

003427

LISER 39 PAGE 201

by the Association, including contract sellers, shall be a matter of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security fee for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

## ARTICLE VI

## VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;
- or
- (b) on July 1, 1984.

## ARTICLE VII

## BOARD OF DIRECTORS

The Affairs of this Association shall be managed by a Board of four Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Name	LISER	39 PAGE 202	Address
Wilson E. Davis			632 Pine Bluff Road Salisbury, Maryland 21801
Francis M. Young			800 Terrie Court Salisbury, Maryland 21801
Jane T. Bounds			804 Terrie Court Salisbury, Maryland 21801
Wilson L. Davis			1109 Woodland Road Salisbury, Maryland 21801

At the first annual meeting the members shall elect two directors for a term of one year, two directors for a term of two years; and at each annual meeting thereafter the members shall elect two directors for a term of two years.

#### ARTICLE VIII

##### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than three fourths (3/4) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE IX

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE X

##### INDEMNIFICATION

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

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LISER 39 PAGE 203

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

ARTICLE XI

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Maryland, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 9th day of January, 1984.

Wilson E. Davis  
Wilson E. Davis

STATE OF MARYLAND, WICOMICO COUNTY, to-wit:

I HEREBY CERTIFY that on this 9th day of January, 1984, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Wilson E. Davis, Director of Terrie Court Community Association, Inc., and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.



Virginia Humphreys  
Notary Public

LIGER 39 PAGE 204  
ARTICLES OF INCORPORATION

OF

TERRIE COURT COMMUNITY ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 18, 1984 at 10:11 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2630, folio 003423, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 22.00 Special Fee paid \$ \_\_\_\_\_

drb To the clerk of the \_\_\_\_\_ circuit Court of Wicomico County

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

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

*Paul B. Robinson*



A 153492

received for Record *June 26, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. *39*. Folios *198-208*.

*A. James Smith*

*Ex + m, Wilson E. Davis, 632 Pine Bluff Rd., Salisbury, Md. 21801  
7/3/84*



842457

LISER 39 PAGE 205

CERTIFICATION

The undersigned, Secretary of Haynie Grain Services, Inc., a Maryland corporation, does hereby certify that the following Resolution was adopted by the corporation on February 7, 1984.

RESOLVED, that the Resident Agent of the corporation be, and it is hereby changed from John S. Dempster, Jr., 8765 Mylander Lane, Towson, MD 21204, to Gerald T. Bunting, whose address is Route 6, Marvel Road, Salisbury, MD 21801. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

The undersigned further certifies that said Resolution has not been revoked or changed subsequent to its adoption, and continues in full force and effect.

DATE: February 9<sup>th</sup> 1984

Peggy J. Hickman (SEAL)  
Peggy J. Hickman, Secretary

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NOTICE OF CHANGE OF RESIDENT AGENT AND  
AGENT'S ADDRESS

LIBER 39 PAGE 206

OF

HAYNIE GRAIN SERVICES, INC.

received for record February 14, 1984

, at 8:30 A.M.

and recorded on Film No. 2628

Frame No. 002465 one of

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

To the clerk of the Circuit

court of Wicomico County 72

AA No 19632

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	\$8.00

Return to: Adkins, Potts & Smethurst  
One Plaza East Box 671  
Salisbury, Maryland 21801

rc

Received for Record *June 26, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 205-206.

*A. James Smith*

Clerk

*A. & D. AP & S. 7/3/84*

002900

002900

LISER 39 PAGE 207

ANDREW J. FORGASH, M.D., & ASSOCIATES, P.A.

ARTICLES OF AMENDMENT

842458

Andrew J. Forgash, M.D. & Associates, P.A., a Maryland corporation having its principal office in Wicomico County, Salisbury, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out the SECOND paragraph of the Articles of Incorporation (corporate name), and inserting in lieu thereof the following:

SECOND: The name of the corporation is: FORGASH & SCHAEFER ASSOCIATES, P.A.

SECOND: 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.

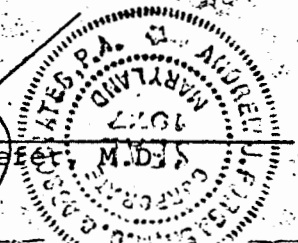
IN WITNESS WHEREOF, FORGASH & SCHAEFER ASSOCIATES, P.A. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and attested by its Secretary or one of its Assistant Secretaries on January 6, 1984.

FORGASH & SCHAEFER ASSOCIATES, P.A.

ATTEST:

*Andrew J. Forgash*  
\_\_\_\_\_  
Andrew J. Forgash, M.D.,  
President

*Craig J. Schaefer*  
\_\_\_\_\_  
Craig J. Schaefer,  
Secretary



EX-10 10  
78810  
9-26 P2:20  
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RECFEE

THE UNDERSIGNED, President of Forgash & Schaefer Associates, P.A., who executed on behalf of said Corporation, the foregoing Articles of Amendment, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said Corporation, the foregoing Articles of Amendment to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

*Andrew J. Forgash*  
\_\_\_\_\_  
Andrew J. Forgash, M.D.,  
President

40178181

LISER 39 PAGE 208  
ARTICLES OF AMENDMENT

OF

ANDREW J. FORGASH, M.D. & ASSOCIATES, P.A.

Changing its name to:

FORGASH & SCHAEFER ASSOCIATES, P.A.

approved and received for record by the State Department of Assessments and Taxation

of Maryland at o'clock M. as in conformity  
January 17, 1984 9:59 A  
with law and ordered recorded.

Recorded in Liber 2630, folio 002899, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

To the clerk of the Circuit Court of Wicomico County

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

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

*G. B. Quinn*



A 153399

Received for record *June 26, 1988* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. *39*, Folios *207-208*.

*D. James Smith* (Clerk)

bt

LIBER 39 PAGE 209

842459

ARTICLES OF AMENDMENT

OF

SHORE CRANE RENTAL SERVICE, INC.  
A Close Corporation

Shore Crane Rental Service, Inc., a Maryland corporation, having its principal place of business in Salisbury, Wicomico County, Maryland, hereinafter referred to as "Corporation", hereby certifies to the State Department of Assessments and Taxation of Maryland, hereinafter referred to as "Department", that:

FIRST: The Charter of the Corporation was revived by Articles of Revival approved and received for record by the Department on December 14, 1982.

SECOND: The Articles of Revival state at Paragraph THIRD thereof as follows:

"THIRD: The name by which the Corporation will hereafter be known is Shore Crane Rental Service, Inc."

THIRD: The Charter of the Corporation is hereby amended by striking in its entirety Paragraph THIRD of said Charter as set forth in said Articles of Revival to read as follows:

"THIRD: The name by which the Corporation will hereafter be known is EVANS BUILDERS, INC."

FOURTH: By written informal action unanimously taken by the Board of Directors of the Corporation pursuant to and in accordance with Section 2-408(c) of the Corporations And Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advise the foregoing amendments and by written informal action unanimously taken by the Stockholders of the Corporation in accordance with Section 2-505 of the Corporations And Associations Article of the Annotated Code of Maryland, the Stockholders of the Corporation duly approve said amendments.

