rights, and either absolutely and/or conditionally, and either solely or jointly with others.

(i) To carry on any of the businesses hereinbefore enumerated for itself or on account or through others for itself on 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) In addition to the aforegoing powers, the said corporation shall have all the general powers as specified and set forth in Section 9 of Article 23 of Maryland Annotated Code, 1957 Edition and Supplements.

FOURTH : That the principal office of the corporation in this State shall be situated at Box 29, Consolidation Village, Frostburg, Maryland, and that the name and address of the resident agent is Ann Elizabeth Winner, now residing at Box 29, Consolidation Village, Frostburg, Maryland, she being a citizen of the State of Maryland and actually resides therein.

FIFTH : That the total amount of the authorized stock is Ten Thousand ($10,000.00) Dollars divided into one hundred (100) shares of common stock of a par value of One Hundred ($100.00) Dollars each.

SIXTH : That the corporation shall have four (4) directors, said number shall be subject to increase pursuant to the By-Laws of the corporation but shall never be less than three (3); that Albert Raymond Winner, Ann Elizabeth Winner,

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

George James Winner and Elaine Bernice Winner shall act as such directors until the first meeting of the shareholders after the adoption of the Certificate of Incorporation or until their successors are duly chosen and qualified.

SEVENTH : The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 27th day of September, 1963.

WITNESS:

John C. Sullivan — Albert Raymond Winner (SEAL)
Albert Raymond Winner

John C. Sullivan — Ann Elizabeth Winner (SEAL)
Ann Elizabeth Winner

John C. Sullivan — George James Winner (SEAL)
George James Winner

John C. Sullivan — Elaine Bernice Winner (SEAL)
Elaine Bernice Winner

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 27th day of September, 1963, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Albert Raymond Winner, Ann Elizabeth Winner, George James Winner and Elaine Bernice Winner 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.

John C. Sullivan
Notary Public

My Commission expires May 3, 1965.

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

LIBER 015 PAGE 414

ARTICLES OF INCORPORATION

OF

WINNER BROS. COAL CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 30, 1963 **at** 10:15 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5393

5

Recorded in Liber 1379 **, folio** 474, **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, Jr.

FILED FOR RECORD
DEC 2 1963
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

C 14120

Compared and Mailed ~~Delivered~~ on
Clarence Lippel
TO 50 Baltimore St. Cumbd
Dec 3 1963

LIBER 015 PAGE 415

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the SPEAR'S JEWELRY STORE, INC.

were received for record on September 30, 1963, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

SPEAR'S JEWELRY STORE, INC.

ARTICLES OF DISSOLUTION

Spear's Jewelry Store, 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 postoffice address of the principal office of the corporation in the State of Maryland is No. 62 Baltimore Street, Cumberland, Allegany County, Maryland.

THIRD: The name and postoffice 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 hereinafter instituted or filed against the corporation for one year after dissolution and thereafter until the affairs of the corporation are wound up, is Clarence Lippel, 50 Baltimore Street, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

FOURTH: The name and postoffice address of each of the directors of the corporation are as follows: Max Spear, 216 Stratford Road, Lake View Park, Asheville, North Carolina; Ann R. Spear, 216 Stratford Road, Lake View Park, Asheville, North Carolina; and Clarence Lippel, 50 Baltimore Street,

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

Cumberland, Maryland.

FIFTH: The name, title and postoffice address of each of the officers of the corporation are as follows: Max Spear, President, 216 Stratford Road, Lake View Park, Asheville, North Carolina; Ann R. Spear, Secretary - Treasurer, 216 Stratford Road, Lake View Park, Asheville, North Carolina.

SIXTH: The Board of Directors, at a meeting of the Board of Directors of the corporation convened and held on June 28, 1963, unanimously adopted a resolution declaring that dissolution of the corporation is advisable, all of the holders of the capital common stock of the corporation (there being no preferred stock outstanding or entitled to vote) having consented in writing to the dissolution of the corporation.

SEVENTH: The consent in writing to the dissolution of the corporation was signed by all the stockholders of the corporation. Such consent is filed with the records of the corporation and the dissolution of the corporation has been duly advised by the Board of Directors as authorized by the stockholders of the corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

EIGHTH: The corporation has no known creditors.

NINTH: These articles of dissolution are accompanied by a certificate of the Comptroller of the Treasury of the State of Maryland and of the Tax Collector for Allegany County, Maryland, stating in effect that all taxes levied or assessments

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

made by the said Comptroller and by the County Commissioners for Allegany County have been paid including taxes for the year in which the dissolution of the corporation is to be effected.

IN WITNESS WHEREOF, Spear's Jewelry Store, Inc., a 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 25th day of July, 1963.

ATTEST:

SPEAR'S JEWELRY STORE, INC.

Ann R. Spear
Secretary

By Mervin Spear
President

SPEAR'S JEWELRY STORE INCORPORATED 1953 MARYLAND INC.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 015 PAGE 418

STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

I HEREBY CERTIFY, That on this 25th day of July, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Max Spear, President of Spear's Jewelry Store, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing articles of dissolution to be the corporate act of said corporation; and at the same time also personally appeared Ann R. Spear, and she made oath in due form of law that she was secretary of the meeting of the Board of Directors of said corporation at which the dissolution of the corporation therein set forth was authorized, the stockholders of said corporation having unanimously consented in writing to said dissolution, 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.

DONA RITA LEROUX NOTARY PUBLIC ALLEGANY CO. MD.

Dona Rita Leroux
NOTARY PUBLIC

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

LIBER 015 PAGE 419

COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 — PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND

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

SPEAR'S JEWELRY STORE, INC.

have been paid.

WITNESS my hand and official seal this seventeenth **day of** September **A.D. 1963.**

H. M. Fred

Deputy Comptroller

LIBER 015 PAGE 420

ALLEGANY COUNTY CENTRAL TAX OFFICE

POST OFFICE BOX 209

COURT HOUSE

CUMBERLAND, MARYLAND

FRANCIS G. PHILPOT - COLLECTOR

I. J. SMITH - DEPUTY COLLECTOR

GRACE F. WILSON - CHIEF CLERK

J. L. WILHELM - - BOOKKEEPER

September 24, 1963

TO WHOM IT MAY CONCERN:

This is to certify that, according to our records, all Allegany County and State of Maryland Taxes against the Spear Jewelry Company have been paid through the year 1963.

Yours very truly,

ALLEGANY COUNTY TAX OFFICE

Grace F. Wilson

gfw

LIBER 015 PAGE 421

City of Cumberland

MARYLAND

OFFICE OF
GEORGE E. DAVIS
CITY COLLECTOR

September 23, 1963

TO WHOM IT MAY CONCERN:

I hereby certify that all taxes levied on assessments of personal property of Spear's Jewerly Store, Inc. certified to this office by the State Tax Commission have been paid.

Geo E Davis

Tax Collector

LIBER 015 PAGE 422

ARTICLES OF DISSOLUTION

OF

SPEAR'S JEWELRY STORE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 30, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5367

8

Recorded in Liber 5379, folio 333, 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.

Charles H. Boulton

FILED FOR RECORD
DEC 2 1963
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

Dwight E. Boulton

014210

Compared and Mailed ~~Delivered~~ on
O.C. Mosser
TO Box 155 - Corriganville
Dec 3 1963

LIBER 015 PAGE 423

9/17/63
W. L.

LAYMAN SUPPLY COMPANY, INC.

STOCK ISSUANCE STATEMENT

The Layman Supply Company, Inc., 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 has authorized the issuance of four hundred (400) fully paid and nonassessable shares of a par value of One Hundred ($100.00) Dollars per share of common stock of the Corporation for the following consideration, namely:

A consideration or price payable in money of One Hundred ($100.00) Dollars per share or an aggregate consideration or price of Forty Thousand ($40,000.00) Dollars.

SECOND : That the time of authorization of issuance of such shares of stock, there were no shares of stock of any class of the Corporation outstanding and entitled to vote, and

(a) the actual value of the consideration to be received by the Corporation as determined by the Board of Directors is at least equal to the par value of the shares to be so issued, and

(b) The issuance of said shares of stock on terms above set forth was duly authorized by the Board of Directors at a meeting held on the 20th day of August, 1963.

IN WITNESS WHEREOF, the Layman Supply Company, Inc., has caused these presents to be signed in its name and on its behalf by its President, ~~or one of its Vice Presidents~~, and its corporate seal to be hereunto affixed and attested by its Secretary on the 30 day of August, 1963.

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

ATTEST:

Harriet L. Gormer
Harriet L. Gormer
Secretary

LAYMAN SUPPLY COMPANY, INC.

By: Charles N. Lancaster
Charles N. Lancaster
President

LIBER 015 PAGE 424

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on the 30 day of August, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Charles J. Lancaster, President of the Layman Supply Company, 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 Harriet L. Gormer 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 stock therein was approved and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

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

John C. Sullivan
Notary Public

My Commission expires May 3, 1965.

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

LAYMAN SUPPLY COMPANY, INC. 1963 MARYLAND

LIBER 015 PAGE 425

STOCK ISSUANCE STATEMENT

OF

LAYMAN SUPPLY COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland September 16, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5191

3

Recorded in Liber 7377, folio 447 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. Bonifas

FILED FOR RECORD
...DEC. 2. 1963. 19...
at...8:40...O'Clock A...M.
and same day Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and examined
.....Clerk

11412 10

Compared and Mailed ~~Delivered~~ on
Earl E. Manges
TO R-2, Flintstone
Jan 3 1964

LIBER 015 PAGE 426

ARTICLES OF INCORPORATION

OF

YE OLDE SOUTHERN CANDY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Stephen H. Wandless, whose post office address is 552 Braddock Avenue, LaVale, Maryland; L. Kay Kelly, whose post office address is Clarence Street, Hyndman, Pennsylvania; and Earl E. Manges, whose post office address is R. F. D. #2, Flintstone, 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:

YE OLDE SOUTHERN CANDY, INC.

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

A. To operate and carry on the business of manufacturing and selling candy and related products;

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 wheresoever situate;

D. To carry on and transact, for itself or for the account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of,

LIBER 015 PAGE 427

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 fore 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 prposes, 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 552 Braddock Avenue, Cumberland, 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 having par value is One Hundred Thousand ($100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Stephen H. Wandless, L. Kay Kelly, and Earl E. Manges shall act as such until the first annual meeting of stockholders, 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 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 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 12th day of October, 1963:

WITNESS:

Geo. H. Pedrick — Stephen H. Wandless (SEAL)
STEPHEN H. WANDLESS

Geo. H. Pedrick — L. Kay Kelly (SEAL)
L. KAY KELLY

Geo. H. Pedrick — Earl E. Manges (SEAL)
EARL E. MANGES

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 12th day of October, 1963, before me, the subscriber, a Notary Public for the State of Maryland in and for the County of Allegany, aforesaid, personally appeared Stephen H. Wandless, L. Kay Kelly, and Earl E. Manges, personally known to me, and did each acknowledge the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS, my hand and Notarial Seal:

NOTARY PUBLIC

NOTARY PUBLIC ALLEGANY COUNTY MARYLAND

My commission expires:
May 3, 1965.

LIBER 015 PAGE 430

S.

ARTICLES OF INCORPORATION

OF

YE OLDE SOUTHERN CANDY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 16, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5639

5

Recorded in Liber 7382, folio 259, 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 R. Buddy

FILED FOR RECORD
DEC 31 1963
at 9:50 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

C 370

Compared and Mailed ~~Delivered~~ on
TO Alan L. Levenson
10 N. Liberty St. - Cumbd
Jan 3 1964

LIBER 015 PAGE 431

10/11/63
M. L.

TRI VALLEY CONSTRUCTION COMPANY

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Alan L. Levenson, whose post office address is 10 North Liberty Street, Cumberland, Allegany County, Maryland; Miller Bowen, whose post office address is 18 Grant Street, Frostburg, Allegany County, Maryland; and Fred H. Anderson, whose post office address is 915 Camden Avenue, Cumberland, Allegany County, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Tri Valley Construction Company.

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

a. The buying, selling and distributing aluminum home improvement products.

b. To engage in the operation of a general home improvement construction company, and to perform any and all duties necessary to conduct a successful home improvement construction business.

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 aluminum products used in a general home construction business.

d. To enter into such contracts or agreements as may be advisable to bring before the public by advertisement or in any manner of the advantage which may be secured by the services rendered by said Corporation.

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

e. 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.

f. 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.

g. To advance money with or without security, and without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue 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.

h. 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,

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

or any part thereof, or to enchance 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 25 North Liberty Street, 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 is Alan L. Levenson, 10 North Liberty Street, 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 One Thousand (1,000) shares, par value of One Hundred ($100.00) Dollars, 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 Alan L. Levenson, Miller Bowen and Fred H. Anderson.

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

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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 sub-

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 435

ordinate 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 8th day of October, 1963.

Alan L. Leverson (SEAL)
ALAN L. LEVERSON

Miller Bowen (SEAL)
MILLER BOWEN

Fred H. Anderson (SEAL)
FRED H. ANDERSON

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 8th day of October, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Alan L. Levenson, Miller Bowen and Fred H. Anderson, 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.

Marianne Aaron
Notary Public

My Commission Expires:

May 3, 1965

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND

FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 437

ARTICLES OF INCORPORATION

OF

TRI VALLEY CONSTRUCTION COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland October 10, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5557

7

Recorded in Liber 3381, folio 431, 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.

FILED FOR RECORD
DEC 31 1963
at 9:50 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

0320

Compared and Mailed ~~Delivered~~ on
TO Allan F. Broadwater
Star Rt. - Nat'l Hwy - Frostburg
Jan 3 19 64

LIBER 015 PAGE 438

ARTICLES OF INCORPORATION

OF

ROBESONS RESTAURANT AND SERVICENTER, INC.,

THIS IS TO CERTIFY:

FIRST: That we, the subscribers hereto, Allan F. Broadwater whose post office address is Star Route, Frostburg, Maryland; Evelyn L. McKenzie whose post office address is Star Route, Frostburg, Maryland and Laura E. Broadwater whose post office address is Lonaconing, 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 together with the intention of forming a corporation.

SECOND: That the name of the corporation, hereinafter called the corporation, shall be:

ROBESONS RESTAURANT AND SERVICENTER, INC.,

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

(a) To operate, conduct establish and maintain a restaurant business and to deal in every type of fresh, canned or preserved food and meats and to serve all beverages, both alcoholic and non alcoholic, and other preparations of foods and refreshments of all kinds and nature.

(b) To conduct the business of a filling and service station which business shall include the dealing in gasoline and petroleum products, all kinds of oil and oil products; all manner of accessories and appliances to be used on motor vehicle of every description, and

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

other articles useful or desirable for patrons of filling stations; and to engage in the washing, polishing, storing , repair and maintenance of vehicles as would be customary in a garage operation enterprise.

(c) To engage in the purchase of, sale of, or owning of any and all forms of property as shall be necessary for, or incident to, the accomplishment of any of the purposes of this Charter.

(d) To acquire, own and operate the business and all other businesses which may be related to, incident to or necessary for the completion of the purposes enumerated above.

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

FOURTH: The post office address at which the principal officer of the corporation in this state will be located is Star Route, National Highway, Frostburg, Maryland. The resident agent of the corporation is Allan F. Broadwater whose post office address is Star Route , National Highway, Frostburg, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total authorized stock of the corporation is five thousand shares (5000) of the par value of twenty dollars ($20.00) per share.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

LIBER 015 PAGE 440

SIXTH: The corporation shall have not less than three (3) nor more than five (5) directors and ALLAN F. BROADWATER, EVELYN L. MCKENZIE and LAURA E. BROADWATER 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 empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said Board of Directors shall 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 to its charter which may now or hereafter be authorized by law, including any amendments of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

EIGHTH: The existence of the corporation is perpeutal.

IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 15th day of October, 1963 in the city of Frostburg, Maryland:

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

LIBER 015 PAGE 441

ARTICLES OF INCORPORATION ROBESONS RESTAURANT AND SERVICENTER, INC.,

Laura E. Broadwater
Witness to Allan F. Broadwater

Allen F. Broadwater
ALLAN F. BROADWATER

Allen F. Broadwater
Witness to Evelyn L. McKensie

Evelyn L. McKenzie
EVELYN L. MCKENZIE

Allen F. Broadwater
Witness to Laura E. Broadwater

Laura E. Broadwater
LAURA E. BROADWATER

STATE OF WEST VIRGINIA,

COUNTY OF MINERAL, TO-WIT:

I hereby certify that on this 15th day of October, 1963 before me, the subscriber, a Notary Public of the State of West Virginia in and for the County aforesaid, personally appeared ALLAN F. BROADWATER, EVELYN L. MCKENZIE and LAURA E. BROADWATER and severally acknowledged the within and aforegoing certificate or Articles of Incorporation to be their act.

WITNESS my hand and notarial seal:

John F. Somerville, Jr.
Notary Public
JOHN F. SOMERVILLE, JR.,

My Commission expires July 18, 1970.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

LIBER 015 PAGE 442

ARTICLES OF INCORPORATION

OF

ROBESONS RESTAURANT AND SERVICENTER, INC.,

approved and received for record by the State Department of Assessments and Taxation of Maryland October 23, 1963 **at** 9:00 **o'clock** A. M. **as in conformity with law and ordered recorded.**

A 5750

5

Recorded in Liber 3383 **, folio** 349, **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 P. Bowles

FILED FOR RECORD
DEC 31 1963
at ... P.M. ... and same day R... in Lib...
No. ... Fol. ...
one of the ...
Land Records of Allegany County
Maryland and examined
Clerk

0 7-0

LIBER 015 PAGE 443

Compared and Mailed ~~Delivered~~ on
Wilbur S. Cather
TO 59 La Vale Blvd. La Vale
June 3 19 64

ARTICLES OF INCORPORATION

OF

CHRIST LUTHERAN CHURCH, LaVALE, MD., INC.

THIS IS TO CERTIFY:

We, the undersigned, Albert R. Burkhardt, whose post office address is 726 Miller Street, LaVale, Maryland; Miles S. Amick, whose post office addfess is 310 National Highway, LaVale, Maryland; Alpha M. Barb, whose post office address is 12 Rye Street, P. O. Box 106, LaVale, Maryland; Robert D. Bittle, whose post office address is 10 Warfield Place, LaVale, Maryland; Wilber S. Cather, whose post office address is 59 LaVale Boulevard, LaVale, Maryland; Janet S. Baldwin, whose post office address is 105 Mary Street, LaVale, Maryland; James F. Hansen, whose post office address is 9 Club House Road, LaVale, Maryland; John F. Keller, Jr; whose post office address is Walnut Drive, R. F. D. #5, Box 321-B, Cumberland, Maryland, Edward M. McKenzie, whose post office address is R. F. D. #5, Winchester Road, Cumberland, Maryland; and Elizabeth W. Tate, whose post office address is Gramlich Road, LaVale, 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.

ARTICLE I

The name of the Corporation (which is hereinafter called the Corporation) is

CHRIST LUTHERAN CHURCH, LaVALE, MD., INC.

The address of this church corporation is LaVale, Maryland, which is LaVale, Allegany County, Maryland, which is also the principal office of the corporation. The resident agent shall at all times be the incumbent Secretary of the congregation, the said resident

agent now being Wilber S. Cather, whose post office address is 59 LaVale Boulevard, LaVale, Maryland, and who is a bona fide resident of the State of Maryland.

ARTICLE II

PURPOSES

The purposes of this church corporation are to provide for the worship of Almighty God according to the ritual and discipline of the Lutheran Church in America, or its lawful successor, in keeping with the prevailing doctrine of the said church.

ARTICLE III

MEMBERSHIP

SECTION 1. The congregation of this church corporation shall consist of the pastor, or pastors, and other baptized persons who have been received and continue in its fellowship.

Section 2. The right to vote at all annual and special meetings of the congregation shall be confined to eligible members in good standing above twenty-one (21) years of age; and at all congregational meeting the presence of any member of eligible members in good standing above twenty-one (21) years of age shall constitute a quorum.

ARTICLE IV

THE PASTOR

The pastor of this congregation shall be a minister of the Lutheran Church body of which this congregation is a member, or/shall promptly apply to become a member thereof upon acceptance of the call of this congregation. Should the synod refuse to receive him, or should he be deposed from the office of the ministry, he shall automatically cease to be a pastor of this congregation.

ARTICLE V

THE CHURCH COUNCIL

SECTION 1. The church council shall consist of the pastor or pastors and not less than four (4) and not more than twenty-five (25) sober and discreet persons, elected from the membership of the congregation as hereinafter provided; the precise number of councilmen to be established from time to time by the Constitution and/or By-laws. The church council shall constitute a body politic or corporate to act as trustees in the name and on behalf of the congregation of this church corporation, and, as such trustees, shall manage the estate, property, interests and inheritances of said congregation. Albert R. Burkhardt, Miles S. Amick, Alpha M. Barb, and Robert D. Bittle shall serve as trustees until their successors are chosen.

SECTION 2. Members of the church council, with the exception of the pastor or pastors, shall be elected at the annual meeting of the congregation of this church corporation upon the majority vote of the eligible members in good standing above twenty-one (21) years of age present in person and voting at said annual congregational meeting. Members of the church council, with the exception of the pastor or pastors, shall hold office for a period of three years and until their respective successors are duly elected and installed. The membership of the church council, so far as possible, shall be divided into three (3) groups, so that one-third (1/3) of the members thereof shall be elected to office at each annual congregational meeting, for a term of three (3) years. Only members of the congregation who are themselves eligible members in good standing above twenty-one (21) years of age shall be eligible for election as members of the church council. No member of the church council having served a full term of three (3) years shall be eligible for re-election until one year after the expiration of his term of office.

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SECTION 3. All lands, tenements, and hereditaments, all rents and annuities, and all goods and chattels now vested in this church corporation, and all other property belonging to the corporation or that may hereafter be conveyed to, acquired by, or belong to the corporation, shall be vested in said body corporate, the church council, and its successors forever; and said body corporate shall have perpetual succession by the name of this church corporation, and, with the consent and approval of two-thirds (2/3) of the eligible members in good standing above twenty-one (21) years of age, who shall attend and vote at a meeting called for that purpose after due notice thereof shall have been given at the services of worship on the preceding two consecutive Sundays, or by mail to all eligible members in good standing at least ten days in advance of the date of the meeting, shall be and it is hereby declared capable of bargaining, selling, leasing, conveying, mortgaging, or of making any other disposition of said property, or any part thereof, or any other property which may hereafter be acquired by the said corporation, in as full and effectual a manner as any person or body corporate may or can do. All acts, deeds and mortgages of the said corporation shall be signed by the President or Vice-President of the corporation, on behalf of the corporation, and sealed with its corporate seal, attested by its Secretary or Assistant Secretary; and all acts, deeds and mortgages for the conveyance of any land or other propety of the corporation which by law ought to be acknowledged and recorded shall be signed and sealed as aforesaid and shall be acknowledged on behalf of the corporation by its President, or Vice-President; and all acts, deeds and mortgages of the corporation so authenticated shall be deemed valid.

ARTICLE VI

CONSTITUTION AND/OR BY-LAWS

Constitution and/or By-Laws not in conflict with this Charter, or these Articles of Incorporation or plan of government or regulation

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may be adopted, and may, at any time, and from time to time, be amended or rescinded by the congregation of this church corporation at any annual or special congregational meeting by the vote of the eligible members in good standing, above twenty-one (21) years of age, present in person and voting at said congregational meeting, provided, that if done at a special congregational meeting, announcement of such special meeting shall be given at the services of worship on the preceding two consecutive Sundays, or by mail to all eligible members in good standing, at least ten (10) days in advance of the date of the meeting, and that such notice state the substance of the Constitution and/or By-laws or amendments to be presented for action at such special meeting.

ARTICLE VII

AMENDMENTS

This Charter, or these Articles of Incorporation, or plan of government or regulation may at any time, and from time to time, be altered or amended, in accordance with the applicable provisions of the laws of the State of Maryland relating to religious corporations, or any supplement, amendment or addition thereto, at any annual or special meeting of the members of the congregation of this church corporation by the affirmative vote of not less than two-thirds (2/3) of the eligible members in good standing, above twenty-one (21) years of age present in person and voting at said congregational meeting, provided, that if done at a special congregational meeting, announcement of such special meeting shall be given at the services of worship on the preceding two consecutive Sundays, or by mail to all eligible members in good standing, at least ten (10) days in advance of the date of the meeting, and that such notice state the substance of the amendment to be presented for action at such special meeting.

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ARTICLE VIII

We, the undersigned, being the incorporaters of Christ Lutheran Church, LaVale, Md., 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 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 8th day of October, in the year One Thousand Nine Hundred Sixty-three:

ATTEST:

Earl E Mangus — Albert R. Burkhardt (SEAL)
ALBERT R. BURKHARDT

Earl E Mangus — Miles S. Amick (SEAL)
MILES S. AMICK

Earl E Mangus — Alpha M. Barb (SEAL)
ALPHA M. BARB

Earl E Mangus — Robert D. Bittle (SEAL)
ROBERT D. BITTLE

Earl E Mangus — Wilbur S. Cather (SEAL)
WILBUR S. CATHER

Earl E Mangus — Janet S. Baldwin (SEAL)
JANET S. BALDWIN

Earl E Mangus — James F. Hansen (SEAL)
JAMES F. HANSEN

Earl E Mangus — John F. Keller Jr. (SEAL)
JOHN F. KELLER, JR.

Earl E Mangus — Edward M. McKenzie (SEAL)
EDWARD M. McKENZIE

Earl E Mangus — Elizabeth W. Tate (SEAL)
ELIZABETH W. TATE

LIBER 015 PAGE 449

FELICIA III

- 8 -

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 24 day of October, 1963, before me, the subwcriber, a Notary Public for the State of Maryland in and for the County of Allegany, aforesaid, personally appeared Albert R. Burkhardt; Miles S. Amick; Alpha M. Barb; Robert D. Bittle; Wilbur S. Cather; Janet S. Baldwin; James F. Hansen; John F. Keller, Jr.; Edward M. McKenzie; and Elizabeth W. Tate, personally known to me, and did each acknowledge the aforegoing instrument of writing to be their act and deed.

WITNESS, my hand and Notarial Seal:

Earl Edmund Mongo
NOTARY PUBLIC

My commission expires:
May 3, 1965.

LIBER 015 PAGE 450

ARTICLES OF INCORPORATION

OF

CHRIST LUTHERAN CHURCH, LaVALE, MD., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland October 21, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 5726

8

Recorded in Liber 3383 **, folio** 34 **, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.**

Bonus tax paid $.....**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 O. Boehm Jr.

FILED FOR RECORD
DEC 31 1963
at 9:50 o'Clock A. M.
and same day, Recorded in Liber
No..... Folio.....
one of the.....
Land Records of Allegany County,
Maryland, and compared by me
..... Clerk

0320

LIBER 015 PAGE 451

Compared and Mailed ~~Delivered~~ on
Conda O. Smith
TO R-3 Rawlings
Jan 3 1964

RAWLINGS HEIGHTS COMPANY

STOCK ISSUANCE STATEMENT

The Rawlings Heights Company, a Maryland Corporation, having its principal office in Rawlings, 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 Seven Hundred Thirty-four (734) full paid and non-assessable shares without par value of Common Stock of the Corporation for the following consideration, namely:

The following consideration, the actual value of which, as determined by the Board of Directions is not less than Thirty Six Thousand Seven Hundred ($36,700.00) Dollars.

The purchase of a water trunk line system and sewage system from Mill Run in and through the various streets of Rawlings Heights Additions, consisting of water pipe lines and sewage pipe lines, all of which have been paid for out of the personal funds of Conda O. Smith, since the approval of the Stock Issuance Statement of Rawlings Heights Company for 100 shares of fully paid and non-assessable Common Stock of the Corporation, without par value.

SECOND: 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 August 12, 1963; the issuance of said shares of stock as so authorized by the Board of Directors was set for approval at a special meeting of the stockholders of the Corporation, held on August 12, 1963; notice stating that the purpose of the meeting would be to take action upon the proposed issue of said shares of stock was given as required by law to all stockholders of the Corporation entitled to vote thereon; and the proposed issuance of said shares of stock was approved by the stockholders of the Corporation at said meeting.

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IN WITNESS WHEREOF, the Rawlings Heights Company, has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its Corporate Seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries on August 12, 1963.

RAWLINGS HEIGHTS COMPANY, INC. 1962 MARYLAND

by Conda O. Smith
Conda O. Smith, President

Attest:

Marion E. Smith
Marion E. Smith, Secretary

** ** **

STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on August 12, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Conda O. Smith, President of the Rawlings Heights Company, 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 Marion E. Smith and made oath in due form of law that she was Secretary of the meeting of the Stockholders of said Corporation, at which the issuance of stock therein mationed was finally approved, and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

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

My Commission Expiresa May 3, 1965.

VICTORIA E. BITTINGER NOTARY PUBLIC ALLEGANY COUNTY, MD.

Victoria E. Bittinger
Notary Public

LIBER 015 PAGE 453

X

STOCK ISSUANCE STATEMENT

OF

RAWLINGS HEIGHTS COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland October 18, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5676

3

Recorded in Liber 3382, folio 331, 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 G. Bandy

FILED FOR RECORD
..... 19....
at ..9:50.. 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~~
The Litzenburg Co. Inc.
TO P.O. Box 1246 Cumbld
Jan 3 19 64

LIBER 015 PAGE 454

10/14/63
W. L.

LITZENBURG AND HURST, INC.

ARTICLES OF AMENDMENT

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

FIRST: The charter of the Corporation is hereby amended by striking out all of the provisions of paragraph Second of the Articles of Incorporation, as amended by Articles of Amendment approved on December 23, 1958, and inserting in lieu thereof the following:

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

THE LITZENBURG COMPANY, INC."

SECOND: That the Board of Directors of the Corporation at a meeting convened and held on the 6th day of September, 1963, duly adopted a resolution declaring that the proposed amendment as set forth in the resolution is advisable and directing that the resolution be submitted for action thereon at a special meeting of the stockholders to be held on October 2, 1963.

THIRD: That the stockholders at a meeting duly convened and held on the 2nd day of October, 1963, adopted a resolution declaring that the amendment of the Charter of the Corporation as hereinabove set forth, which said resolution was approved by the affirmative vote of over two-thirds of all of the votes entitled to be cast thereon.

IN WITNESS WHEREOF, Litzenburg and Hurst, 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 3rd day of October, 1963.

LITZENBURG AND HURST, INC.

ATTEST:

By Thomas V. Litzenburg
THOMAS V. LITZENBURG,
President

Joyce M. Litzenburg
JOYCE M. LITZENBURG,
Secretary

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY that on the 3rd day of October, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared Thomas V. Litzenburg, President of the Litzenburg and Hurst, 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 Joyce M. Litzenburg and made oath in due form of law that she was Secretary of the meeting of the Board of Directors of said Corporation at which the amendment of the charter of the Corporation therein set forth was approved and further made oath that she 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 her knowledge, information and belief.

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

Joyce L. Appel
Notary Public.

My Commission Expires:
May 3, 1965.

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ARTICLES OF AMENDMENT

OF
LITZENBURG AND HURST, INC.
changing its name to
THE LITZENBURG COMPANY, INC.

P O Box 1246
Cbtly

approved and received for record by the State Department of Assessments and Taxation of Maryland October 10, 1963 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5550

3

Recorded in Liber F381, folio 474 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 R. Bradley

FILED FOR RECORD
DEC 31 1963
at 2:30 P.M. 19...
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County
Maryland, and compared by

C 320

LIBER 015 PAGE 457

Compared and Mailed Delivered L.L.
Clark-Keating (State) City
TO Phoenix Construction Co.
January 21 19 64

(FILED AND RECORDED JANUARY 15" 1964 AT 10:05 A.M.)

PHOENIX EQUIPMENT COMPANY, INC.

ARTICLES OF AMENDMENT

(Under Sections 11-12)

The Phoenix Equipment 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 is hereby amended by striking out Article Two and Article Four of the Articles of Incorporation and inserting in lieu the following:

Article Two: The name of the Corporation (which is hereinafter called the Corporation) is Phoenix Construction Corporation.

Article Four: The post office address of the principal office of the Corporation in this State is Box 327, LaVale, Allegany County, Maryland. The name and the post office address of the resident agent of the Corporation in this State is Chauncey M. Sanner, Box 327, LaVale, Allegany County, Maryland. Such resident agent is an individual actually residing in this State.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on October 16, 1963, 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 October 28, 1963.

THIRD: Notice setting forth the said amendment of charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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.

IN WITNESS WHEREOF, Phoenix Equipment Company, Inc. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on

1963.

PHOENIX EQUIPMENT COMPANY, INC.

Attest:

By _____
A. H. WILSON, President

_____
CHAUNCEY M. SANNER, Secretary

STATE OF MARYLAND,

COUNTY OF ALLEGANY, to wit:

I HEREBY CERTIFY, That on October 30, 1963, before me the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared A. H. Wilson, President of the Phoenix Equipment Company, 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 Chauncey M. Sanner 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

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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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.

Marianne Aaron
Notary Public

My Commission Expires:

May 3, 1965

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND

FIRST NATIONAL BANK BUILDING

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ARTICLES OF AMENDMENT

OF

PHOENIX EQUIPMENT COMPANY, INC.

changing its name to

PHOENIX CONSTRUCTION CORPORATION

approved and received for record by the State Department of Assessments and Taxation of Maryland November 1, 1963 **at** 9:00 **o'clock** A.M. **as in conformity with law and ordered recorded.**

A 5909

4

Recorded in Liber F385 **, folio** 212 **, 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 P. Boerger

FILED FOR RECORD
JAN 15 1964
at 10:05 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio..... .....
one of the..... .....
Land Records of Allegany County,
Maryland, and compared by

C 530

Compared and Mailed [illegible] L.L.
Liberty Trust Bldg.
TO E. J. Ryan, atty, City
January 21 19 64

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

TRESZELL, INC.

were received for record on November 6, , 19 63 in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

(FILED AND RECORDED JANUARY 15" 1964 AT 10:05 A.M.)

ARTICLES OF DISSOLUTION

TRESZELL, INC., a Maryland corporation having its principle office in Frostburg, Allegany County, Maryland, hereinafter called the Corporation, hereby certified 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 principle office of the Corporation in the State of Maryland is No. 84 E. Main Street, Frostburg, 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 hereinafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up is Irmazell Dinning, No. 84 E. Main Street, Frostburg, Maryland. Said individual actually resides in the State of Maryland.

FOURTH: The name and post office address of each of the Directors of the Corporation are as follows:

Irmazell Dinning, 84 E. Main Street, Frostburg, Md.
Tressia M. Davis, Main Street, Frostburg, Md.
Miller Bowen, Grant Street, Frostburg, Md.

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

Irmazell Dinning, 84 E. Main Street, Frostburg, Maryland,
President: Tressia M. Davis, Main Street, Frostburg, Maryland
Vice-President: Miller Bowen, Grant Street, Frostburg, Maryland.
Secretary:

SIXTH: All of the Directors of the corporation had a meeting called and held on the 11th day of Sept, 1963, said Directors being,

SIXTH: All of the Directors of the corporation had a meeting called and held on the 7th day of Sept, 1963, said Directors being, Irmazell Dinning, Tressia M. Davis and Miller Bowen. A resolution was duly adopted by all of the Directors authorizing the filing of a Petition to dissolve the said corporation, a copy of which resolution is herewith attached, said directors being all of the stock holders of the said corporation.

SEVENTH: Irmazell Dinning, being the sole stock holder of said corporation, advised the other directors of the proposed action for the dissolution of the said Corporation.

EIGHTH: The dissolution of said Corporation as so proposed was authorized by the said Irmazell Dinning, the sole stock holder of the said corporation, at said meeting and no objections being filed by any other of the directors the said Irmazell Dinning, was authorized to file a Petition for the Dissolution thereof.

NINTH: The dissolution of the corporation has been duly advised by the said Irmazell Dinning, president and sole stock holder and has been authorized by the said Irmazell Dinning in the manner required by Aritcle 23 of the Annotated Code of Maryland.

TENTH: The said 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 Deparment of Assessments and Taxation) stating in effect that all taxes levied on assessments madeby the said Commission and billedby and payable to such collection 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: Comptroller of the Treasury of Maryland, Annapolis, Maryland, Allegany County tax Collector, Cumberland, Maryland, and City of Frostburg, Tax Collector, Frostburg, Maryland

IN WITNESS WHEREOF, TRESZELL, INC., has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one its Assistant Secretaries, on the 11th day of September, 1963.

TRESZELL, INC.,

ATTEST: BY Irmazell Dinning
Irmazell Dinning, President

Miller Bowen
Miller Bowen, Secretary

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

I HEREBY CERTIFY, That on this 11th day of September, 1963, before me, the subscriber, a Notary Public in and for the State and County aforesaid personally appeared Irmazell Dinning, President of Treszell, Inc., being the sole stock holder of the said Corporation, and that on behalf of the said corporation acknowledged the aforegoing, articles of dissolution to be the corporate act of the said corporation; and at the same time before me also personally appeared Miller Bowen and made oath in due form of law that he was the Secretary of said corporation, and that he was advised by Irmazell Dinning President that the matters, facts, and things, set forth in said Articles of Dissolution are true, to the best of his knowledge and belief.

WITNESS my hand and Notarial Seal on this 11th day of Sept 1963.

YVONNE A. STUTZMAN NOTARY PUBLIC Allegany Co., Md.

Yvonne A. Stutzman
Notary Public

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WE, the undersigned, being all of the Directors of Treszell, Inc., at a meeting duly called resolved that it would be for the best interests of the company that the corporation be dissolved and do hereby authorize the filing of the attached article for the dissolution thereof.

Dated this 7th day of Sept, 1963.

Irmazell Kinning
Irmazell Kinning

Tressia M. Davis
Tressia M. Davis

Miller Bowen
Miller Bowen

TRESZELL, INC. ENGINEERS MARYLAND

Oct 1 9 37 AM '63

LIBER 015 PAGE 465

ALLEGANY COUNTY CENTRAL TAX OFFICE

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

FRANCIS G. PHILPOT - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK
J. L. WILHELM - - BOOKKEEPER

October 9, 1963

To Whom It May Concern:

This is to certify that, according to our records, there are no out-standing real or personal property taxes against Treszell, Inc. as of the above mentioned date.

Yours very truly,

ALLEGANY COUNTY TAX OFFICE

Francis G. Philpot,
Collector

jw

LIBER 015 PAGE 466

EDWARD J. RYAN
ATTORNEY AND COUNSELOR AT LAW
CUMBERLAND, MARYLAND
PARKVIEW 4-0140

October 7th, 1963.

THIS IS TO CERTIFY, that the Books of the City of Frostburg, Maryandd show that there are no outstanding taxes, real or personal, due to the City as of this date by Treszell, Inc.

WITNESS my hand and seal this 10th day pf October, 1963.

CITY PF FROSTBURG, MD.,
By Thomas J. McMorran
City Collector.

STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 — PHONE COLONIAL 8-3371
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

TRESZELL, INC.

have been paid.

WITNESS my hand and official seal this first day of November A.D. 1963.

J. L. M. Zell
Deputy Comptroller

LIBER 015 PAGE 467

ARTICLES OF DISSOLUTION

OF

TRESZELL, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 6, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 5963

9

Recorded in Liber 3385, folio 469, 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 $..11.00.....

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. Badger

FILED FOR RECORD
JAN 15 1964
at 10:45 O'Clock A. M.
and same day Recorded in Liber
No. ..... Folio .....
one of the ....
Land Records of Allegany County,
Maryland, and compared by

C530

Compared and Mailed ~~Delivered~~ J.L.
TO Wm. R. Cassebeer, atty, city
January 21 19 64

LIBER 015 PAGE 468

(FILED AND RECORDED JANUARY 15" 1964 AT 10:00 A.M.)

ARTICLES OF INCORPORATION

OF

DEIST PHARMACY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joyce L. Appel, whose post office address is 18 Mullin Street, Cumberland, Maryland; Angela R. Senkbeil, whose post office address is 210 Bedford Street, Cumberland, Maryland; and Betty J. Farrell, whose post office address is 11 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

DEIST PHARMACY, 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 purchase, maintain and operate retail and wholesale drug stores; to manufacture and compound drugs, chemicals and medicines; to buy, sell at wholesale and retail and to deal in all kinds of drugs, chemicals, oils, paints and patent, proprietary and other medicines, and to carry on a general merchandise and drug business; to buy and sell, import, export and deal in at wholesale and retail all drugs, medicines, paints, chemicals, oils, dyestuffs, perfumeries, liquors, surgical instruments, appliances and

apparatus, physicians' and hospital supplies, pharmaceutical and general merchandise and all other goods and other articles pertaining to the drug business; to operate soda water fountains; to sell ice cream and other refreshments; to conduct a restuarant, cafeteria or lunch counter; to buy, sell, and deal in cigars, cigarettes, tobacco, candies, toilet articles, and all other articles incidental to the drug business; to fill prescriptions; to lease stores; 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 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,

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 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 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

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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 East Main Street, Frostburg, 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.

SIXTH: The Corporation shall have three directors, and Freeman P. Deist, Mariana K. Deist and William R. Carscaden 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 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.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 18th day of November, 1963.

WITNESS:

Victoria E. Bittinger — Joyce L. Appel (SEAL)
JOYCE L. APPEL

Victoria E. Bittinger — Angela R. Senkbeil (SEAL)
ANGELA R. SENKBEIL

Victoria E. Bittinger — Betty J. Farrell (SEAL)
BETTY J. FARRELL

LIBER 015 PAGE 475

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 18th day of November, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared JOYCE L. APPEL, ANGELA R. SENKBEIL and BETTY J. 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 first above written.

Victoria E. Bittinger
Notary Public

VICTORIA E. BITTINGER NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

LIBER 015 PAGE 476

ARTICLES OF INCORPORATION

OF

DEIST PHARMACY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland November 21, 1963 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6130

9

Recorded in Liber 3387, 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 $.....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. Boyle

FILED FOR RECORD
JAN 15 1964
at 10:03 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

0530

Compared and Mailed. D[illegible]d L. S.
101-105 Baltimore St., city
TO Ruby Stinebaugh
March 9 19 64

LIBER 015 PAGE 477

CERTIFIED COPY OF

RESOLUTION DESIGNATING RESIDENT AGENT

THIS IS TO CERTIFY, that at a meeting of the Board of Directors of HOLLY STORES OF CUMBERLAND, INC. (hereinafter called the Corporation)properly convened and held on the 4th day of December, 1963, the following Resolution was duly adopted:

"RESOLVED, that the name of the registered agent be changed to Ruby Stinebaugh of 101-105 Baltimore Street, Cumberland, Maryland, who is a citizen of the United States of America and that Ruby Stinebaugh is hereby designated and appointed the resident agent of this Corporation in the State of Maryland upon whom service of process against this Corporation may be had in the event of any suit against this Corporation in said State, but for no other purpose."

WITNESS my signature, and the Seal of said Company, at New York, New York this the 11th day of December A.D., 1963.

Secretary

LIBER 015 PAGE 478

NOTICE OF CHANGE OF RESIDENT AGENT

OF

HOLLY STORES OF CUMBERLAND, INC.

received for record December 16, 1963 , at 10:35 A. M.

and recorded in Liber F No. 391 Folio No. 192 one of

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

To the Clerk of the Circuit Court of Allegany County.

AA Nº 2296

Recording Fee Paid $2.00

FILED FOR RECORD

MAR 9 1964 19

at 8:30 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 [redacted] L.L.
101-105 Baltimore St.) city
TO Ruby Stinebaugh
March 9 19 64

LIBER 015 PAGE 479

CERTIFIED COPY OF

RESOLUTION DESIGNATING RESIDENT AGENT

THIS IS TO CERTIFY, that at a meeting of the Board of Directors of HOLLY STORES OF HAGERSTOWN, INC. (hereinafter called the Corporation) properly convened and held on the 4th day of December, 1963, the following Resolution was duly adopted:

"RESOLVED, that the name of the registered agent be changed to Ruby Stinebaugh of 101-105 Baltimore Street, Cumberland, Maryland, who is a citizen of the United States of America and that Ruby Stinebaugh is hereby designated and appointed the resident agent of this Corporation in the State of Maryland upon whom service of process against this Corporation may be had in the event of any suit against this Corporation in said State, but for no other purpose".

WITNESS my signature, and the Seal of said Company, at New York, New York this the 11th day of December A.D., 1963.

Secretary

LIBER 015 PAGE 480

NOTICE OF CHANGE OF RESIDENT AGENT

OF

HOLLY STORES OF HAGERSTOWN, INC.

received for record December 16, 1963 , at 10:35 A. M.

and recorded in Liber F No. 391 Folio No. 190 one of

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

To the Clerk of the Circuit Court of Allegany County.

AA No. 2297

Recording Fee Paid $2.00

FILED FOR RECORD
MAR 9- 1964 19....
at 3:30 O'Clock P. M.
and same day Recorded in Liber
No. .... Folio ....
one of the Charter
Records of Allegany County,
Maryland, and compared by

LIBER 015 PAGE 481

Compared and Mailed [illegible] 101-105 Baltimore St., City
TO Ruby Stinebaugh
March 9 19 64

CERTIFIED COPY OF

RESOLUTION DESIGNATING RESIDENT AGENT

THIS IS TO CERTIFY, that at a meeting of the Board of Directors of HOLLY STORES OF BALTIMORE, INC. (hereinafter called the Corporation) properly convened and held on the 4th day of December, 1963, the following Resolution was duly adopted:

"RESOLVED, that the name of the registered agent be changed to Ruby Stinebaugh of 101-105 Baltimore Street, Cumberland, Maryland, who is a citizen of the United States of America and that Ruby Stinebaugh is hereby designated and appointed the resident agent of this Corporation in the State of Maryland upon whom service of process against this Corporation may be had in the event of any suit against this Corporation in said State, but for no other purpose."

WITNESS my signature, and the Seal of said Company, at New York, New York this the 11th day of December A.D., 1963.

@ 14.13

Secretary

LIBER 015 PAGE 482

NOTICE OF CHANGE OF RESIDENT AGENT

OF

HOLLY STORES OF BALTIMORE, INC.

received for record December 16, 1963 , at 10:35 A. M.

and recorded in Liber F No. 391 Folio No. 194 one of

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

To the Clerk of the Circuit Court of Allegany County.

AA **No** 2295

Recording Fee Paid $2.00

FILED FOR RECORD
MAR 9 - 1964
at 2:30 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 L.L.
Franklin Water Co., Inc.
TO Westernport, Md.
March 9 19 64

LIBER 015 PAGE 483

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION OF
FRANKLIN WATER COMPANY, INC.
P. O. Box 296
Westernport, Maryland

Allegany Co

The undersigned, president and secretary-treasurer of Franklin Water Company, Inc., hereby certify that at a special meeting of the stockholders of said Corporation, duly called and held at Franklin, Allegany County, Maryland, on the 14th day of November, 1963, the following resolution was adopted by the unanimous vote of all the stockholders of said Corporation:

"Resolved that Article the Fifth of the Articles of Incorporation of the Franklin Water Company, Inc. shall be amended to read as follows: The total number of shares of stock which may be issued by the Corporation is two hundred fifty (250), all of which shall have no nominal or par value. The Corporation will commence business with two hundred fifty (250) shares."

"Resolved, further, that the officers of this Corporation be and they hereby are authorized to take the necessary steps to make this amendment effective."

This amendment was duly advised and unanimously approved by the Board of Directors and adopted by the unanimous vote of all the stockholders of said Corporation.

WITNESS this Article of Amendment to the Articles of Incorporation of the Franklin Water Company, Inc. by its president, Carl W. Shaffer, and by its secretary-treasurer, H. Glenn Boyd, respectively, under the corporate seal of said Corporation, this 29th day of November, 1963.