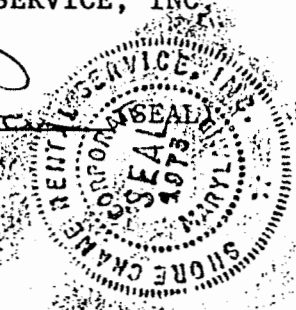
IN WITNESS WHEREOF, Shore Crane Rental Service, Inc., has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereunder affixed and attested by its Secretary on this 9<sup>th</sup> day of January, 1984, and its President acknowledges that these Articles of Amendment are the act and deed of Shore Crane Rental Service, Inc., and under the penalties of perjury that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

SHORE CRANE RENTAL SERVICE, INC.

*Flora Evans*  
Flora Evans  
Secretary

By: *Wayne K. Evans*  
Wayne K. Evans  
President



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LAW OFFICES OF  
BANKS, NASON &  
HICKSON  
PROFESSIONAL ASSOC.  
218 EAST MAIN ST.  
P.O. BOX 44  
SALISBURY, MD  
21801

REC'D JAN 13 1984

40133187

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000588

LISER 39 PAGE 210

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 9<sup>th</sup> day of JULY, 1984, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Wayne K. Evans, known to me (or satisfactorily proven) to be the person whose name is subscribed above, who acknowledged himself to be President of Shore Crane Rental Service, Inc., and made oath in due form of law that the matters and facts set forth in the foregoing Articles Of Amendment are true to the best of his knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.

*[Handwritten Signature]*  
NOTARY PUBLIC



My Commission Expires: 7/1/86

LIBER 39 PAGE 211  
ARTICLES OF AMENDMENT

OF

SHORE CRANE RENTAL SERVICE, INC.

Changing its name to:

EVANS BUILDERS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 13, 1984 at 9:10 o'clock AM. as in conformity  
with law and ordered recorded.

Recorded in Liber 2630, 000586 of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

To the clerk of the circuit Court of Wicomico County

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

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

*G. B. Orlin*



A 153329

received record *June 26, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
*Co. 39, Folios 209-211.*

*A. James Smith*

*By + D<sup>b</sup> B & N, attys. 7/3/84*

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION  
of the PHILLIPS LAND COMPANY, INC.

were received for record on December 29, 1983

in accordance with the provisions of Sec. 3-107 of the  
Corporations and Associations Article of the Code.

842460

*Gene L. Burner*

Director

KKB8 - 12/16/83

003218

ARTICLES OF DISSOLUTION OF  
PHILLIPS LAND COMPANY, INC.

ARTICLES OF DISSOLUTION, entered into this 20<sup>th</sup> day of  
December, 1983, by PHILLIPS LAND COMPANY, INC., a Maryland  
corporation.

THIS IS TO CERTIFY:

FIRST: The name of the corporation is: Phillips Land Company,  
Inc.. The address of the principal office of the corporation is c/o Leah  
Phillips, Tony Tank, Salisbury, Maryland 21801.

SECOND: The name and address of the resident agent of the  
corporation who shall serve for one year after dissolution and until the  
affairs of the corporation are wound up is: K. King Burnett, 115  
Broad Street, P. O. Box 910, Salisbury, Maryland 21801.

THIRD: The name and address of each director of the corporation  
are:

Leah M. Phillips, Tony Tank, Salisbury, Md. 21801

J. Andrew Phillips, Jr., 1705 Lower Millstone Lane, Tony Tank,  
Salisbury, Md. 21801

Nancy A. Phillips, 620 Arlington Rd., Chapel Hill, N.C. 27514

FOURTH: The name, title and address of each officer of the  
corporation are:

Leah M. Phillips, President - <sup>TREASURER</sup> Tony Tank, Salisbury, Md. 21801

J. Andrew Phillips, Jr., Vice President - 1705 Lower Millstone  
Lane, Tony Tank, Salisbury, Md. 21801

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KKB8 - 12/16/83

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LISER 39 PAGE 213

Nancy A. Phillips, Secretary - 620 Arlington Rd., Chapel Hill, N.C. 27514

K. King Burnett, Assistant Secretary - P. O. Box 910, Salisbury, Md. 21801

FIFTH: The Board of Directors of corporation, by vote at a duly called special meeting, at which all Directors were present, duly adopted resolutions declaring that the dissolution of the corporation was advisable and directed that the action be submitted for action thereon by the stockholders of the corporation, all in the manner and vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the charter of the corporation. The stockholders of the corporation, at a duly called special meeting at which all stockholders were present, approved the dissolution, all in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the charter of the corporation.

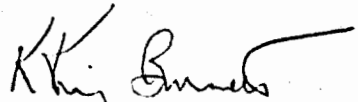
SIXTH: The corporation has no known creditors.

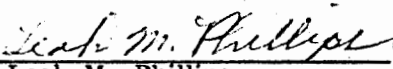
SEVENTH: The corporation is dissolved.

IN WITNESS WHEREOF, Phillips Land Company, Inc., by its President, has caused these articles to be signed and acknowledged as of this 20<sup>th</sup> day of December, 1983.

ATTEST:

PHILLIPS LAND COMPANY, INC.

  
K. King Burnett  
Assistant Secretary

By  (SEAL)  
Leah M. Phillips  
President

KKB8 - 12/16/83

003220

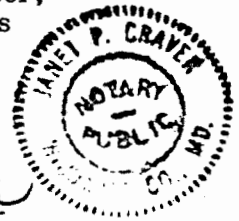
LISER 39 PAGE 211

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, that on this 20<sup>th</sup> day of December, 1983, before me, the subscriber, a Notary Public for the state and county aforesaid, personally appeared LEAH M. PHILLIPS, President of Phillips Land Company, Inc., and as the duly authorized officer, executed the foregoing Articles of Dissolution for the purposes contained therein.

AS WITNESS my hand and Notarial Seal.

Janet P. Craven  
Notary Public



My Commission Expires: July 1, 1986

The undersigned, President of Phillips Land Company, Inc., who executed on behalf of said corporation the foregoing Articles of Dissolution, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of the said corporation, the foregoing Articles of Dissolution to be the corporate act of said corporation and further certifies that she was chairperson of the meeting of stockholders at which they were approved, and further certifies that, to the best of her knowledge, information and belief, the matters set forth therein with respect to approval thereof, are true in all material respects, under the penalties of perjury.

PHILLIPS LAND COMPANY, INC.

By Leah M. Phillips (SEAL)  
Leah M. Phillips, Prés.

003221

LISER 39 PAGE 215


**City of Salisbury**  
MARYLAND

**TO: Phillips Land Company, Inc.**  
Att: K King Burnett  
115 Broad Street P O Box 910  
Salisbury, Md. 21801

Dec. 20, 1983

TR-142

I, Roger Baskerville, Treasurer and Collector of taxes in and for the City of Salisbury, Wicomico County, Maryland, do hereby certify that all Personal taxes, in regard to Phillips Land Co., Inc. have been paid in full through the fiscal year 1983-1984 to June 30, 1984.

  
\_\_\_\_\_  
Roger Baskerville, Treasurer

CERTIFIED TRUE AND CORRECT as of December 20, 1983

LISER 39 PAGE 216

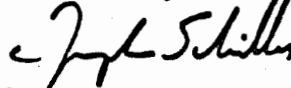
**Wicomico County, Maryland****Department of Finance**P. O. BOX 350  
SALISBURY, MARYLAND 21801**COUNCIL****HENRY S. PARKER, PRESIDENT**  
**BRUCE W. RUARK, VICE PRESIDENT****BETTY K. GARDNER****VICTOR H. LAWS****JOHN M. MORRIS****C. JOSEPH SCHILLER**  
**DIRECTOR OF FINANCE**

December 20, 1983

To Whom It May Concern:

The undersigned, Collector of Taxes for Wicomico County State of Maryland does hereby certify that all taxes levied on assessments made by the State of Maryland, Department of Assessments and Taxation and billed by and payable to the undersigned Director of Finance Wicomico County Maryland by Phillips Land Company, Box 1686, Salisbury, Maryland 21801 have been paid as of June 30, 1984.

Respectfully Submitted,

**C. Joseph Schiller,**  
**Director of Finance**  
**Wicomico County, MD.**

ENBERG

003222

LISER 39 PAGE 217



STATE OF MARYLAND  
COMPTROLLER OF THE TREASURY  
STATE TREASURY BUILDING  
P.O. BOX 466 PHONE (301)-269-3814  
ANNAPOLIS, MARYLAND 21404

LOUIS L. GOLDSTEIN  
COMPTROLLER

J. BASIL WISNER  
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION  
ARNOLD G. HOLZ, C.P.A.  
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

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

PHILLIPS LAND COMPANY

have been paid.

WITNESS my hand and official seal this

28th day of DECEMBER A.D. 1983.



*Catharine A. McNeal*

DEPUTY COMPTROLLER  
COMPTROLLER OF THE TREASURY

LIBER 39 PAGE 218

ARTICLES OF DISSOLUTION

OF

PHILLIPS LAND COMPANY, INC.

approved and received for record by the State Department of Assessments and Taxation of Maryland December 29, 1983 at 12:32 o'clock P. M. as in conformity with law and ordered recorded.

Recorded in Liber 2628, folio 003217, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ 30.00

drb To the clerk of the circuit Court of Wicomico County

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

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

[Handwritten signature]



A 152933

Accepted for record Jan 26, 1984 and recorded in the Records of Wicomico County, Maryland in Liber A.J.S. No. 39, Folios 212-218.

[Handwritten signature] Clerk

By D. K. Keris Burnett 7/3/84

LA

LISER 39. PAGE 219

842461

VICTOR J. STEPHENS, INC.

ARTICLES OF AMENDMENT

VICTOR J. STEPHENS, INC., a Maryland Corporation, having its principal office in Salisbury, Wicomico County and State of 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 and inserting in lieu thereof the following:

92-9-22:24  
5.00  
5.00  
5.00

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2037CHK  
7101  
RECFEE

SECOND: That the name of the said close corporation (which is hereinafter referred to as the "Corporation") is: Real Estate First, Inc.

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on November 4, 1983, 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 5, 1983.

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

FORTH: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by a unanimous vote of the said stockholders.

IN WITNESS WHEREOF, Victor J. Stephens, Inc., has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal affixed thereto and attested by its Secretary on this 8<sup>th</sup> day of DECEMBER, 1983.

ATTEST:

Harry R. Roof

VICTOR J. STEPHENS, INC.

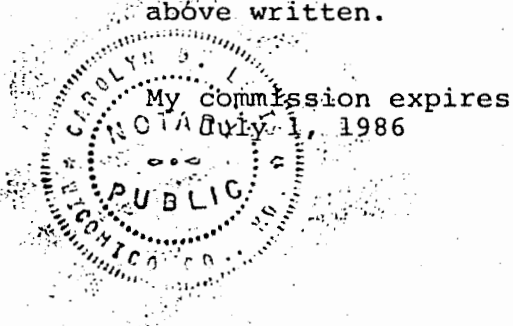
BY: Victor J. Stephens (SEAL)

40048320

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, That on this 9th day of December, 1983, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Wicomico, personally appeared Victor J. Stephens, President of Victor J. Stephens, 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 Victor J. Stephens and made oath in due form of law that he was the chairman of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

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



Carolyn S. Lewis  
Notary Public



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ARTICLES OF AMENDMENT OF  
VICTOR J. STEPHENS, INC.  
Changing its name to  
REAL ESTATE FIRST, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 4, 1984 at 4:30 o'clock<sup>A.</sup> M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2629, folio 000699, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

drb To the clerk of the \_\_\_\_\_ circuit Court of Wicomico County

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

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

*G. B. Quinn*



A 153120

Received for Record *Jan 26, 1984* and recorded in the  
Corp. Records of Wicomico County, Maryland in Liber A.J.S.  
No. *39*. Folios *219-22*.

*A. James Smith* Clerk

*G & O, Robert D. Hughes, ESQ. 7-16-84*

W

842690

LIBER

39 PAGE 222

ARTICLES OF INCORPORATION

OF

B. B. & A., INC.

THIS IS TO CERTIFY:

FIRST: That I, Charles William Messick, whose post office address is Rt. 1, Box 292, Westover, Maryland 21371, being at least eighteen (18) years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: B. B. & A., INC.

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

(1) To carry on the business of retailing and wholesaling groceries, gasoline and general merchandise and to do and carry on all acts necessary and convenient in the conduct of the same; and to engage in any other lawful purposes and/or business.

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

FOURTH: The post office address of the principal office of the corporation in the State is: 2801 Old Ocean City Road, Salisbury, Maryland 21801. The name and post office of the Resident Agent of the Corporation in this State are: Charles William Messick, Rt. 1, Box 292, Westover, Maryland 21871. Said Resident Agent is a Maryland citizen actually residing in this State.

THOMAS S. SIMPKINS  
ATTORNEY AT LAW  
514 SOMERSET AVE.  
P.O. BOX 207  
PRINCESS ANNE, MD. 21853  
TELEPHONE 881-1400

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LIBER 39 PAGE 223

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

SIXTH: The number of Directors of the Corporation shall be two (2) which number may be increased pursuant to the ByLaws of the Corporation, but shall never be less than two. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:  
Charles William Messick and Rebecca S. Messick.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 24th day of January in the year Nineteen Hundred and Eighty-four.

*Charles William Messick* (SEAL)  
Charles William Messick

STATE OF MARYLAND, COUNTY OF SOMERSET, SS:

I hereby certify that on this 24th day of January 1984, before me, the subscriber, a notary public in and for the state and county aforesaid, personally appeared Charles William Messick, and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

As Witness my hand and Notarial Seal.

*Jean Taylor*  
Notary Public

My commission expires July 1, 1986

THOMAS S. SIMPKINS  
ATTORNEY AT LAW  
51 N SOMERSET AVE  
PO BOX 207  
PRINCESS ANNE, MD. 21853  
TELEPHONE 681-1400



ARTICLES OF INCORPORATION  
OF  
E. B. & A., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 22, 1984 AT 08:30 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2633, FOLIO 003690 OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$ \_\_\_\_\_

D1673847

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*Paul B. Quinn*



A 155161

Received for record Jul 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39. Folios 222-224  
*A. James Smith* Clerk

*Chas W. Messick, Rt. 1, Box 292, Westover, Md. 21871 7-16-84*

PA

842691

LISER 39 PAGE 225

ARTICLES OF INCORPORATION

OF

HEALTH CENTER PHARMACY, INC.