C 1413

(Corporate Seal)

FRANKLIN WATER COMPANY, INC.

By: Carl W. Shaffer
Carl W. Shaffer
President

Attest:
H. Glenn Boyd
H. Glenn Boyd
Secretary-Treasurer

H. Glenn Boyd
H. Glenn Boyd
Secretary-Treasurer

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 29th day of November, 1963, before me, the subscriber, a Notary Public in and for the State and County aforesaid, appeared the Franklin Water Company, Inc., by its president, Carl W. Shaffer, and secretary-treasurer, H. Glenn Boyd, who signed and acknowledged the aforegoing to be the act and deed of the said Franklin Water Company, Inc. and did further, being duly sworn, depose and say that the matters and facts set forth in said Articles are true and correct to the best of their knowledge and information. And the said H. Glenn Boyd, secretary of said meeting at which said amendment was approved, does hereby verify that the matters and facts set forth in said Articles with respect to approval of said amendment are true and correct as herein stated.

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

Howard C. Hutchinson
Notary Public

(Notarial Seal)

LIBER 015 PAGE 485

X

ARTICLES OF AMENDMENT

OF

FRANKLIN WATER COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 23, 1963 **at** 9:00 **o'clock** A.**M. as in conformity with law and ordered recorded.**

A 6614

3

Recorded in Liber F392 **, folio** 323 **, 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

FILED FOR RECORD
MAR 9 1964 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 [illegible] L.L.
TO St. Matthew's Church
Bowling Green, Md.
March 9 19 64

LIBER 015 PAGE 486

St. Matthew's Church

ARTICLES OF AMENDMENT

St. Matthew's Church, a Maryland corporation (hereinafter called the corporation) having its principal office in Allegany County, Maryland, hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the corporation is hereby amended by striking out Section 1 of the Articles of Incorporation and inserting in lieu thereof the following: "Section 1. That the name of the said corporation is St. Matthew's United Church of Christ."

SECOND: That the Trustees of the corporation at a meeting duly convened and held on the 10th day of September , 1963, duly approved the amendment of the charter of the corporation hereinbefore set forth by passing a resolution declaring that said amendment was advisable and calling a meeting of the membership to take action thereon.

THIRD: That at a meeting of the membership of the corporation duly called by the Trustees of the corporation, and duly warned in the manner prescribed by law, was held at the principal office of the corporation at St. Matthew's Church, Allegany County, Maryland, on the 29 day of October , 1963, and that the said meeting of the membership by the affirmative vote of a majority of the membership attending said meeting, duly adopted the amendment of the charter of the corporation hereinbefore set forth.

IN WITNESS WHEREOF, St. Matthew's Church, a corporation, has caused these presents to be signed in its name and on its behalf by the Chairman of the Board of Trustees and its corporate seal to be hereunto affixed and attested by the Secretary of said Board of Trustees on the 29th day of October, 1963.

ATTEST:

Charles McDonald, Jr.
Secretary

St. Matthew's Church

by D. Paul Lock
Chairman

3141

LIBER 015 PAGE 487

STATE OF MARYLAND

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on the 30th day of October, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the aforesaid Allegany County, personally appeared L. Paul Loos Chairman of the Board of Trustees of St. Matthew's Church, 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 Charles J. McDonald, Jr. Secretary of the meeting of the membership of said corporation at which the amendment of the charter of the corporation herein set forth was approved, and made oath in due form of was that the matters and facts set forth in said Articles of Amendment are true and correct to the best of their knowledge, information, and belief.

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

Mary Madaline Smith
Notary Public

MARY MADALINE SMITH NOTARY PUBLIC ALLEGANY COUNTY, MD.

LIBER 015 PAGE 488

ARTICLES OF AMENDMENT

OF

ST. MATTHEW'S CHURCH

approved and received for record by the State Department of Assessments and Taxation of Maryland December 9, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 6406

3

Recorded in Liber 3390 **, folio** 12 **, 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. Burdette

FILED FOR RECORD
MAR 9 1964
at 8:30 O'Clock A.M.
and same day Recorded in Liber
No. 3390 Folio 12
one of the Charter
Records of Allegany County,
Maryland, and examined by
Clerk

Compared and Mailed Delivered L. L.
David P. Goodfellow
TO 760 National Highway
LaVale, Maryland
March 9 19 64

LIBER 015 PAGE 489

LAVALE LAUNDROMAT, INCORPORATED

Articles of Incorporation

FIRST: WE, THE UNDERSIGNED, F. Helene Goodfellow, whose post office address is 758 National Highway, LaVale, Maryland, David P. Goodfellow, whose post office address is 760 National Highway, LaVale, Maryland, and D. Clifford Goodfellow, whose post office address is 1238 National Highway, LaVale, 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 hereafter called the Corporation) is LaVale Laundromat, Incorporated.

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

(1) To develop, operate, conduct and maintain an automatic washing and drying establishment where clothing, sheets, blankets, and any or all other cloth materials can be laundered, together with any and all related businesses, including but not limited to the sale of soap, detergents, bleaches and all laundry equipment, supplies, gear and machinery, as well as the sale of food, candy, beverages and refreshments.

(2) To purchase, lease, hire or otherwise acquire, hold, own, develop 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 businesses of the Corporation.

(3) 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 buildings, machinery, equipment and facilities and any other property or appliances which may pertain to or be useful in the conduct of any of the business of the Corporation.

(4) 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, association or corporation.

(5) 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.

(6) To borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchases or improvements, or for any other lawful consideration, and to assure the money 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 by the Corporation; and to sell, pledge discount or otherwise dispose of such bonds, notes or

other obligations of the Corporation for its corporate purposes.

(7) To subdivide and improve, and to lease, subjet, assign, or convey any or all of the real property at any time owned by the Corporation.

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

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

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is No. 1238 National Highway, LaVale, Allegany County, Maryland. The name and post office address of the resident agent of the Corporation in this State is David P. Goodfellow, 760 National Highway, LaVale, 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 Two Hundred Fifty (250) shares of the par value of One Hundred ($100.00) Dollars per share, all of one class, and having an aggregate par value of

Twenty-Five Thousand ($25,000.00) 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; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are F. Helene Goodfellow, David P. Goodfellow and D. Clifford Goodfellow.

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) To 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) 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 the same have been refused, and also offered to the individual stockholders and the same have been refused; and if they all refuse to purchase the shares of stock 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 stock holders of the Corporation, but shall not be sold at a price less than the price offered as aforesaid.

(3) The board of directors shall have power, from time to

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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 the 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 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 Articles of Incorporation according to lse.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 21st day of November, 1963.

WITNESS:

Ethelyn B. Davis — F. Helene Goodfellow
F. HELENE GOODFELLOW

Ethelyn B. Davis — David P. Goodfellow
DAVID P. GOODFELLOW

Ethelyn B. Davis — D. Clifford Goodfellow
D. CLIFFORD GOODFELLOW

STATE OF MARYLAND

TO WIT:

ALLEGANY COUNTY

I HEREBY CERTIFY, That on this 21st day of November, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared F. Helene Goodfellow, David P. Goodfellow and D. Clifford Goodfellow, all satisfactorily identified to me, and each acknowledged the aforegoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Notarial Seal on the date last-above written.

Ethelyn B. Davis
Notary Public

My Commission expires: May 3, 1965

LIBER 015 PAGE 495

V

ARTICLES OF INCORPORATION

OF

LAVALE LAUNDROMAT, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 19, 1963 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6570

7

Recorded in Liber F 392, folio 81, 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. Boerstler

FILED FOR RECORD
MAR 9-1964 19...
at 3:30 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

Compared and Mailed Delivered P.L.
TO T.W. Murray R.F.D. 3 Bedford Rd.
Cumberland, Maryland.
March 9 19 64

LIBER 015 PAGE 496

ARTICLES OF INCORPORATION

OF

CUMBERLAND MISTER SOFTEE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers hereto, Thomas W. Murray, whose post office address is R.F.D. No. 3, Cumberland, Maryland; Virginia M. Murray whose post office address is R.F.D.No. 3, Cumberland, Maryland; and John F. Somerville, Jr., whose post office address is 131 Center Street, Keyser, West Virginia, all being of full legal age, do by virtue of General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves together with the intention of forming a corporation.

SECOND: That the name of the corporation, hereinafter called the corporation, shall be:

CUMBERLAND MISTER SOFTEE, INC.

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

(a) To operate and maintain a business engaged in the sale and dispensing of ice cream, frozen milk and related derivatives, at both the wholesale and retail levels, and to sell as an incident thereto a general line of candies, soft drinks, snow cones, potato chips and similiar items generally associated with the restaurant and soda fountain dispensing business.

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

(b) To acquire, own and operate the business and all other business which may be related to, or incident to, or necessary for the completion of the purposes enumerated above. This includes the ownership, lease, sale, acquisition and disposition of real estate in all its forms.

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

FOURTH: The post office address at which the principal officer of the corporation in this state will be located is R.F.D. No. 3, Bedford Road, Cumberland, Maryland. The resident agent of the corporation is Thomas W. Murray whose post office address is R.F.D. No. 3, Bedford Road, Cumberland, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total authorized stock of the corporation is five thousand (5000) shares of the par value of twenty dollars ($20.00) per share.

SIXTH: The corporation shall have not less than three (3) nor more than five (5) directors and Thomas W. Murray, Virginia M. Murray and John F. Somerville, Jr., 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 pur-

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

ARTICLES OF INCORPORATION MISTER SOFTEE OF CUMBERLAND, INC.,

pose 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 empowered to authorize the issuance from time to time of shares of its stock with or without par value of any class, and securities convertible into shares of its stock, with or without par value of any class, for such consideration as said Board of Directors shall 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 to its charter which may now or hereafter be authorized by law, including any amendments of the terms of any class of its stock by classification, reclassification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of two thirds (2/3rds) of all such stock at the time outstanding, by vote at a meeting, or in writing with or without a meeting.

EIGHTH: The existence of the corporation is perpeutal.

IN WITNESS WHEREOF, we have set our hands and seals to these Articles of Incorporation this 17th day of November, 1963 in the city of Cumberland, Maryland

Witness to Thomas W. Murray — THOMAS W. MURRAY

Witness to Virginia M. Murray — VIRGINIA M. MURRAY

Witness to John F. Somerville, Jr. — JOHN F. SOMERVILLE, JR.,

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

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ARTICLES OF INCORPORATION — MISTER SOFTEE OF CUMBERLAND, INC.

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO-WIT:

I hereby certify that on this 17th day of November, 1963 before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Thomas W. Murray, Virginia M. Murray and John F. Somerville, Jr., who severally acknowledged the within and aforegoing certificate or Articles of Incorporation to be their act.

WITNESS my hand and notarial seal.

John C. Sullivan
NOTARY PUBLIC

My commission expires May 3, 1965.

JOHN C. SULLIVAN NOTARY PUBLIC ALLEGANY CO., MARYLAND

JOHN F. SOMERVILLE, JR.
ATTORNEY AT LAW
KEYSER, WEST VIRGINIA
CUMBERLAND, MARYLAND

LIBER 015 PAGE 500

ARTICLES OF INCORPORATION

OF

CUMBERLAND MISTER SOFTEE, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 5, 1963 **at** 9:00 **o'clock** A. **M. as in conformity with law and ordered recorded.**

A 6356

5

Recorded in Liber F390 **, folio** 411 **, 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 A. Bridges

FILED FOR RECORD
MAR 9 1964 19..
at 9:30 O'Clock A.M.
and same day Recorded in Liber
No. Public
one of the Land Records of Allegany County,
Maryland, and compared by
Clerk

Compared and Mailed Dellivered to
R. D. Brodell
856 Camden ave.
TO Cumberland, Maryland
March 9 19 64

LIBER 015 PAGE 501

CUMBERLAND MEDICAL CENTER, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Robert D. Brodell, whose post office address is 856 Camden Avenue, Cumberland, Maryland, Nat H. Brodell, whose post office address is 9100 Bar Harbour Drive, Miami Beach, Florida, 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

CUMBERLAND MEDICAL CENTER, INC.

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

(a) To build, erect, maintain, equip, manage and operate a medical center or hospital, and to furnish medical and surgical attendance therein in any form in the care of the sick, afflicted, infirm or injured persons; and generally to do anything and everything necessary, expedient or incidental to the operation of a medical center or hospital in all its phases.

(b) For the study of the cause, nature, prevention and cure of diseases and the dissemination of knowledge relating thereto, and the erection, equipment and maintenance of all buildings and laboratories necessary or incidental thereto.

(c) It shall have full power and authority to elect such officers as it deems necessary, to employ superintendents, doctors,

LIBER 015 PAGE 502

interns, nurses, agents and such subordinate employees as may be necessary for the proper conduct of the institution, and to do any and all the things necessary or proper in carrying out the purposes and objects of the Corporation.

(d) 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.

(e) 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.

(f) 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.

(g) 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.

(h) 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 buildings, 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 Greene and Allegany Streets, Cumberland, Maryland. The resident agent of the Corporation is Robert D. Brodell, whose post office address is 856 Camden Avenue, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Robert D. Brodell, Nat H. Brodell and Milton Gerson.

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 provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such 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 14 day of December, 1963.

WITNESS:

Josephine M. McVicker — Robert D. Brodell
Robert D. Brodell

Jesse Wolfe — Nat H. Brodell
Nat H. Brodell

Josephine M. McVicker — Milton Gerson
Milton Gerson

STATE OF MARYLAND,

ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on the 17th day of December, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Robert D. Brodell and Milton Gerson, and they acknowledged the aforegoing Articles of Incorporation to be their act.

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

Josephine M. McVicker
Notary Public

JOSEPHINE M. McVICKER NOTARY PUBLIC ALLEGANY CO. MD.

My Commission expires May 3, 1965.

STATE OF FLORIDA,

DADE COUNTY, to-wit:

I HEREBY CERTIFY, That on the 14th day of December, 1963, before me, the subscriber, a Notary Public of the State of Florida, in and for the County aforesaid, personally appeared Nat H. Brodell, and he acknowledged the aforegoing Articles of Incorporation to be his act.

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

Helen Thomas
Notary Public

HELEN THOMAS NOTARY PUBLIC STATE OF FLORIDA AT LARGE

My Commission expires:

NOTARY PUBLIC STATE of FLORIDA at LARGE
MY COMMISSION EXPIRES FEB. 12, 1967
BONDED THROUGH FRED W. DIESTELHORST

LIBER 015 PAGE 506

ARTICLES OF INCORPORATION

OF

CUMBERLAND MEDICAL CENTER, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 18, 1963 at 2:15 o'clock P.M. as in conformity with law and ordered recorded.

A 6544

6

Recorded in Liber F391, folio 547, 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 A. Reeder

FILED FOR RECORD
MAR 9 - 1964
at 8:30 O'Clock A. M.
and same day Recorded in Liber
No. Folio
one of the Records of Allegany County, Maryland, and compared by
Clerk

Compared and Mailed Delivered by L. L. Mc Mullen Highway
TO Cumberland, Maryland.
March 9 19 64

LIBER 015 PAGE 507

ARTICLES OF INCORPORATION

OF

CUMBERLAND WELDING SUPPLY COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Sherman C. Twigg, Jr., whose post office address is R. F. D. #1, Box 631, Cumberland, Maryland; E. James Twigg, whose post office address is R. F. D. #4, Cumberland, Maryland; and Allison R. Twigg, whose post office address is 1056 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:

CUMBERLAND WELDING SUPPLY COMPANY, INC.

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

(a) To operate and carry on a general welding supply business, and all other related merchandising and supplies of every kind;

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

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

@1413

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

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 State 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 102 Wineow Street, Cumberland, Allegany County, Maryland. The resident agent of the Corporation is

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

Allison R. Twigg, whose post office address is 1056 McMullen Highway, Cumberland, Allegany County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein;

FIFTH: The total number of shares of stock 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 having par value is One Hundred Thousand ($100,000.00) Dollars;

SIXTH: The corporation shall have three directors and Sherman C. Twigg, Jr., E. James Twigg, and Allison R. Twigg 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.