\* \* \* \* \*

THIS IS TO CERTIFY:

FIRST:

That, I, Dennis H. Nooner, U. S. Route 50 at Civic Avenue, Salisbury, Maryland 21801, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND:

The name of the Corporation is:

HEALTH CENTER PHARMACY, INC.

THIRD:

The nature of the business and the objects and purposes for which the Corporation is formed are to do any and all things herein set forth to the same extent and as fully as natural persons might or could do, and in any part of the world, as principal, agent, contractor, trustee or otherwise, and either alone or in company with others, namely:

(a) To operate an establishment or establishments for the sale and rental of medical equipment and supplies, pharmaceutical equipment and supplies, drugs, medicine, food, and goods of whatever kind.

(b) 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.

(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 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

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HEARNE & BAILEY, P.A.  
ATTORNEYS AT LAW  
SALISBURY, MD.  
AREA CODE 301  
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LISER 39 PAGE 226

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 the Corporation.

(d) 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.

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

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

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

FOURTH:

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such consideration 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 corporations 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 transaction or contract 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 provided the Board of Directors authorizes the contract or transaction by the affirmative vote of a majority of disinterested directors; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining 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.

(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 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 the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

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

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

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

FIFTH:

The post office address of the place at which the principal office of the Corporation in this state will be located is U. S. Route 50 at Civic Avenue, Salisbury, Maryland 21801. The resident agent of the Corporation is Irvin C. Bainum, U. S. Route 50 at Civic Avenue, Salisbury, Maryland 21801, said resident agent being a citizen of the State of Maryland and actually residing therein.

SIXTH:

The Corporation shall have not less than three nor more than nine directors, and Irvin C. Bainum, Eeva J. Bainum and Dennis H. Nooner shall act as such until the first annual meeting, or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the By-Laws from time to time may provide.



LISER 39 PAGE 229

SEVENTH:

The total amount of authorized capital stock is one thousand (1,000) shares without par value.

IN TESTIMONY WHEREOF, I have signed these Articles of Incorporation on this 16th day of February, A.D., 1984.

TEST:

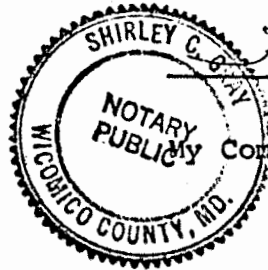
Robin R. Roebey

Dennis H. Nooner (SEAL)  
Dennis H. Nooner

STATE OF MARYLAND, WICOMICO COUNTY, to-wit:

I HEREBY CERTIFY, That on this 16th day of February, A.D., 1984, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared DENNIS H. NOONER and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.



Shirley C. Gray  
Notary Public

Commission Expires: 7/1/86

ARTICLES OF INCORPORATION  
OF  
HEALTH CENTER PHARMACY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 21, 1984 AT 11:07 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2633, FOLIO 003522, ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$ \_\_\_\_\_

D1673524

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE

*Gal B. Oshman*



A 155126

received in Record July 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 37, Folios 225-230.

*A. James Smith* (C) 1984

*A. J. M. Irvin C. Baumgardner, U.S. Rt. 50 + Civic Ave, Salisbury, Md. 21801 7-16-84*

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LIBER 00 PAGE 231

842692

BUSY BEE TAILORS, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, John C. Seipp, whose post office address is One Plaza East - Sixth Floor, Salisbury, Maryland 21801, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Busy Bee Tailors, Inc.

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

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

(1) to engage in the business of dressmaking, tailoring, alterations and other services regarding wearing apparel; and to engage in any other lawful purpose and/or business; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 235 West Main Street, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State are John C. Seipp, Esquire, One Plaza East - Sixth Floor, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock, without par value.

SEVENTH: The corporation elects to have no Board of Directors. Under selection to have no Board of Directors

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LIBER 39 PAGE 232

becomes effective, there shall be two (2) directors, whose names are Rosetta Hurley and Kimberly Bowen Hall.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9th day of February, 1984, and I acknowledge the same to be my act.

WITNESS:

Sally A. Olson

John C. Seipp  
John C. Seipp

LIBER 39 PAGE 233

ARTICLES OF INCORPORATION  
OF  
BUSY BEE TAILORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 21, 1984 AT 04:00 O'CLOCK P. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2633, FOLIO 003482 ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1673458

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*[Handwritten Signature]*



A 155119

Received for record July 6, 1984 and recorded in the  
Corp Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 231-233.

*[Handwritten Signature]*

842693

LISER 33 PAGE 234

1984 FEB 21 A 10:52

ARTICLES OF INCORPORATION  
OF

IRVING J. SHEN, D.D.S., P.A.

A Maryland Close Professional Corporation

THIS IS TO CERTIFY:

That I, the subscriber, Irving J. Shen, whose post office address is Medical Center, Suite 5, South Salisbury Boulevard and Pine Bluff Road, Salisbury, Wicomico County, Maryland 21801, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland, including the Professional Service Corporations Subtitle of the Corporations and Associations Article of the Maryland Annotated Code, as amended, authorizing the formation of Professional Corporations do by the execution of these Articles of Incorporation indicate my intention of forming a Professional Corporation.

ARTICLE I - Name

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

IRVING J. SHEN, D.D.S., P.A.

ARTICLE II - Purpose

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

- (1) To engage in every aspect of the general practice of dentistry; and
- (2) To invest its funds in real estate, mortgages, stock, bonds, or any other type of investment, and may own real or personal property necessary or which may be useful in the conduct of the business of the Corporation; and,

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LAW OFFICES  
WEBSTER, WALSH  
& SPERY  
110 BAPTIST STREET  
SALISBURY, MD. 21801  
(301) 749-0333

40528290

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LISER 33 PAGE 235

(3) To do anything permitted a corporation by the Corporations and Associations Article of the Maryland Annotated Code, and as limited by the Professional Service Corporations Subtitle of said Corporations and Associations Article, as amended from time to time.

ARTICLE III

Principal Office, Address and Resident Agent

The principal office of the Corporation in the State of Maryland will be maintained at Medical Center, Suite 5, South Salisbury Boulevard and Pine Bluff Road, Salisbury, Wicomico County, Maryland 21801.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 110 Baptist Street, P.O. Box 307, Salisbury, Wicomico County, Maryland 21801. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

Status of Corporation and Election

The corporation elects to be a Close Corporation pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland and shall exist as a Close Corporation until such time as the Stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V

Directors

The Corporation elects not to have a Board of Directors; said election to become effective at the time of the organization meeting of the directors and the issuance of at least one share of stock of the corporation are complete. Until the election not to have a Board of Directors becomes effective,

LIBER 33 PAGE 236

Irving J. Shen, Medical Center, Suite 5, Salisbury, Maryland;  
Robert B. Twilley, Popular Hill Avenue, Salisbury, Maryland 21801;  
and Arthur D. Webster, 110 Baptist Street, Salisbury, Maryland  
21801, shall serve as the Directors of the Corporation.

ARTICLE VI

Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE VII

Capital Stock

The total amount of the authorized stock of the Corporation is Twenty Thousand (20,000) shares of common stock of One Dollar (\$1.00) par value.

The stockholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock, for such consideration as said stockholders may deem advisable, as permitted by law, after first obtaining the unanimous approval of all stockholders of the Corporation.