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 20th day of December, 1963:

ATTEST:

Kay Kelly

Kay Kelly

Kay Kelly

Sherman C. Twigg Jr. (SEAL)
SHERMAN C. TWIGG, JR.

E. James Twigg (SEAL)
E. JAMES TWIGG

Allison R. Twigg (SEAL)
ALLISON R. TWIGG

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 20th day of December, 1963, before me, the subscriber, a Notary Public for the State of Maryland in and for the County of Allegany, aforesaid, personally appeared Sherman C. Twigg, Jr., E. James Twigg, and Allison R. Twigg, personally known to me, and each did acknowledge the aforegoing Articles of Incorporation to be their act and deed.

WITNESS, my hand and Notarial Seal:

E. Edmund Manges
NOTARY PUBLIC

My commission expires:
May 3, 1965.

LAW OFFICES
EARL EDMUND MANGES
CUMBERLAND, MARYLAND

LIBER 015 PAGE 511

ARTICLES OF INCORPORATION

OF

CUMBERLAND WELDING SUPPLY COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 23, 1963 at 1:52 o'clock P. M. as in conformity with law and ordered recorded.

A 6616

5

Recorded in Liber F 392, folio 296, 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. Bontzee

FILED FOR RECORD
MAR 9 - 1964
at 3:00 o'Clock P. M.
and same day Recorded in Liber
No. Charters
Folio
one of the Records of Allegany County,
~~Land~~ Records of Allegany County,
Maryland, and compared by
Clerk

Compared and Mailed [redacted] 19
TO W. E. Capel St.
Frostburg, Maryland.
March 9 19 64

LIBER 015 PAGE 512

ARTICLES OF INCORPORATION

OF

THE CROSSROAD, INC.

THIS IS TO CERTIFY:

FIRST : That we, the subscribers, Walter Elmer Capel, whose post office address is 132 Maple Street, Frostburg, Maryland; Dr. James Gibson Steele, whose post office address is 42 West Mechanic Street, Frostburg, Maryland; and Thomas William Freston, whose post office address is 20 Howard Street, 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 intent of forming a corporation.

SECOND : That the name of the corporation is

THE CROSSROAD, 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:

(a) Provide free care for the physically and mentally handicapped people, regardless of race, color or creed.

(b) Provide corrective care to every handicapped child whose parents are not able to pay for this service.

(c) Conduct special research programs to evaluate the findings as to the effectiveness of all the services offered by this clinic.

(d) Inform the public of the problems of the handicapped and the progress of the clinic regarding these problems.

(e) Cooperate with all public, private and charitable agencies whether they are county, state, national or

C 1413

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

international, who are interested in working for the welfare of the handicapped.

(f) Advise and aid parents in the solution of their problems and to coordinate their efforts toward healthy, happy lives for their children.

(g) Make available scientific documentory data to authorized personnel in accordance with the existing by-laws.

(h) To carry on any of the businesses hereinbefore enumerated for itself or on account of through others for itself on 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) In addition to the aforegoing powers, the said corporation shall have all the general powers as specified and set forth in Article 23 of the Maryland Annotated Code, 1957 Edition and Supplements.

FOURTH : That the principal office of the corporation in this State shall be situated at post office box 22, City Hall, Frostburg, Maryland; and that the name and address of the resident agent is Walter Elmer Capel, now residing at 132 Maple Street, Frostburg, Maryland, he being a citizen of the State of Maryland and actually resides therein.

FIFTH : That the herein corporation is nonprofit and will not issue any shares of stock.

SIXTH : That the corporation shall have nine (9) directors, said number shall be subject to increase pursuant to the by-laws of the corporation, but shall be never less than three (3); that William (N.M.I.) Naylor, Zeola (N.M.I.) Robinson, Elsworth John McAfee, George Raymond Hughes, May (N.M.I.) Smith,

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

Eugene (N.M.I.) Valentine, Edward Patrick Flanigan, Thomas William Preston and James (N.M.I.) McNeil, Jr., shall act as such directors until the first meeting of the shareholders after the adoption of Certificate of Incorporation or until their successors are duly chosen and qualified.

SEVENTH : The existence of this corporation shall be perpetual.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 29th day of November, 1963.

WITNESS:

John C. Sullivan — Walter Elmer Capel (SEAL)
Walter Elmer Capel

John C. Sullivan — Dr. James Gibson Steele (SEAL)
Dr. James Gibson Steele

John C. Sullivan — Thomas William Preston (SEAL)
Thomas William Preston

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 29th day of November, 1963, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Walter Elmer Capel, Dr. James Gibson Steele and Thomas William Preston 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.

John C. Sullivan
Notary Public

My Commission expires May 3, 1965.

JOHN C. SULLIVAN NOTARY PUBLIC ALLEGANY CO. MARYLAND

LAW OFFICES
JOHN C. SULLIVAN
FROSTBURG, MARYLAND
CUMBERLAND, MARYLAND

LIBER 015 PAGE 515

VS

ARTICLES OF INCORPORATION

OF

THE CROSSROAD, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 23, 1963 at 10:23 o'clock A.M. as in conformity with law and ordered recorded.

A 6622

4

Recorded in Liber F392, 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 $ 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 Bartgis

FILED FOR RECORD
MAR 9 - 1964
at 8:30 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 L.L.
TO Baltimore and Md. Trust Bldg.,
G. W. Della
March 9 19 64

LIBER 015 PAGE 516

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the

LOAN SERVICE, INCORPORATED

were received for record on December 3, , 1963, in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

LOAN SERVICE, INCORPORATED

ARTICLES OF DISSOLUTION

LOAN SERVICE, INCORPORATED, a Maryland corporation, having its principal office in Allegheny 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 is No. 18 South Liberty Street, Cumberland, Allegheny County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, is George W. Della, 500 Maryland Trust Building, Baltimore, 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:

Name	Post Office Address
Graydon R. Powers	902 Orange Street Wilmington, Delaware
Russell C. Mansfield	902 Orange Street Wilmington, Delaware
Mildred B. O'Neill	902 Orange Street Wilmington, Delaware

C 1413

LIBER 015 PAGE 517

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

Name	Title	Post Office Address
Graydon R. Powers	President	902 Orange Street Wilmington, Delaware
Russell C. Mansfield	Vice-President	902 Orange Street Wilmington, Delaware
Mildred B. O'Neill	Secretary-Treas.	902 Orange Street Wilmington, Delaware
Edwin A. Probert	Comptroller	902 Orange Street Wilmington, Delaware

SIXTH: A majority of the entire board of directors at a meeting of the board of directors of the Corporation duly convened and held on November 11, 1963, adopted a resolution declaring that dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on November 25, 1963.

SEVENTH: The dissolution of the Corporation as now proposed was authorized by the stockholders of the Corporation at said meeting by the unanimous vote of all stock entitled to be cast thereon.

EIGHTH: ~~Notice that dissolution of the Corporation has been duly authorized pursuant to Article 23, of the Annotated Code of Maryland (L. 1951, ch. 135) was mailed on November 25, 1963, to all known creditors of the Corporation.~~

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 Tax Commission of Maryland) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to each 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;

CUMBERLAND, MARYLAND
ALLEGHENY COUNTY, MARYLAND
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

IN WITNESS WHEREOF, LOAN SERVICE, INCORPORATED, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 30th day of November, 1963.

LOAN SERVICE, INCORPORATED

By: _____
Graydon R. Powers, President

Attest:

_____
Mildred B. O'Neill, Secretary

STATE OF DELAWARE)
) SS.
COUNTY OF NEW CASTLE)

I HEREBY CERTIFY that on November 30th, 1963, before me, the Subscriber, a Notary Public of the State of Delaware in and for the County of New Castle, personally appeared GRAYDON R. POWERS, President of LOAN SERVICE, 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 Mildred B. O'Neill and made oath in due form of law that she was secretary of the meeting of 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 their knowledge, information and belief.

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

Anna V. Pitts
Notary Public

LIBER 015 PAGE 520

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 WEST PRESTON STREET

BALTIMORE 1

ALBERT W. WARD
DIRECTOR

WILLIAM H. RILEY
CHIEF SUPERVISOR
OF ASSESSMENTS

October 11, 1963

Mr. Richard H. May
Morford, Young & Conaway
Bank of Delaware Building
Wilmington 1, Delaware

Dear Sir:

THIS IS TO CERTIFY that according to the records of the State Department of Assessments and Taxation, assessments of personal property taxable to

LOAN SERVICE, INCORPORATED

a Maryland corporation, have been certified to the following counties and cities for the collection of taxes thereon, which taxes are not barred by Section 212 of Article 81 or otherwise:

CUMBERLAND, MARYLAND ALLEGANY COUNTY, MARYLAND

This certificate is made pursuant to Chapter 135 of the Acts of 1951.

WITNESS my hand and the Seal of the State Department of Assessments and Taxation of Maryland, at Baltimore, this 11th day of October, 1963.

Harvey C. Eubanks

HCE:RAH

LIBER 015 PAGE 521

P. O. BOX 466 — PHONE COLONIAL 8-3371
ANNAPOLIS, MARYLAND

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

LOAN SERVICE, INCORPORATED

have been paid.

WITNESS my hand and official seal this twenty - ninth day of October A.D. 1963.

Deputy Comptroller

LIBER 015 PAGE 522

City of Cumberland

MARYLAND

October 22, 1963

Morford, Young & Conaway
Bank of Delaware Building
Wilmington, Deleware

Attention: Mr. Richard H. May.

Subject: Loan Service, Incorporated.

Dear Mr. May:

In reply to your letter of October 14, 1963, regarding the tax status of Loan Service, Inc., we wish to advise that the Bank Stock Tax due the City of Cumberland for the year 1962 has been paid.

We are still waiting for a certification from the Maryland State Department of Assessments and Taxation for the 1963 tax, which will be billed and collected by Allegany County and shared proportionately by the County and the Municipality.

Very truly yours,

Paul E. Rodecap

Paul E. Rodecap,
City Comptroller

PER:mvs

LIBER 015 PAGE 523

ALLEGANY COUNTY CENTRAL TAX OFFICE

POST OFFICE BOX 209
COURT HOUSE
CUMBERLAND, MARYLAND

WM. B. ORNDORFF - COLLECTOR
I. J. SMITH - DEPUTY COLLECTOR
GRACE F. WILSON - CHIEF CLERK
J. L. WILHELM - - BOOKKEEPER

December 2, 1963

To Whom It May Concern:

This is to certify that, according to our records, all State of Maryland and Allegany County Taxes against Loan Service, Inc., (Cumberland, Maryland) have been paid through the year 1963.

ALLEGANY COUNTY TAX OFFICE

Grace F Wilson

gfw

LIBER 015 PAGE 524

ARTICLES OF DISSOLUTION

OF

LOAN SERVICE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 3, 1963 at 3:15 o'clock P. M. as in conformity with law and ordered recorded.

A 6285

9

Recorded in Liber 3389, folio 78, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Spec. Fee
~~Bonus tax~~ paid $ 10.00 Recording fee paid $ 16.00

To the clerk of the Circuit Court of Allegheny 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. Bradley

FILED FOR RECORD
MAR 9- 1964 19...
at 8 30 O'Clock A. M.
and same day Recorded in Liber
No. ... Folio ...
one of the Charter
Records of Allegany County,
Maryland, and compared by
Dwight E. ... Porter

LIBER 015 PAGE 525

Compared and Mailed Delivered L. L.
L. W. Hilland Trust Bldg.
TO Baltimore Maryland.
March 9 19 64

LOAN SERVICE, INCORPORATED

ARTICLES OF AMENDMENT
(Under Sections 11, 12)

LOAN SERVICE, INCORPORATED, a Maryland corporation, having its principal office in Allegheny County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission 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:

> "FOURTH: The Post Office address of the place at which the principal office of the corporation in this State will be located is 18 South Liberty Street, Cumberland, Maryland. The Resident Agent of the corporation is George W. Della, 500 Maryland Trust Building, Baltimore, Maryland; said resident agent is a citizen of the State of Maryland and actually resides therein.

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on December 2, 1963, 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 December 2, 1963.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of 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 control rights as expressly set forth in the charter would be altered by the amendment.

C 1413

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 an affirmative vote of all stock entitled to vote thereon.

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

IN WITNESS WHEREOF, LOAN SERVICE, 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 December 2, 1963.

LOAN SERVICE, INCORPORATED

By: _____
Graydon R. Powers, President

Attest:

_____
Mildred B. O'Neill, Secretary

STATE OF DELAWARE)
) SS.
NEW CASTLE COUNTY)

I HEREBY CERTIFY that on December 2, 1963, before me, the Subscriber, a Notary Public of the State of Delaware, in and for the County of New Castle, personally appeared GRAYDON R. POWERS, President of LOAN SERVICE, INCORPORATED, a Maryland corporation, and in the name of 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 MILDRED B. O'NEILL 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 set forth in said Articles of Amendment are true to the best of their knowledge, information and belief.

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

Anna V. Kitt
NOTARY PUBLIC

My Commission expires:
3/24/64

LIBER 015 PAGE 528

ARTICLES OF AMENDMENT

OF

LOAN SERVICE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 11, 1963 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 6447

4

Recorded in Liber F390, folio 124, 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. Bradford

FILED FOR RECORD
MAR 9- 1964
at 8:30 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~~ P.L.
TO Loan Service of Frostburg, Inc.
March 9 19 64

LIBER 015 PAGE 529

LOAN SERVICE OF FROSTBURG, INC.

ARTICLES OF AMENDMENT
(Under Sections 11, 12)

LOAN SERVICE OF FROSTBURG, INC., a Maryland corporation having its principal office in Allegheny 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 of the Articles of Incorporation and inserting in lieu thereof the following:

SECOND: That the name of the Corporation (which is hereafter called the Corporation) is:

LOAN SERVICE, INCORPORATED

THIRD: The Board of Directors of the Corporation, at a meeting duly convened and held on November 30, 1963 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 30, 1963.

FOURTH: 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.

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 an affirmative vote of all 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, LOAN SERVICE OF FROSTBURG, 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 30, 1963.

LOAN SERVICE OF FROSTBURG, INC.

BY: G. R. Powers
Graydon R. Powers, President

ATTEST:

M. B. O'Neill
Mildred B. O'Neill, Secretary

STATE OF DELAWARE :
ss.
NEW CASTLE COUNTY :

I HEREBY CERTIFY that on November 30, 1963 before me, the Subscriber, a Notary Public of the State of Delaware, in and for the County of New Castle, personally appeared GRAYDON R. POWERS, President of LOAN SERVICE OF FROSTBURG, INC., a Maryland corporation, and in the name of 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 MILDRED B. O'NEILL 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 their knowledge, information and belief.

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

Anna V. Pitts
NOTARY PUBLIC

LIBER 015 PAGE 532

ARTICLES OF AMENDMENT

OF

LOAN SERVICE OF FROSTBURG, INC.

changing its name to

LOAN SERVICE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland December 3, 1963 at 3:30 o'clock P. M. as in conformity with law and ordered recorded.

A 6268

4

Recorded in Liber F389, folio 21, 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 Allegheny 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 Rogers

FILED FOR RECORD
MAR 9 - 1964
..... 19...
at 3:30 O'Clock P. M.
and same day Recorded in Liber
No. ..... folio ..... of the
one of the Charter Records of Allegany County,
Maryland, and compared by

Compared and Mailed Delivered L.L.
R.F.D. 2, Cumberland, Md.
TO J. D. Liebau
April 8 19 64

LIBER 015 PAGE 533

RESOLUTION OF BOARD OF DIRECTORS OF

QUEEN CITY CO-OPERATIVE DAIRY, INC.

I hereby certify that I am the duly elected and qualified president of Queen City Co-operative Dairy, Inc., and that the following is a true and correct copy of a resolution duly adopted at a regular meeting of the Board of Directors of said Corporation held in accordance with its by-laws at its offices at 310 South Mechanic Street, Cumberland, Maryland on the 19th day of December, 1963.

RESOLVED, That the Resident Agent of the corporation in the State of Maryland be changed to John D. Liebau, whose post office address is R. F. D. #2, Cumberland, Maryland. The Resident Agent so designated is an individual actually residing in the State of Maryland.

AND BE IT FURTHER RESOLVED, That the State Department of Assessments and Taxation be notified of the change of such Resident Agent.

IN WITNESS WHEREOF, I have hereunto affixed my signature as president and have caused the corporate seal of said corporation to be hereto affixed this 30 day of December, 1963.

QUEEN CITY CO-OPERATIVE DAIRY, INC.

ATTEST:

John D. Liebau
Assistant Secretary

By Hiram W. Walker
Hiram W. Walker
President

I, John D. Liebau, assistant secretary of said corporation, do hereby certify that the foregoing is a correct copy of a resolution duly adopted as above set forth, and that said resolution appears as a part of the minutes of said corporation.

John D. Liebau
Assistant Secretary

C 1908

LIBER 015 PAGE 534

NOTICE OF CHANGE OF RESIDENT AGENT

OF

QUEEN CITY CO-OPERATIVE DAIRY, INC.

15-533

received for record January 2, 1964 , at 9:47 A. M.

and recorded in Liber F No. 394 Folio No. 389 one of

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

To the Clerk of the Circuit Court of Allegany County.

AA **No 2318**

Recording Fee Paid $2.00

FILED FOR RECORD

APR. 2 1964 19....

at 10:52 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

FILED FOR RECORD

APR. 2 1964 19....

at 10:52 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 L. L.
TO 664 Nat'l Highway, LaVale, Md.
Harry Kauffman
April 8 19 64

LIBER 015 PAGE 535

ARTICLES OF INCORPORATION

OF

CUMBERLAND-ALLEGANY COUNTY INDUSTRIAL FOUNDATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned subscribers, Denton A. Fuller, whose post office address is 515 Windsor Road, Cumberland, Maryland; C. William Gilchrist, whose post office address is 646 Washington Street, Cumberland, Maryland; Harry Kauffman, whose post office address is 664 National Highway, LaVale, Maryland; Chauncey M. Sanner, whose post office address is 30 Ren Roy Drive, LaVale, Maryland; and Hugh D. Shires, whose post office address is 911 Camden Avenue, 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

CUMBERLAND-ALLEGANY COUNTY INDUSTRIAL FOUNDATION, INC.

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

A. To secure new industries for Cumberland and Allegany County, Maryland, by purchasing, erecting, leasing, mortgaging, selling, renovating, repairing and improving land and buildings, or any interest therein, suitable

1908

for industrial purposes, in order to promote the growth and expansion of the industries established in Cumberland and Allegany County, Maryland; and to assist in the establishment of new industries in Cumberland and Allegany County; and in general, to work for the development of more industrial employment opportunities and payrolls; and to acquire and hold the necessary property, both real and personal, of every kind and description, to be used in furthering the purposes of the organization, and for the doing of all acts incidental to the accomplishment of said purposes; to cooperate with the Upper Potomac Industrial Development Company, Cumberland, Maryland, Inc., and other organizations who are now or in the future might be properly engaged in the industrial development of Allegany County, Maryland.

B. To organize and operate a civic league or organization exclusively for the promotion of social welfare for the common good and the general welfare of the City of Cumberland and of Allegany County.

C. To organize and operate a business league by bringing together members of an association of persons having a common business interest in all of the business conditions of Cumberland and Allegany County, the purpose of which is to promote such common interest and not to engage in a regular business of a kind ordinarily carried on for a profit.

D. To organize and operate an association exclusively for civic improvement, no part of the net earnings or profits of which are to inure to the benefit of any member, shareholder or any other individual.

E. 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 familiarity of any other purposes, 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 68 Baltimore Street, Cumberland, Maryland. The resident agent of the corporation is Harry Kauffman, whose post office address is 664 National Highway, LaVale, 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. Members shall be elected, may resign or be removed, vacancies may be filled and additional members elected as provided in the By-laws, which may prescribe the powers and duties of each class, including the right to vote for directors.

SIXTH: The number of directors of the corporation shall be not less than five (5), which number may be increased pursuant to the By-laws of the corporation, but shall never be less than five (5), and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Denton A. Fuller
C. William Gilchrist
Harry Kauffman
Chauncey M. Sanner and
Hugh D. Shires

SEVENTH: A. The management and control of the corporation shall be vested in the Board of Directors who shall dictate its general business policy and, subject to any provisions of statute, determine all matters and questions pertaining to its business and affairs.

B. The members of the Board shall be elected, may resign or be removed, vacancies may be filled and additional members elected as provided in the By-laws.

C. The above granted powers to the corporation and the Board of Directors thereof are in furtherance of and not in limitation of the powers conferred by law upon the directors of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, and with any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact.

IN WITNESS WHEREOF, we have signed this Certificate of Incorpations on this 29th day of January, 1964.

WITNESS:

Rebecca A. Collins
REBECCA A. COLLINS

Denton A. Fuller (SEAL)
DENTON A. FULLER

Harriet Ann Haran
HARRIET ANN HARAN

C. William Gilchrist (SEAL)
C. WILLIAM GILCHRIST

Rebecca A. Collins
REBECCA A. COLLINS

Harry Kauffman (SEAL)
HARRY KAUFFMAN

Vera M. Elliott
VERA M. ELLIOTT

Chauncey M. Sanner (SEAL)
CHAUNCEY M. SANNER

Rebecca A. Collins
REBECCA A. COLLINS

Hugh D. Shires (SEAL)
HUGH D. SHIRES

STATE OF MARYLAND,

ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY that on this 29th day of January, 1964, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Denton A. Fuller, C. William Gilchrist, Harry Kauffman, Chauncey M. Sanner and Hugh D. Shires, and severally acknowledged the aforegoing Articles of Incorporation to be their Act.

WITNESS my hand and Official Notarial Seal.

Angela M. Senkbeil
Notary Public
ANGELA M. SENKBEIL

My Commission Expires: May 3, 1965

ANGELA M. SENKBEIL NOTARY PUBLIC ALLEGANY COUNTY, MARYLAND

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NS

ARTICLES OF INCORPORATION

OF

CUMBERLAND-ALLEGANY COUNTY INDUSTRIAL FOUNDATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland January 31, 1964, **at** 9:00 **o'clock A.M. as in conformity with law and ordered recorded.**

A 7330

6

Recorded in Liber F399, **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.

FILED FOR RECORD
APR 2 1964 19
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~~ P.L. City
TO Cumberland Cement & Supply Co.
April 8 19 64

LIBER 015 PAGE 541

ARTICLES OF AMENDMENT

TO CHARTER OF

THE CUMBERLAND CEMENT AND SUPPLY COMPANY

© 1908

The Cumberland Cement and Supply Company, a Maryland corporation, having its principal office in Cumberland, Allegany County, Maryland, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Board of Directors of the Corporation, at a meeting duly convened and held on September 13, 1963, adopted a Resolution in which was set forth the following amendment to the charter, declaring that the said amendment to the charter was advisable, and directing that the said amendment be submitted for action thereon at a meeting of the stockholders of the Corporation to be called for the purpose of considering the same.

SECOND: That a meeting of the stockholders of the Corporation called by the Board of Directors of the Corporation as aforesaid, was held at the Fort Cumberland Hotel, in Cumberland, Maryland, on September 13, 1963, pursuant to waiver of notice by all of the stockholders duly filed with the records of the meeting, and at said meeting the stockholders by the affirmative and unanimous vote of the holders of all of the shares outstanding and entitled to vote, being more than two-thirds, duly adopted the amendment of the charter of the Corporation as hereinafter set forth.

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

FOURTH: The amendment of the charter of the Corporation is as follows:

(a) The charter of the Corporation is hereby amended by striking out

the fourth section of the original Certificate of Incorporation, as amended by Articles of Amendment approved on April 8, 1921, Articles of Amendment approved on May 31, 1922, Articles of Amendment approved on December 22, 1947, and Articles of Amendment approved on November 18, 1957, being all of said charter dealing with the amount of authorized stock, and inserting in lieu thereof the following:

"Sec. 4: The total amount of the authorized capital stock of the Corporation is Five Hundred Thousand Dollars ($500,000.00) par value, divided into five thousand (5,000) shares of common stock of the par value of One Hundred Dollars ($100.00) each."

FIFTH: (a) That the total number and par value of the shares of the capital stock heretofore authorized before this amendment were as follows:

One Million Dollars ($1,000,000.00) par value, divided into ten thousand (10,000) shares of common stock of the par value of One Hundred Dollars ($100.00) each.

(b) That the total number and par value of the shares of the authorized capital stock as changed and decreased by this amendment are as follows:

Five Hundred Thousand Dollars ($500,000.00) par value, divided into five thousand (5,000) shares of common stock of the par value of One Hundred Dollars ($100.00) each.

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

IN WITNESS WHEREOF The Cumberland Cement and Supply Company has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal affixed hereto, and attested by its Secretary

on this 31 day of December, 1963.

ATTEST:

John W. Steiner
John W. Steiner,
Secretary

THE CUMBERLAND CEMENT AND SUPPLY COMPANY

By Charles S. Steiner
Charles S. Steiner,
President

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 31st day of December, 1963, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Allegany, personally appeared CHARLES S. STEINER, President of THE CUMBERLAND CEMENT AND SUPPLY COMPANY, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared JOHN W. STEINER, and made oath in due form of law that he was Secretary at the meeting of the Board of Directors of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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

Angela M. Senkbeil
NOTARY PUBLIC.

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X

ARTICLES OF AMENDMENT

OF

THE CUMBERLAND CEMENT AND SUPPLY COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland January 2, 1964 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 6876

4

Recorded in Liber F395, folio 197, 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 P. Gaither

FILED FOR RECORD
APR 2 1964 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 by me
Clerk

Compared and Mailed Delivered P.S.
405 Virginia Ave, city
TO George Kline
April 8 1964

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ARTICLES OF INCORPORATION

OF

THE KLINE FURNITURE COMPANY

This is to certify:

First: That we, the subscribers, Edward Raskin, whose postoffice address is 2404 Hal Circle, Baltimore 9, Maryland, B. Daniel Suls, whose postoffice address is 3425 Edcrest Road, Baltimore 7, Maryland, and Joseph A. Waldman, whose postoffice address is 7105 Park Heights Avenue, Baltimore 15, 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 KLINE FURNITURE COMPANY

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

(a) To conduct a store or stores in the City of Cumberland, Maryland or elsewhere for the sale of household and office furniture, electrical appliances and equipment and other household goods and to transact the general mercantile business of a furniture store.

(b) To engage in the business of merchant and manufacturer, and to buy, otherwise acquire, sell, otherwise dispose of, and generally deal in merchandise of all kinds customarily sold in furniture and appliance establishments.

(c) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with all or any part of the property of

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TEN LIGHT STREET
BALTIMORE, MARYLAND 21202

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the Corporation, and from time to time to vary any investment or employment of capital of the Corporation.

(d) To build, erect, construct, or to reconstruct and improve any and all buildings and structures upon any land or waters whatsoever.

(e) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character whatsoever.

(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 situated.

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

(h) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, 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.

(i) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, tradenames, trademarks, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to

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ATTORNEYS AT LAW
...HT STREET
...ND 21202

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

(j) 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 evidence 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.

(k) 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.

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

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BALTIMORE, MARYLAND 21202

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

(m) 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.

Fourth: The postoffice address of the principal office of the Corporation in this State is 405 Virginia Avenue, Cumberland, Maryland. The resident agent of the Corporation is George Kline, whose postoffice address is 405 Virginia Avenue, 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 twenty thousand (20,000) shares of no par value, all of which shares are of one class and are designated common stock.

Sixth: The Corporation shall have three directors and Joseph A. Waldman, Edward Raskin, and B. Daniel Suls 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.

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BALTIMORE, MARYLAND 21202

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

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

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared

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BALTIMORE, MARYLAND 21202

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 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 the holders of stock, as said Board of Directors shall determine, may 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

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BALTIMORE, MARYLAND 21202

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 and 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 27th day of January, 1964.

Test to All:

Daisy Sherman — Joseph A. Waldman

Daisy Sherman — B. Daniel Suls

Daisy Sherman — Edward Raskin

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BALTIMORE, MARYLAND 21202

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STATE OF MARYLAND)
: SS:
CITY OF BALTIMORE)

THIS IS TO CERTIFY, that on this 27th day of January, 1964, before me, the subscriber, a Notary Public of Anne Arundel County, in and for the city above mentioned, personally appeared Joseph A. Waldman, B. Daniel Suls, and Edward Raskin, 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.

Jean R. Schwartz
Notary Public
My Commission Expires
May 3, 1965

WALDMAN & RASKIN
ATTORNEYS AT LAW
TEN LIGHT STREET
BALTIMORE, MARYLAND 21202

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ARTICLES OF INCORPORATION

OF

THE KLINE FURNITURE COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland January 28, 1964 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7288

9

Recorded in Liber F 399, folio 152, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 80.00 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. Cortjes

FILED FOR RECORD
APR 2 1964
at 10:20 O'Clock A.
and same day Recorded in L
No. ..... Folio.....
one of the .....
La Records of Alleg
Maryland, and compa
by ..... Clerk.

Compared and Mailed [redacted] L.L. LaVale, Md.
TO 611 Nat'l Hwy. W. M. Wilson
May 11 19 64

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WILSON WELDING SUPPLY CO., INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, William M. Wilson, whose post office address is 611 National Highway, LaVale, Allegany County, Maryland; Leonard B. Wilson, whose post office address is 30 Engle Street, Tenafly, Bergen County, New Jersey; and Beverly G. Wilson, whose post office address is 611 National Highway, Allegany County, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Wilson Welding Supply Co., Inc.

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

(a) The sale, and/or rent, of welding supplies and equipment, including the common industrial gases such as oxygen, acetylene, argon, nitrogen, hydrogen, etc.

(b) The sale of oxygen and allied anesthesia gases to hospitals, doctors and clinics, as well as the sale and rental of the equipment and supply items used in the administration of these gases.

(c) The selling and servicing to garages, repair shops, steel fabricators, machine shops, general-mechanical-electrical and plumbing contractors, quarry and mining operators, manufacturing plants, food processors, farmers, schools, doctors and dentists, hospitals and clinics, etc., items, such as hand and power tools, cable, safety equipment and diamond drilling equipment, air filters and supplies and parts of the aforesaid items.

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(d) 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 parts and products of a general welding supply contractor business, selling and servicing any and all products sold by a welding supply and allied products business.

(e) 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.

(f) 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.

(g) 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.

(h) 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

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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.

(i) 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 Post Office Box 87, Cumberland, Allegany County, Maryland, and the principal business address of the Corporation is ½ mile South of Cresaptown, Allegany County, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is William M. Wilson, 611 National Highway, LaVale, Allegany County, Maryland. Said Resident

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CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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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 Fifty (150) shares, par value of One Thousand ($1,000) Dollars, 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 William M. Wilson, Leonard B. Wilson and Beverly G. Wilson.

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

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FIRST NATIONAL BANK BUILDING

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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 officer 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 sub-ordinate 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.

(g) 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

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ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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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.

ELEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Sixty (60) full paid and non assessable shares of One Thousand Dollars ($1,000.00) par value stock for the following consideration, the value of which consideration is hereby stated to be not less than Sixty Thousand Dollars ($60,000.00) namely:

(a) Inventory, accounts receivable, cash, furniture and fixtures.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 23 day of January, 1964.

William M Wilson (SEAL)
WILLIAM M. WILSON

Leonard B Wilson (SEAL)
LEONARD B. WILSON

Beverly G. Wilson (SEAL)
BEVERLY G. WILSON

ANDERSON, MULLEN & BOWEN

By Mullen Bowen

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

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STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 23rd day of January, 1964, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared William M. Wilson, Leonard B. Wilson and Beverly G. Wilson 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.

Marianne Aaron
NOTARY PUBLIC

My Commission Expires:
May 3, 1965

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND

FIRST NATIONAL BANK BUILDING

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ARTICLES OF INCORPORATION

OF

WILSON WELDING SUPPLY CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 3, 1964 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7374

8

Recorded in Liber F 400, folio 74, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 30.00 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.