ARTICLE VIII

Amendment

The Corporation upon unanimous approval of the stockholders reserves the right to amend, alter, change or repeal any provisions contained in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 14<sup>th</sup> day February, 1984.

TEST:

*Linda A. Hastings* *Irving J. Shen* (SEAL)  
Linda A. Hastings Irving J. Shen



003415

003415

LIBER 30 PAGE 237

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, that on this 14<sup>th</sup> day of February, 1984, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared Irving J. Shen and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

*Linda A. Hastings*  
Notary Public

My Commission Expires:  
July 1, 1986



LAW OFFICES  
WEBSTER, WALSH  
& SPERY  
110 BAPTIST STREET  
SALISBURY, MD. 21801  
(301) 749-0333

LIBER 39 PAGE 238

ARTICLES OF INCORPORATION  
OF  
IRVING J. SHEN, D.D.S., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 21, 1984 AT 10:52 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2633, FOLIO 003411, ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1673326

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*G. B. Johnson*



A 155126

Received *copy* Record *Jul 6, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. *19*, Folios *234-238*.

*A. James Smith*

*H & D, Arthur D. Webster 7-16-84*

LIBER 39 PAGE 239

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

hereby gives notice that ARTICLES OF DISSOLUTION

842694

of the SINGER & HOWARD ENTERPRISES, INC.were received for record on January 25, 1984.in accordance with the provisions of Sec. 3-407 of the  
Corporations and Associations Article of the Code.POOR  
ORIGINAL

Gene L. Bunker  
Director

LISER 39 PAGE 240  
SINGER AND HOWARD ENTERPRISES, INC.

Articles of Dissolution

FIRST: The name of the corporation is:  
Singer and Howard Enterprises, Inc.

SECOND: The address of the principal office of the corporation is:  
132 E. Main Street, Salisbury, Maryland.

THIRD: The name and address of a resident agent who shall serve for  
one year after dissolution and until the affairs of the  
corporation are wound up are:  
Charles B. Keenan, Esquire, CAMERON, REED, KEENAN & LOVE,  
30 Office Street, Bel Air, Maryland

FOURTH: The name and address of each of the directors is as follows:

<u>Name</u>	<u>Address</u>
Geraldine S. Singer	225 South 19th Street, Camp Hill, Pennsylvania 17011
Frederick O. Howard	101 Mill Fording Road, P.O. Box 1294 Mechanicsburg, Pennsylvania 17055
Geraldine F. Howard	101 Mill Fording Road, P.O. Box 1294 Mechanicsburg, Pennsylvania 17055

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LISER 39 PAGE 241

FIFTH: The name, title and postoffice address of each of the officers is as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Geraldine S. Singer	President and Treasurer	225 North 19th Street Camp Hill, Pennsylvania 17011
Frederick O. Howard	Vice President	101 Mill Fording Road Mechanicsburg, Pennsylvania 17055
Geraldine F. Howard	Secretary	101 Mill Fording Road Mechanicsburg, Pennsylvania 17055

SIXTH: The dissolution of the corporation was approved in the manner and by the vote required by law and by the charter of the corporation. The dissolution of the corporation was duly authorized by the board of directors and stockholders of the corporation.

SEVENTH: The corporation has no known creditors.

EIGHTH: The corporation is dissolved and all remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

The undersigned Geraldine S. Singer and Geraldine F. Howard certify under penalties of perjury that to the best of their knowledge, information and belief the matters set forth in these Articles of Dissolution with respect to the approval thereof are true in all material respects.

ATTEST:

Geraldine F. Howard  
Secretary of the Corporation

Geraldine S. Singer  
President of the Corporation

LISER 39 PAGE 242



STATE OF MARYLAND  
COMPTROLLER OF THE TREASURY  
STATE TREASURY BUILDING  
P.O. BOX 466 PHONE (301)-269-3814  
ANNAPOLIS, MARYLAND 21404

LOUISL GOLDSTEIN  
COMPTROLLER

J BASIL WISNER  
CHIEF DEPUTY

GENERAL ACCOUNTING DIVISION  
ARNOLD G. HOLZ, C.P.A.  
DIRECTOR

Dear Sir/Madam:

The following tax clearance certificate is being issued by the Maryland State Comptroller's Office as requested:

CPA A. S. [unclear]

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

SINGER AND HOWARD ENTERPRISES INC.

have been paid.

WITNESS my hand and official seal this

23rd day of AUGUST A.D. 1983.



*Steven F. Thompson*  
DEPUTY COMPTROLLER  
COMPTROLLER OF THE TREASURY

TEL. 8632-0886

LISER 39 PAGE 243

003726



OFFICE OF THE TREASURER

MARGARET C. DAVIS  
FINANCE OFFICER

# Worcester County

ROOM 118 COURT HOUSE  
SNOW HILL, MARYLAND  
21863

November 1, 1983

To Whom It May Concern:

I certify that the personal property taxes which have been certified to Worcester County by the State Department of Assessments and Taxation, for Singer & Howard Enterprises, Inc. have been paid to July 1, 1984.

Margaret C. Davis



# TOWN OF OCEAN CITY

*file*

MAYOR & CITY COUNCIL  
OCEAN CITY, MARYLAND 21842

REPLY TO: Clerk-Treasurer's Office  
P.O. Box 158

November 29, 1983

- HARRY W. KELLEY  
Mayor
- COUNCIL MEMBERS  
GRANVILLE D. TRIMPER  
President
- EDWARD J. ELLIS  
Secretary
- THELMA C. CONNER  
BERNARD F. DEUTSCH  
LEE DUGGAN  
GEORGE HURLEY  
LEIGHTON MOORE
- ANTHONY W. BARRETT  
City Manager
- SHELDON E. DIETERT  
Clerk - Treasurer

Mr. Spencer G. Nauman, Jr.  
Nauman, Smith, Shissler & Hall  
Bergner Building  
Six North Third Street  
P.O. Box 840  
Harrisburg, Pennsylvania 17108

RE: Singer and Howard Enterprises, Inc.

Dear Mr. Nauman:

I wish to advise that there are no unpaid 1983-84 personal property taxes for which assessments have been received in the name of Singer and Howard Enterprises, Inc.

Very truly yours,

*S. E. Dietert*  
Sheldon E. Dietert,  
Clerk-Treasurer

cld

**THE TOWN OF OCEAN CITY IS AN EQUAL OPPORTUNITY EMPLOYER**



ARTICLES OF DISSOLUTION  
OF  
SINGER & HOWARD ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 25, 1984 at 4:30 o'clock p M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2632, folio 003722, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ 30.00

To the clerk of the Circuit Court of Wicomico County

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

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

*[Handwritten Signature]*



A 153809

Received for Record Jul 6, 1984 and recorded in the  
Corp. Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 239-245.

*[Handwritten Signature]*

bt

*[Handwritten Note]* GJM, Charles B. Keenan, C.S.O. Cameron. Red Keenan...

BOOK 33 PAGE 246

Oceanside Construction, Ltd.  
A Maryland Close Corporation,  
Organized Pursuant to Title Four of the  
Corporation and Associations Article of the  
Annotated Code of Maryland

848095

ARTICLES OF INCORPORATION

FIRST: I, JOHN GREEN, JR., whose post office address is 107 145th St., Ocean City, Maryland, 21842, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is: Oceanside Construction, Ltd.