Gladys N. Barton

FILED FOR RECORD
APR 21 1964 19
at 1:00 O'Clock P.M.
and same day Recorded in Liber
No. Folio
one of the Land Records of Allegany County, Maryland, and compared by
Clerk

Compared and Mailed ~~Delivered~~ L.L.
401 Linden St., city
TO R. L. Livengood, Jr.
May 11 19 64

LIBER 015 PAGE 562

UNION RESCUE MISSION OF CUMBERLAND, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Albert H. Macy, whose post office address is Macy Drive, LaVale, Allegany County, Maryland; Herman A. Cunningham, whose post office address is 30 Potomac Street, Cumberland, Allegany County, Maryland; and Robert E. Pence, whose post office address is 1101 Holland Street, Cumberland, Allegany County, Maryland, all 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 Union Rescue Mission Of Cumberland, Inc.

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

a. To establish, maintain and operate an interdenominational, nonprofit organization for the purpose of lending spiritual guidance to the wayward, and physical aid to the needy, regardless of race, color or creed.

b. To do relief and charitable work in the City of Cumberland, Allegany County, Maryland, and at such other places within the State of Maryland as may be determined and authorized by the Board of Directors of this Corporation.

c. To assist in the rehabilitation of needy human beings that they may be useful and productive members of society.

FOURTH: The post office address of the principal office of the Corporation in this State is 16-18 Queen City Pavement, Cumberland, Allegany County, Maryland. The Resident Agent of the Corporation is Russell L. Livengood, Jr., whose post office address is 401 Linden Street, Cumberland, Allegany County, Maryland. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The number of Directors of the Corporation shall be/no more than twenty-four (24), which number may be increased or decreased

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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 Albert H. Macy, Herman A. Cunningham, and Robert E. Pence.

SIXTH: The Corporation shall be nonstock and no dividends or pecuniary profits shall be declared or paid to the members thereof.

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

a. The Corporation may contract and be contracted with, by simple contract or specialty.

b. The Corporation may purchase, hold, use, grant, mortgage, pledge, encumber and lease real and personal property other than that forbidden by the laws of the State of Maryland.

c. The Corporation may draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, bonds, debentures, and other negotiable and transferable instruments and evidences of indebtedness, so far as may be permitted by the laws of the State of Maryland.

d. The duly elected Board of Directors may appoint officers and agents and prescribe their duties, powers and liabilities and may take bond and security from any of said officers or agents, and fix their compensation.

e. The Corporation may by its bylaws provide for the management of its property and the conduct of its business in pursuance of the purposes of the Corporation and in the exercise of all of the powers herein set forth.

f. The Corporation may exercise all powers now or hereafter conferred upon corporations by the laws of the State of Maryland, not inconsistent with the purposes herein stated, and not inconsistent with the charitable purposes intended within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954.

g. At the dissolution of this Corporation, all of the assets of the Corporation shall be distributed to an exempt organization described in Section 501 (c) (3) of the Internal

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CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

Revenue Code of 1954, or to the Federal Government, or to the State or a local government to be used for a public purpose. The Board of Directors of this Corporation shall be charged with the responsibility of selecting the organization or governmental agency to be recipient of the assets of this Corporation so as to effect the provisions of this Paragraph. At the dissolution of this Corporation, in no way shall any of the assets of the Corporation be distributed to or for the benefit of any member, professional group, or other individual.

EIGHTH: The Corporation shall recognize Cecil L. Taylor, an ordained minister, as a founder of the Union Rescue Mission Of Cumberland, Inc., and he will act as the initial Executive Director or Superintendent of the Mission.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 27th day of January, 1964.

Albert H. Macy (SEAL)
ALBERT H. MACY

Herman A. Cunningham (SEAL)
HERMAN A. CUNNINGHAM

Robert E. Pence (SEAL)
ROBERT E. PENCE

ANDERSON, MULLEN & BOWEN

By Fred H. Anderson
Fred H. Anderson

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

STATE OF MARYLAND,

COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 27th day of January, 1964, before me, the subscriber, a Notary Public of the State of

Maryland, in and for the County aforesaid, personally appeared Albert H. Macy, Herman A. Cunningham and Robert E. Pence, 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.

Marianne Aaron
Notary Public

My Commission Expires:
May 3, 1965

Anderson, Mullen & Bowen
ATTORNEYS AT LAW
CUMBERLAND, MARYLAND
FIRST NATIONAL BANK BUILDING

LIBER 015 PAGE 566

V/NS

ARTICLES OF INCORPORATION

OF

UNION RESCUE MISSION OF CUMBERLAND, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 5, 1964 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7420

5

Recorded in Liber F 401, folio 40, 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.

Lorenzo H. Bantzer

FILED FOR RECORD
APR 21 1964 ... 19...
at ... O'Clock ... M.
and same day Recorded in Liber
No. ..... Folio .....
one of the .....
Land Records of Allegany County,
Maryland, and compared by

LIBER 015 PAGE 567

Compared and Mailed [redacted] L.L.
TO 12 Richard Way, LaVale Md.
A. D. Davis, Jr.
May 11 19 64

COVERWOOD CIVIC ASSOCIATION, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Arthur S. Davis, Jr., whose post office address is 12 Richard Way, LaVale, Maryland, J. Donald Gibson, whose post office address is 14 Richard Way, LaVale, Maryland, Jesse L. Haws, whose post office address is 21 Richard Way, LaVale, Maryland, and Barnett Leibowitz whose post office address is 8 Park Drive, LaVale, 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

COVERWOOD 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:

(a) To promote and advance civic improvements and developments in the real estate development known as Coverwood which is now in Election District No. 29 near the City of Cumberland in Allegany County, Maryland.

(b) To obtain and secure through concerted community action of the association improvements for the general convenience, health and welfare of the residents of said Coverwood Addition.

(c) To promote the social welfare of the residents of said Coverwood Addition as well as a spirit of neighborliness, camaraderie and well-being among them.

(d) This Corporation shall be a non-profit organization and all Corporation expenses shall be paid from contributions received by the Corporation, and no part of the net earnings or income of the Corporation shall inure to the benefit of any member or individual having a personal interest in the activities of the Corporation. It is distinctly understood and agreed that the Officers, Directors and other officials of the Corporation shall not receive any compensation whatsoever for their services as such rendered to the Corporation.

(e) To buy, hold, own, improve, manage, operate, lease as Lessee, let as Lessor, sell, convey and/or mortgage either alone or in conjunction with others, real estate and personal property of every kind, character and description whatsoever and any interest therein.

(f) To issue bonds, debentures, notes or other obligations from time to time for the money borrowed by the Corporation for any of its objects and purposes, and to secure said bonds, debentures, notes or obligations by mortgage, deed, pledge or otherwise.

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 post office address of the place at which the principal office of the Corporation in this State will be located is 12 Richard Way, LaVale, Maryland. The resident agent of the Corporation is Arthur S. Davis, Jr., whose post office address is 12 Richard Way, LaVale, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation shall have eight directors, and William H. Cloward, Arthur S. Davis, Jr., J. Donald Gibson, Jesse L. Haws, Barnett Leibowitz, C. N. Page, Earl W. Price, and Thomas L. Smith shall act as such 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 the number of directors to not more than twenty by amendment to the By-Laws.

SIXTH: The Corporation not being organized for profit and being organized for community purposes shall have no capital stock, it being a membership corporation, the qualifications for membership being set out in its By-Laws.

SEVENTH: The membership of the Corporation shall be limited to the owners of property in Coverwood Addition. Resident owners are eligible for full membership and non-resident owners are eligible for

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associate membership. Associate members shall be entitled to all privileges of the Corporation with the exception of voting and holding office.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 26th day of February, 1964.

WITNESS:

Arthur S. Davis, Jr. (SEAL)
ARTHUR S. DAVIS, JR.

J. Donald Gibson (SEAL)
J. DONALD GIBSON

Jesse L. Haws (SEAL)
JESSE L. HAWS

Barnett Leibowitz (SEAL)
BARNETT LEIBOWITZ

STATE OF MARYLAND

COUNTY OF ALLEGANY, TO WIT:

On this 26th day of February, 1964, before me, the undersigned officer, personally appeared ARTHUR S. DAVIS, JR., J. DONALD GIBSON, JESSE L. HAWS and BARNETT LEIBOWITZ, 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.

JOYCE L. APPEL NOTARY PUBLIC ALLEGANY COUNTY, MD.

Joyce L. Appel
NOTARY PUBLIC

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VS

ARTICLES OF INCORPORATION

OF

COVERWOOD CIVIC ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland February 27, 1964 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

A 7776

5

Recorded in Liber F 404, 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 $ 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 Bentzen

FILED FOR RECORD
APR 21 1964 19...
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 [redacted] P.L.
913 Lafayette Ave., city
TO B. A. Corley
May 26 19 64

Liber-015 PAGE-572

C2874

ARTICLES OF INCORPORATION

OF

CHEZ PAREE BEAUTY SALON, INC.

FIRST: We, the undersigned, Bette A. Corley, whose Post Office address is 913 Lafayette Avenue, Cumberland, Maryland; Orland J. Harbell, whose Post Office address is 109 North Centre 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:

CHEZ PAREE BEAUTY SALON, 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 beauty salon and health center business, including all aspects of hair dressing, styling, cutting or treating, manicuring, application of cosmetics, make-up, and all types of beauty preparations or treatments; the giving of advice, treatments or training in respect thereto; the sale of all products or preparations, at wholesale or retail, in connection with such services; the training of apprentices or other students in beauticians' courses; and to do any or all things necessary, convenient or desirable in connection with the operation of a beauty salon or health center, including the buying and selling of merchandise of all kinds, whether or not ordinarily

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and usually handled by beauty salons or health centers.

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

(c) To purchase, lease or otherwise acquire, hold, develop, improve, alter, modify, erect or reconstruct, 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 brokers, general agents, commercial agents, or buyers and sellers of, dealers in, importers and exporters of preparations, equipment or supplies in the beauty salon or beautician trade, and supplies and merchandise of all kinds in any manner used or associated with the general health ceter or beauty salon business.

(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 beauty shop or health center businesses, wholesale or retail, 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, trade names, rights, processes, formulae and the like, which might be

used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(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 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

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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 No. 913 Lafayette Avenue, Cumberland, Maryland; the resident agent of said

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Corporation being Bette A. Corley, whose Post Office address is No. 913 Lafayette Avenue, 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: Bette A. Corley, Orland J. Harbell and Thomas N. Berry.

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 part to, or may be pecuniarly

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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 Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to

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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 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 entitles, 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 each director 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 9th day of December, 1963.

WITNESS:

Eleanor Rice — Bette A. Corley (SEAL)
BETTE A. CORLEY

Eleanor Rice — Orland J. Harbell (SEAL)
ORLAND J. HARBELL

Eleanor Rice — Thomas N. Berry (SEAL)
THOMAS N. BERRY

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 9th day of December, 1963, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared BETTE A. CORLEY, ORLAND J. HARBELL and THOMAS N. BERRY, satisfactorily made known to me, and each acknowledged the aforegoing Articles of Incorporation to be his or her respective act and deed.

ELEANOR RICE NOTARY PUBLIC ALLEGANY COUNTY, MD.

WITNESS my hand and Notarial Seal.

Eleanor Rice
Notary Public

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ARTICLES OF INCORPORATION

OF

CHEZ PAREE BEAUTY SALON, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 26, 1964 at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

FILED FOR RECORD
MAY 22 1964
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

A 8283

Recorded in Liber F 409, folio 245, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid $ 20.00 Recording fee paid $ 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. Boyle

Compared and Mailed Room 33, 50 Baltimore St., city
TO Harry Kauffman
May 26 1964

LIBER 015 PAGE 581

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION of the
THE TRI-STATE INVESTMENT COMPANY
were received for record on March 23, , 19 64,
in accordance with the provisions of Sec. 77 of Art. 23 of the Code (1957 Edition).

Albert W. Ward
Director

THE TRI-STATE INVESTMENT COMPANY

ARTICLES OF DISSOLUTION

The Tri-State Investment 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 that:

FIRST: The corporation is hereby dissolved.

SECOND: The name of the corporation is as hereinabove set forth and the postoffice address of the principal office of the corporation in the State of Maryland is Room 33, 50 Baltimore Street, Cumberland, Allegany County, Maryland.

THIRD: The name and postoffice 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 hereinafter instituted or filed against the corporation for one year after dissolution and thereafter until the affairs of the corporation are wound up, is Harry Kauffman, Room 33, 50 Baltimore Street, Cumberland, Allegany County, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

FOURTH: The names and postoffice addresses of each of the directors of the corporation are as follows: Robert Gerson, Liberty Trust Building, Cumberland, Maryland; Marvin Kaplon, 23 N. Liberty Street, Cumberland, Maryland; Harry Kauffman, 50 Baltimore Street, Cumberland, Maryland; Samuel M. Jacobson,

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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50 Pershing Street, Cumberland, Maryland; George Ossip, Liberty Trust Building, Cumberland, Maryland; Edward Pallik, 918 National Highway, LaVale, Maryland; Harry Stein, 419 Henderson Avenue, Cumberland, Maryland; and Charles Zaks, 918 National Highway, LaVale, Maryland.

FIFTH: The names, titles and postoffice addresses of each of the officers of the corporation are as follows: George Ossip, President, Liberty Trust Building, Cumberland, Maryland; Robert Gerson, Vice President, Liberty Trust Building, Cumberland, Maryland; Harry Kauffman, Secretary, 50 Baltimore Street, Cumberland, Maryland; Marvin Kaplon, Treasurer, 23 North Liberty Street, Cumberland, Maryland.

SIXTH: The Board of Directors at a meeting of the Board of Directors of the corporation convened and held on January 2, 1964, unanimously adopted a resolution declaring that dissolution of the corporation is advisable, all of the holders of the capital common stock of the corporation (there being no preferred stock outstanding or entitled to vote) having consented in writing to the dissolution of the corporation.

SEVENTH: The consent in writing to the dissolution of the corporation was signed by all the stockholders of the corporation. Such consent is filed with the records of the corporation and the dissolution of the corporation has been duly advised by the Board of Directors as authorized by the stockholders of the corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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EIGHTH: The corporation has no known creditors.

NINTH: These articles of dissolution are accompanied by certificate of the Comptroller of the Treasury of the State of Maryland stating in effect that all taxes levied or assessments made by the said Comptroller have been paid including taxes billed for the year in which the dissolution of the corporation is to be effected.

IN WITNESS WHEREOF, The Tri-State Investment Company, a 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 10th day of January, 1964.

ATTEST:

THE TRI-STATE INVESTMENT COMPANY

Harry Kaufman
Secretary

By _____
President

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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STATE OF MARYLAND,

TO-WIT:

COUNTY OF ALLEGANY,

I HEREBY CERTIFY, That on this 10th day of January, 1964, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared George Ossip, President of The Tri-State Investment Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the aforegoing articles of dissolution to be the corporate act of said corporation; and at the same time also personally appeared Harry Kauffman, 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 dissolution of the corporation therein set forth was authorized, the stockholders of said corporation having unanimously consented in writing to said dissolution, 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.

Dora Rita Lerouc
NOTARY PUBLIC

LAW OFFICES
CLARENCE LIPPEL
CUMBERLAND, MD.

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COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
P. O. BOX 466 — PHONE COLON AL 8-3371
ANNAPOLIS, MARYLAND

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 TRI-STATE INVESTMENT COMPANY

have been paid.

WITNESS my hand and official seal this thirty - first day of January A.D. 1964.

H M Dodd
Deputy Comptroller

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ARTICLES OF DISSOLUTION

OF

THE TRI-STATE INVESTMENT COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland March 23, 1964, at 9:00 o'clock A. M. as in conformity with law and ordered recorded.

FILED FOR RECORD
MAY 22 1964 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

A 8221

Recorded in Liber F-408, folio 193, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Spec. 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.

.....

LIBER 015 PAGE 587

Compared and Mailed [illegible] L.L.
TO H.P. Whitworth Westernport, Md.
May 26 19 64

THE BARTON TELEVISION CABLE COMPANY

ARTICLES OF INCORPORATION

FIRST:- WE, the undersigned, Timothy Edward Conroy, whose post office address is Railroad Street, Barton, Maryland, Catherine Lucille Conroy, whose post office address is Railroad Street, Barton, Maryland, and Ellen Cecilia Dawson, whose post office address is Railroad Street, Barton, 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 Barton Television Cable Company".

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

To engage in transmitting, installing, distributing, servicing and supplying television signals by means of a community, master or central antenna system and micro waves directly to the television receiver and to engage in the business of installing, repairing and maintaining television receivers and equipment, and to rent and sell television sets, and appliances used in connection therewith, and to construct, erect, hire and use poles, wires, conduits, and appurtenances reasonably required in the operation of the business.

FOURTH:- The post office address of the principal office of the Corporation in this State is Barton, Allegany County, Maryland. The name and post office address of the Resident Agent of the Corporation in this State are Horace P. Whitworth Jr. Citizens National Bank Building, in Westernport, Maryland. Said resident agent is an individual actually residing in this State.

LIBER 015 PAGE 588

FIFTH:- The total number of shares of Stock which the Corporation has authority to issue is Twenty Five Hundred (2500) shares of the par value of Ten Dollars ($10.00) a share, all of one class, and having an aggregate par value of Twenty Five Thousand Dollars ($25,000.00).

SIXTH:- The number of directors of the Corporation shall be Three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Timothy Edward Conroy, Catherine Lucille Conroy, and Ellen Cecilia Dawson.

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 emplowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH:- The duration of the Corporation shall be Perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the Seventeenth day of February, 1964.

Thos. C. Whitworth Jr. — Timothy Edward Conroy (SEAL)
Witness — Timothy Edward Conroy

Thos. C. Whitworth Jr. — Catherine Lucille Conroy (SEAL)
Witness — Catherine Lucille Conroy

Thos. C. Whitworth Jr. — Ellen Cecilia Dawson (SEAL)
Witness — Ellen Cecilia Dawson

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

I hereby certify that on this 21st day of February, 1964, before me, a Notary Public of the State and County aforesaid, personally appeared Timothy Edward Conroy, Catherine Lucille Conroy, and Ellen Cecilia Dawson, and severally acknowledged the foregoing Articles of Incorporation to be their act and deed. IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year above written.

Richard C. Whitworth
Notary Public

My Commission Expires 5-3-65

Seal

NOTARY PUBLIC ALLEGANY

LIBER 015 PAGE 589

ARTICLES OF INCORPORATION

OF

THE BARTON TELEVISION CABLE COMPANY

approved and received for record by the State Department of Assessments and Taxation of Maryland March 5, 1964, at 1:53 o'clock P.M. as in conformity with law and ordered recorded.

FILED FOR RECORD
MAY 22 1964
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

A 7753

3

Recorded in Liber F 405, folio 260, 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.

Louis A. Pontzo

Compared and Mailed Delivered L.L.
TO V. D. Miltenberger Box 184, LaVale, Md.
May 26 19 64

LIBER 015 PAGE 590

ARTICLES OF INCORPORATION

OF

CUMBERLAND MEATS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Vincent D. Miltenberger, whose post office address is P.O. Box 184, LaVale Maryland; Myrle E. Staggs, whose post office address is Route #2, Keyser, West Virginia; and Francis E. Stitcher, whose post office address is Route #1, Ridgeley, West Virginia; 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 Cumberland Meats, Inc.

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

(a) To buy and sell livestock.

(b) To slaughter and butcher livestock and to prepare meats for public consumption.

(c) To buy and sell at wholesale and retail meats and other products generally associated therewith.

(d) To acquire property by purchase, lease, or otherwise, and to own, use, and employ, such property, real and personal, and generally to do all acts and things useful and as may be necessary, auxiliary, incident and germane to the full exercise and enjoyment by this Corporation of the aforesaid purposes for which it is formed.

FOURTH: The post office address of the principal office of the Corporation in this County is 720 North Mechanic Street, Cumberland, Maryland, The resident agent of the Corporation is

Vincent D. Miltenberger, whose post office address is Box 184, LaVale, Maryland. Said resident is a citizen of this State and actually resides herein.

FIFTH: The total No. shares of stocks of all classes, which the Corporation has authority to issue is 250 of common stock at the par value of $100 each, all of which shares are of one class of all shares having par value is $25,000.

SIXTH: The Corporation shall have three directors and incent D. Miltenberger, Myrle E. Staggs, and Francis E. Stitcher shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 24th day of February, 1964.

WITNESS:

Dorothy Ann Lippold — Vincent D. Miltenberger
Vincent D. Miltenberger

Dorothy Ann Lippold — Myrle E. Staggs
Myrle E. Staggs

Dorothy Ann Lippold — Francis E. Stitcher
Francis E. Stitcher

STATE OF MARYLAND, ALLEGANY COUNTY, TO-WIT:

THIS IS TO CERTIFY, that on February 24, 1964, before me the subscriber, a Notary Public of the State and County aforesaid personally appeared Vincent D. Miltenberger, Myrle E. Staggs, and Francis E. Stitcher, 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.

Dorothy Ann Lippold
Notary Public

ALLEGANY COUNTY NOTARY PUBLIC NO. 010

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ARTICLES OF INCORPORATION

OF

CUMBERLAND MEATS, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 3, 1964 at 1:53 o'clock P. M. as in conformity with law and ordered recorded.

A 7923

3

Recorded in Liber F 405, 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 P. Conlon

FILED FOR RECORD
MAY 22 1964
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

LIBER 015 PAGE 593

Compared and Mailed [illegible] P.L.
TO Union Grove Rd. RFD #3, City
Dale Vanderhout
May 26 19 64

CLOCKER'S CLUB, INC.

ARTICLES OF INCORPORATION.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Dale Vanderhout, whose post office address is Union Grove Road, R. F. D. #3, Cumberland, Maryland, Laurence Lindner, whose post office address is 121 Independence Street, Cumberland, Maryland, Richard Shewbridge, whose post office address is 14 Race Street, Cumberland, Maryland, and Ervin Shobe, whose post office address is 939 Maryland Avenue, 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:

CLOCKER'S CLUB, 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 establish, maintain and conduct a club composed primarily of motor vehicle owners.

(b) To promote and advance the interests and welfare of the motor vehicle owner and driver.

(c) To advocate the enactment of laws, ordinances, rules and regulations relating to the use of motor vehicles, and the rights and privileges of the owners and users thereof.

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(d) To promote the construction and maintenance of highways, and also to promote street and highway safety.

(e) To exchange ideas in connection with the repair, maintenance and operation of motor vehicles and parts thereof.

(f) This Corporation shall be a non-profit organization and all Corporation expenses shall be paid from contributions received by the Corporation, and no part of the net earnings or income of the Corporation shall inure to the benefit of any member or individual having a personal interest in the activities of the Corporation. It is distinctly understood and agreed that the Officers, Directors and other officials of the Corporation shall not receive any compensation whatsoever for their services as such rendered to the Corporation.

(g) To buy, hold, own, improve, manage, operate, lease as Lessee, let as Lessor, sell, convey and/or mortgage either alone or in conjunction with others, real estate and personal property, of every kind, character and description whatsoever, and any interest therein.

(h) To issue bonds, debentures, notes or other obligations from time to time for the money borrowed by the Corporation for any of its objects and purposes, and to secure said bonds, debentures, notes or obligations by mortgage, deed, pledge or otherwise.

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 post office address of the place at which the principal office of the Corporation in this State will be located is 325 Baltimore Avenue, Cumberland, Maryland. The resident agent of the Corporation is Dale Vanderhout, whose post office address is Union Grove Road, R. F. D. #3, Cumberland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have four directors, and Dale Vanderhout, Laurence Lindner, Richard Shewbridge and Irvin Shobe shall act as such 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 the number of directors to not more than twenty by amendment to the By-Laws.

SIXTH: The Corporation not being organized for profit and being organized for community purposes shall have no capital stock, it being a membership corporation, the qualifications for membership being set out in its By-Laws.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of

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Incorporation this 11th day of March, 1964.

WITNESS:

Raymond F. Graham — Dale Vanderhout (SEAL)
Raymond F. Graham — DALE VANDERHOUT

Charles L. Kight — Laurence Lindner (SEAL)
Charles L. Kight — LAURENCE LINDNER

Naomi J. Oliver — Richard Shewbridge (SEAL)
Naomi J. Oliver — RICHARD SHEWBRIDGE

Maynard J. Foreman — Ervin Shobe (SEAL)
Maynard J. Foreman — ERVIN SHOBE

STATE OF MARYLAND, ALLEGANY COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 11th day of March, 1964, before me, the subscriber, a Notary Public of the State of Maryland, in and for Allegany County, personally appeared DALE VANDERHOUT, LAURENCE LINDNER, RICHARD SHEWBRIDGE and ERVIN SHOBE, 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.

NAOMI J. OLIVER NOTARY PUBLIC ALLEGANY COUNTY, MD.

Naomi J. Oliver
NOTARY PUBLIC.
Naomi J. Oliver

LIBER 015 PAGE 597

V NS

ARTICLES OF INCORPORATION

OF

CLOCKER'S CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 16, 1964 at 11:00 o'clock A. M. as in conformity with law and ordered recorded.

FILED FOR RECORD
MAY 22 1964 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

A 8103

Recorded in Liber F 407, folio 61, 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.

Clerk

Compared and Mailed P.L.
TO B. S. Michael Bedford Rd., city
May 26 19 64

LIBER 015 PAGE 598

ARTICLES OF INCORPORATION

OF

THE QUEEN CITY
~~DRIVE-OUR~~ LEASING CO., INC.

THIS IS TO CERTIFY:

1. That we, the subscribers, Bernard S. Michael, whose postoffice address is Bedford Road Cumberland, Md.; Bernard S. Michael, Jr., whose post office address is Bedford Road, Cumberland, Md.; and Betty P. Michael, whose postoffice address is Bedford Road Cumberland, Md., 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 QUEEN CITY
~~DRIVE-OUR~~ LEASING CO., INC.

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

(a) The general nature of its business shall be to own, lease, operate and manage garages and filling stations for motor vehicles; to lease, buy sell, rent, store, prepare and care for motor vehicles of all kinds, their parts, appurtenances, accessories, supplies, tools, equipment and all other personal property of every kind and description; to make loans secured by motor vehicles, their parts, appurtenances, supplies and accessories, and to deal in such securities; to own, operate, and manage parking places for motor vehicles, and to do any or all things necessary or incident to the business of the corporation, and to exercise and posses the powers herein set forth as fully as natural persons, whether as principal, agent, trustee, or otherwise.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

2874

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(b) To lease, 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 sells or, dealers in, importers and exporters of natural products, raw materials, manufactured produets 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 havingcarried 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, frnachises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation orotherwise.

(f) To carry on any of the businasses herei nbefore 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.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

(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 maintian 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.

4. The postoffice address of the principal office of the Corporation in this State is: P.O. Box 1302, Cumberland, Maryland. The name and posoffice address of the resident agent of the Corporation in this State is: Bernard S. Michael, Bedford Road 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 without par value, all of which shares are of one class and are designated common stock.

6. The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three(3); and the names of the directors who shall act until the first annual meeting or until their sucessors are duly chosen and qualify are: Bernard S. Michael, Bernard S. Michael, Jr., and Betty P. Michael.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

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7. Thr 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 duraction of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 6th day of March, 1964.

WITNESS:

Wm L Wilson AS TO Bernard S. Michael
Bernard S. Michael

Wm L Wilson AS TO Bernard S. Michael Jr.
Bernard S. Michael, Jr.

Wm L Wilson AS TO Betty P. Michael
Betty P. Michael

STATE OF MARYLAND, ALLEGANY COUNTY, to-wit:-

I HEREBY CERTIFY, that on this 14th day of March, 1964, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Bernard S. Michael, Bernard S. Michael, Jr., and Betty P. Michael, 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.

Yvonne Anette Stutzman
Notary Public.

YVONNE A. STUTZMAN NOTARY PUBLIC Allegany Co., Md.

WILLIAM L. WILSON
ATTORNEY AT LAW
LIBERTY TRUST BLDG.
CUMBERLAND, MD.

LIBER 015 PAGE 602

ARTICLES OF INCORPORATION

OF

THE QUEEN CITY LEASING CO., INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland March 17, 1964, at 10:36 o'clock A. M. as in conformity with law and ordered recorded.

A 8121

FILED FOR RECORD
MAY 22 1964 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

Recorded in Liber F-407, folio 318, 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.

Louis R. Bendix

Compared and Mailed P.L.
To Ms. Jackson St., Lonaconing
J. S. Lawanes, Jr. Md.
May 26 19 64

Liber-015 PAGE-603

HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED

ARTICLES OF REVIVAL

(Under Section 85)

Homestead Television Translators, Incorporated, 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 November 27, 1963, 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 Homestead Television Translators, Incorporated.

THIRD: The name by which the Corporation will hereafter be known is Homestead Television Translators, INCORPORATED

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 83 Jackson Street, Lonaconing, 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.

FILED

Liber-015 PAGE-604

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are John G. Gowans, Jr., No. 83 Jackson Street, Lonaconing, Allegany County, Maryland. Said resident agent is a citizen actually residing in this State.

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

Filed all annual reports which should have been filed 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 9th 1964.

John M. Crable
John M. Crable
Last Acting President

John G. Gowans, Jr.
John G. Gowans, Jr.
Last Acting Secretary

LIBER 015 PAGE 605

STATE OF MARYLAND,

County of Allegany, ss:

I HEREBY CERTIFY that on March 9th 1964, before me, the subscriber, a notary public of the State of Maryland in and for the County of Allegany, personally appeared John M. Crable, The last acting President and John G. Cowans, Jr., the last acting Secretary of Homestead Television Translators, Inc. INCORPORATED 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.

John C. Sullivan
Notary Public

My Commission expires May 3, 1965

LIBER 015 PAGE 606

NS

ARTICLES OF REVIVAL

OF

HOMESTEAD TELEVISION TRANSLATORS, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation of Maryland March 11, 1964, at 1:59 o'clock P. M. as in conformity with law and ordered recorded.

FILED FOR RECORD
MAY 22 1964 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

A 7991

Recorded in Liber F406, folio 132, 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 A. Beard Jr.

LIBER 015 PAGE 607

Compared and Mailed [illegible] P.S.
To 610 Mercantile Trust Bldg. Baltimore, Md.
May 26 19 64

Sacred Heart Hospital
Cumberland, Maryland
21501

February 12, 1964

State Department of Assessments and Taxation
State Office Building
301 West Preston Street
Baltimore, Maryland 21201

Gentlemen:

This is to certify that at a meeting of the Board of Directors of Sacred Heart Hospital of the Sisters of Charity, Inc. held on February 12, 1964, it was brought to the attention of the Board that it was necessary to appoint a new resident agent for this Corporation for the purposes of accepting process in the event suit is filed against this Corporation. Accordingly, the following resolution was adopted:

"RESOLVED, that J. Nicholas Shriver, Jr./610 Mercantile Trust Building, Baltimore, Maryland, be and he hereby is designated to serve as the resident agent of Sacred Heart Hospital of the Sisters of Charity, Inc. and that the proper officers of this Corporation take appropriate action to notify the State Department of Assessments and Taxation of his appointment."

The said J. Nicholas Shriver is a citizen of the State of Maryland and actually resides therein.

Very truly yours,

Sister Mary Richard

Sister Mary Richard
Administrator

3/3/64 9:43 A.M.

LIBER 015 PAGE 608

NOTICE OF CHANGE OF RESIDENT AGENT

OF

SACRED HEART HOSPITAL OF THE SISTERS OF CHARITY, INC.

FILED MAY 22 1964 RECORD
..... 19.....
at 2:30 O'Clock.....M.
and same day Recorded in Liber
No. ..... Folio.....
one of the .....
Land Records of Allegany County,
Maryland and Compared By
..... Clerk

received for record March 3, 1964 , at 9:43 A. M.

and recorded in Liber F No. 404 Folio No. 499 one of

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

To the Clerk of the Circuit Court of Allegany County.

AA **No 2450**

Recording Fee Paid $2.00