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

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

1. To make estimates for itself and for others, and to bid upon, enter into, and carry out contracts for the construction of buildings, piers, wharves, fortifications, and developments. To do building, structural, construction, erection, surveying, shoring and wrecking of every kind in every part of the world. To manufacture or otherwise produce, buy, sell, and deal in building materials, and all kinds of materials, supplies, and equipment for masons, carpenters, builders, engineers, and contractors. To acquire, use, employ, sell, and deal in all suitable means, apparatus, machinery, contrivances, equipment, and facilities for prosecuting its business; and to engage in any other lawful purpose and/or business; and

2. To do anything permitted by Section 2-103 of the Corporation and Associations Article of the Annotated Code of Maryland, as amended.

FIFTH: The post office address of the principal office of the Corporation in this State is 208 East Isabella Street, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State is John Jones, 208 East Isabella Street, Salisbury, Maryland, 21801. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) Shares of common

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JOHN GREEN, JR., P.A.  
ATTORNEY AT LAW

40608123

LIBER 33 MAR 27

stock, without par value.

SEVENTH: The number of directors shall be one (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the directors, who shall act until the first annual meeting or until his successor is duly chosen and qualified are: John Jones and Steve Meiser.

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

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28th day of February, 1984 and I acknowledge the same to be my act.

WITNESS

*Cathy Neville*

*John Green, Jr.*

JOHN GREEN, JR., P.A.  
ATTORNEY AT LAW

JOHN GREEN, JR.

ARTICLES OF INCORPORATION  
OF  
OCEANSIDE CONSTRUCTION, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 29, 1984 AT 10:53 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2634, FOLIO 001587, ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1677574

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*David W. Fisher*



A 155429

Received and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
to. 29, Folios 246-248.

*A. James Smith* Clerk

PK

842696

LIBER 39 PAGE 249

ARTICLES OF INCORPORATION

OF

BRANCH 347 FLEET RESERVE ASSOCIATION, INC.

\*\*\*\*\*

FIRST: We, the undersigned, William Clarke, Box 220 Brick Kiln Rd., Salisbury, Md. 21801; George T. Snead, P. O. Box 465, Berlin, Md. 21811; John G. Midgett, III, 200 E. Walnut St., Delmar, Del. 19940; Alfred E. Jones, P. O. Box 42, Girdletree, Md. 21829; and Paul Carey, 404 Pennsylvania Avenue, Salisbury, Md. 21801, 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 BRANCH 347 Fleet Reserve Association, Inc.

THIRD: The purpose for which this Corporation is formed is as follows:

The purposes for which this corporation is formed are fraternal, patriotic, historical, educational and protective; to preserve and strengthen comradeship among its members; to assist worthy members; to perpetuate the memory and history of our dead; and to assist their widows and orphans; to assist the families and dependents of men serving in the U. S. Navy and U. S. Marine Corp. when in need; to maintain true allegiance to the government of the U. S. of America and fidelity to its constitution and laws; to foster true patriotism; to maintain and extend the institutions of american freedom and to preserve and defend the United States from her enemies whomsoever; to promote the welfare of servicemen and their families and dependents.

In furtherance and not in limitation of the General Powers conferred by the laws of the State of Maryland, and the objects and purposes herein set forth, it is expressly provided that this Corporation shall also have the following powers, to wit:

To take, own, hold, deal in, mortgage, or otherwise lien, and to lease, sell, exchange, transfer, or in any manner whatever dispose of real property within or without the State of Maryland wherever situated.

To manufacture, purchase or acquire in any lawful manner and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and property of any and every class and description and in any part of the world.

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LISER 33 PAGE 250

To acquire the good will, rights and property and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of any business so acquired, to exercise all powers necessary or convenient in an about the conduct and management of such business.

To apply for, purchase or in any manner to acquire, and to hold, own, use and operate and to sell or in any manner dispose of, and to grant, license or other rights in respect of, and in any manner deal with, any and all rights, inventions, improvements and processes used in connection with or secured under letter patent or copyrights of the United States or other countries or otherwise, and to work, operate or develop the same and to carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the capital stock of, or any bonds, securities, or evidences of indebtedness created by, and any other corporation or corporations of this state or any other state, country, nation, or government and while owner of said stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon, and to the same extent as natural persons might or could do.

To enter into, make and perform contracts of every kind with any persons, firm, association or corporation, municipality, body politic, country, firm, territory, state, government, or colony or dependency thereof, and without limit as to amount to draw, make, accept, indorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether by mortgage or otherwise, as well as to secure the same by mortgage or otherwise so far as may be permitted by the laws of the State of Maryland.

To have offices, conduct its business and promote its objects within and without the State of Maryland, in other states, and District of Columbia, and territories and colonies of the United States, and in foreign countries, without restrictions as to place or amount.

To do any or all of the things herein set forth to the same extent as natural persons might or could do in any part of the world as principals, agents, contractors, trustees or otherwise and either alone or in company with others.

In general to carry on any other business in connection therewith whether manufacturing or otherwise, not forbidden by the laws of the State of Maryland and with all the powers conferred upon corporations by the Laws of the State of Maryland.

FOURTH: The business address of the principal officer of the Corporation in this State is Box 220 Brick Kiln Rd., Salisbury, Md. 21801. The name of the resident agent of the corporation in this State is William Clarke, Box 220 Brick Kiln Rd., Salisbury, Maryland. Said resident agent is a citizen of this State and actually resides therein.

FIFTH: This Corporation shall be a non-profit, non-stock corporation. It is organized for and will be operated exclusively for charitable purposes and no part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall at any time be carrying on propaganda or otherwise attempting to influence legislation.

SIXTH: The conditions, method of admission qualifications and classifications of membership, the limitations, rights, powers and duties of members, the dues, assessments, and contributions of members, the method of expulsion from and termination of membership, limitations upon or qualifications of voting power, and all other matters pertaining to the membership and the conduct, management and control of the business, property and affairs of the corporation shall be as provided from time to time in the by-laws of the corporation.

SEVENTH: The affairs and business of this corporation shall be managed and conducted by a board of directors, the members of which, except as named herein, shall be elected to office by the members. The board shall have such powers and duties as may be provided in the Articles of Incorporation and the by-laws of the corporation. The board of directors shall consist of three which number may be increased pursuant to the by-laws of the corporation and shall never be less than three. The following directors shall constitute the original board: William Clarke, George Snead, John G. Midgett, III, Alfred E. Jones and Paul Carey.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 23rd day of June, 1984.

WITNESS:

Lewis W. Seabue Jr

William L. Clarke (SEAL)  
John G. Midgett III (SEAL)  
George J. Snead (SEAL)  
Alfred E. Jones (SEAL)  
Paul Carey (SEAL)



David F. Bell

LIBER 39 PAGE 252

ARTICLES OF INCORPORATION  
OF  
BRANCH 347 FLEET RESERVE ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 24, 1984 AT 10:00 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2634, FOLIO 003057, ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1676378

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*David W. Kitchin*



A 155306

Received for Record *Jul 6, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
Vol. *39*, Folios *249-252*

*A. James Smith* Clerk



000434

LIBER 33 PAGE 253

842697

WESLEY TEMPLE METHODIST CHURCH

ARTICLES OF AMENDMENT

WESLEY TEMPLE METHODIST CHURCH, a Maryland corporation having its principal place of worship in Salisbury, 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 SECOND and inserting in lieu thereof the following:

SECOND

"The name of the Corporation shall be known as:

"WESLEY TEMPLE UNITED METHODIST CHURCH"

SECOND: The foregoing amendment was duly advised by the trustees and approved by the members of the religious corporation.

WE the undersigned trustees who approved the resolution advising the foregoing amendment, acknowledge, in the name and on behalf of said Corporation, the foregoing amendment to be the corporate act of said Corporation.

Mervin C. Wright Jr. (Signature)

Reginald G. Peart, Trustee (Signature)

Reginald F. Ames Sr. (Signature)

Blanche F. Purnell, Trustee (Signature)

Charlie Upham (Signature)

Spencer J. Brown, Trustee (Signature)

James C. Leonard, Trustee (Signature)

Vance M. Elbert, Trustee (Signature)

THE UNDERSIGNED, Chairman of the meeting of the members, certify to the best of my knowledge, information and belief, the

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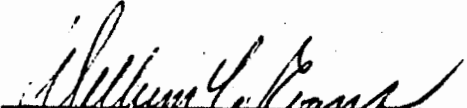
Vertical stamp: 91:24 90-2 48610 01 01984 7-00 2.50 2.50 2.50

FOX & HOULIHAN ATTORNEYS-AT-LAW 106 WEST MAIN STREET P. O. BOX 212 SALISBURY, MD 21801

000435

LISER 39 PAGE 254

matters and facts set forth herein with respect to the approval thereof are in all material respect, under the penalties of perjury.

  
William C. Evans, Chairman

FOX & HOULIHAN  
ATTORNEYS-AT-LAW  
106 WEST MAIN STREET  
P. O. BOX 212  
SALISBURY, MD 21801

LIBER 39 PAGE 255  
ARTICLES OF AMENDMENT

OF

WESLEY TEMPLE METHODIST CHURCH

Changing its name to:

WESLEY TEMPLE UNITED METHODIST CHURCH

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 1, 1984 at 10:20 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2633, folio 000433, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 10.00 Special Fee paid \$ \_\_\_\_\_

To the clerk of the Circuit Court of Wicomico County

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

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

*Paul B. Adams*



A 153893

Received for Record *Feb 6, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. *39*, Folios *253-255*.

*A. James Smith*

(C) 47)

*G & D, Loy + Bowdler 7-16-84*



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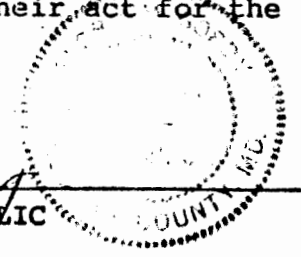
LISER 39 PAGE 257

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY THAT ON this 29 day of December, 1983, before me, the Subscriber, a Notary Public in and for the State and County aforesaid, personally appeared EDWIN T. DAVIS, NANCY E. DAVIS, and HELEN M. CASHWELL, Shareholders and Directors of E & N. Enterprises, Inc., and acknowledged the foregoing Articles of Amendment to be their act for the purposes therein contained.

AS WITNESS my hand and Notarial Seal,

Gloria M. Gandy  
NOTARY PUBLIC



OF

E & N ENTERPRISES, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 1, 1984 at 9:05 o'clock A M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2633, folio 000357, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

To the clerk of the Circuit Court of Wicomico County

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

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

*[Signature]*



A 153883

received for record *Jul 6, 1989* and recorded in the  
*corp* Records of Wicomico County, Maryland in Liber A.J.S.  
No. *39*, Folios *256-258*

bt

*A. James Smith*

*H. D. Lloyd Whitehead 7-16-84*

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003472

LIGER 39 PAGE 259

842699 APPLE CHIMNEY SWEEPS, INC.  
ARTICLES OF INCORPORATION

FIRST: I, MARK A. WHEATLEY, whose post office address is P. O. Box 280, Mardela, Maryland 21837, being at least eighteen (18) years of age, hereby forms a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter referred to as the Corporation), is  
APPLE CHIMNEY SWEEPS, INC.

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

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

(1) To do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do in any part of the world viz: The general nature of its business shall be, to carry and conduct a general chimney sweeping business including enlarging, repairing, remodeling or otherwise engaging in any work upon buildings or other structures and kindred lives pertaining to the chimney sweeping business; to hold, acquire, mortgage, lease and convey real and personal property in any part of the world; and to do any and all of these things in the State of Maryland and in all states of the United States and in such other places without the United States as the business of the Corporation may deem to require or as may be necessary or convenient for its business.

In general to do anything permitted by Section 2-103 of the Corporation and Associations Articles of the Annotated Code of Maryland, as amended from time to time.

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LISER 39 PAGE 200

FIFTH: The post office address of the principal office of the Corporation in the State of Maryland is P. O. Box 280, Mardela, Maryland 21837. The name and post office address of the Resident Agent of the Corporation in this state is MARK A. WHEATLEY, P. O. Box 280, Mardela, Maryland 21837. Said Resident Agent is an individual actually residing in this State.

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

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

MARK A. WHEATLEY

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23 day of JANUARY, 1984.

WITNESS:

Shelby J. Lutz

Mark A. Wheatley  
MARK A. WHEATLEY

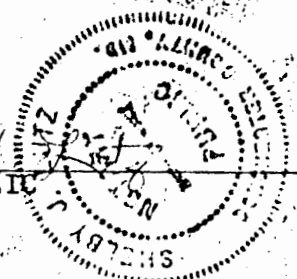
(SEAL)

STATE OF MARYLAND, DORCHESTER COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 23<sup>rd</sup> day of January, 1983, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared MARK A. WHEATLEY, who acknowledged the foregoing Articles of Incorporation to be his act.

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

Shelby J. Lutz  
NOTARY PUBLIC



My commission expires July 1, 1986:



LIBER 39 PAGE 261  
ARTICLES OF INCORPORATION

OF

APPLE CHIMNEY SWEEPS, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 25, 1984 at 8:54 o'clock A.M. as in conformity  
with law and ordered recorded.

Recorded in Liber ~~2632~~ ~~003509~~ folio ~~003471~~ one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 20.00 Special Fee paid \$

To the clerk of the Circuit Court of Wicomico County

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

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

*Dean W. Fisher*



A 153791

received for Record July 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
Vol. 39, Folios 259-261.

*A. James Smith*

63-11

*G. M. Mark A. Wheatley, P.O. Box 280, Mardela, Md. 21837 7-17-84*

AW

LIBER 39 PAGE 262

REC'D JAN 23 A 11:28

842700

ARTICLES OF INCORPORATION  
OF

BAY COUNTRY HOMES, INC.

A CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST: That the subscriber, THOMAS B. HOULIHAN, whose post office address is 202 North Fruitland Boulevard, Fruitland, Maryland, 21826, being at least eighteen (18) years of age, by virtue of the general laws of the State of Maryland authorizing the formation of close corporations, does hereby act with the intention of forming a close corporation by the execution and filing of these Articles.

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

BAY COUNTRY HOMES, INC.

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

(a) To own, operate and manage a mobile home sales business.

(b) To carry on and conduct any other lawful business or businesses and to own, manage, buy lease, sell and encumber property of every kind and description used or useful in connection therewith.

(c) To have and exercise any and all of the powers and authority conferred upon the Corporation by Maryland law except those (if any) limited, restricted or denied by the provisions of these Articles, or the By-Laws of the Corporation, or any agreement among its stockholders authorized by the provisions of Maryland law relating to close corporations.

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LIBER 39 PAGE 263

FOURTH: The post office address of the principal office of the Corporation in this State is 202 North Fruitland Boulevard, Fruitland, Maryland 21826. The resident agent of the Corporation is Thomas B. Houlihan, whose address is 116 Camden Avenue, Salisbury, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten Dollars (\$10.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have one director, Thomas B. Houlihan, who shall serve until the organizational meeting, at which time the Board of Directors shall cease to exist and thereafter there shall be no Board of Directors and the Corporation shall proceed under Section 4-303 of the Corporations and Associations Articles of the Annotated Code of Maryland.

WITNESS my signature to these Articles of Incorporation on this 16<sup>th</sup> day of January, 1984.

TEST:

Cynthia B. Lewis


Thomas B. Houlihan (SEAL)  
Thomas B. Houlihan

STATE OF MARYLAND, COUNTY OF WICOMICO:

THIS IS TO CERTIFY, that on this 16<sup>th</sup> day of January, 1984, before me, the undersigned officer, personally appeared THOMAS B. HOULIHAN and acknowledged the foregoing Articles of Incorporation to be his act.

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

My commission expires:  
July 1, 1986

Cynthia B. Lewis  
Notary  


LIBER 39 PAGE 264  
ARTICLES OF INCORPORATION  
OF  
BAY COUNTRY HOMES, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland January 23, 1984 at 11:28 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2632, folio 000980, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 20.00 Special Fee paid \$

To the clerk of the Circuit Court of Wicomico County

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

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

*[Handwritten Signature]*



A 153691

Received for Record July 6, 1989 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
Corp. 39, Folios 262-264.

*A. James Smith* Clerk  
NJP

LISER 39 PAGE 265

MID-DELMARVA FAMILY  
YOUNG MEN'S CHRISTIAN ASSOCIATION, INC.

842701

ARTICLES OF REVIVAL

Mid-Delmarva Family Young Men's Christian Association, Inc., a Maryland corporation having its principal office in Salisbury, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: These Articles of Revival are for the purpose of reviving the Charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was Mid-Delmarva Family Young Men's

Christian Association, Inc.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be Mid-Delmarva Family Young Men's Christian Association, Inc., which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is Route 7, Schumaker Drive, Salisbury, Maryland.

FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland is Raymond S.

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7-06 90-7

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LISER 39 PAGE 206

Smethurst, P. O. Box 671, One Plaza East, Sixth Floor, Salisbury, Maryland 21801. Said resident agent is a citizen actually residing in this State.

SIXTH: Prior to the filing of these Articles of Revival, the Corporation has:

(a) Filed all annual reports required to be filed by the Corporation or which could have been required to be filed by the Corporation if its Charter had not been forfeited; and

(b) Paid all State and local taxes (except taxes on real estate) and all interest and penalties due by the Corporation or which would have become due if its Charter had not been forfeited, whether or not barred by limitations.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledge in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary all as of this 22<sup>nd</sup> day of February, 1984.

ATTEST;

MID-DELMARVA FAMILY YOUNG MEN'S  
CHRISTIAN ASSOCIATION, INC.

Sally D. Adkins  
Sally D. Adkins  
Last Acting Secretary

By: Edward C. White (SEAL)  
Edward C. White  
Last Acting President

THE UNDERSIGNED, the last acting President and Secretary of Mid-Delmarva Family Young Men's Christian Association, Inc., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledge, in the name and on behalf of said Corporation, the foregoing Articles of Revival to be their act.

001295

LISER 39 PAGE 207

Dated: February 20, 1984

*Edward C. White* (SEAL)  
Edward C. White  
Last Acting President

*Sally D. Adkins* (SEAL)  
Sally D. Adkins  
Last Acting Secretary

LIBER 39 PAGE 268  
ARTICLES OF REVIVAL  
OF

MID-DELMARVA FAMILY YOUNG MEN'S CHRISTIAN ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 23, 1984 at 9:04 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2633, folio 001292, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ 10.00

cb To the clerk of the circuit Court of Wicomico County

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

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

*[Handwritten Signature]*



A. 154062

received and recorded July 6, 1984 and recorded in the  
Cop. Records of Wicomico County, Maryland in Liber A.J.S.  
to 39, Folios 265-268.

*A. James Smith* C)...

*A. & D. Raymond L. Smith* 7-7-84



001250

842702

LISER 39 PAGE 269

EASTERN SHORE STOCK TAB, INC.

ARTICLES OF AMENDMENT

EASTERN SHORE STOCK TAB, INC., a Maryland corporation, having its principal office in Wicomico County, Maryland, (hereinafter called "Corporation") hereby certifies to the State Department of Assessment and Taxation of Maryland that:

FIRST: The charter of the corporation is hereby amended by striking the "SECOND: The name of the Corporation is EASTERN SHORE STOCK TAB, INC.", and inserting in lieu thereof the following:

"SECOND: The name of the Corporation is Invest-intell, Inc."

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

IN WITNESS WHEREOF, Eastern Shore Stock Tab, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal and attested by its Secretary on this 10th day of February, 1984, and its President acknowledges that these Articles of Amendment are the act and deed of the Eastern Shore Stock Tab, Inc., and under the penalties of perjury that the matters and facts set forth herein

LAW OFFICES  
EATON & WIDDOWSON,  
P.A.  
118 East Main Street  
P.O. Box 41  
Salisbury, MD. 21801  
(301) 748-1530

1984 FEB 21 A 11:04

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TOTL 5.00  
27126HK  
01 01994 7-06 P2113

LIBER 39 PAGE 270

with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST: EASTERN SHORE STOCK TAB, INC.

Diane C. Abresch Secretary By: Robert A. Abresch (SEAL) Robert A. Abresch, President

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this 10th day of February, 1984, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared ROBERT A. ABRESCH, and he acknowledged the foregoing Articles of Amendment to be his act.

AS WITNESS my hand and Notarial Seal.



Janice E. Dawson Notary Public

My Commission Expires: 7/1/86.

LAW OFFICES  
EATON & WIDDOWSON,  
P.A.  
118 East Main Street  
P.O. Box 41  
Salisbury, MD. 21801  
(301) 748-1530

LIBER 39 PAGE 271  
ARTICLES OF AMENDMENT

OF

EASTERN SHORE STOCK TAB, INC.

Changing its name to

INVESTINTELL, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 21, 1984 at 11:04 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2633, folio 001243, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

drb To the clerk of the circuit Court of Wicomico County

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

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

*Paul B. Auburn*



A. 154050

Received for Record *Jul 6, 1984* and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
*39*, Folios *269-271*.

*A. James Smith*

C) 177

*Geo. D. C. W. P.A. 7-17-84*

001058

LIBER 39 PAGE 272

842703 ARTICLES OF AMENDMENT OF CORMAR, INC.

CORMAR, INC., a Maryland corporation, 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 in its entirety Article FIFTH, heretofore authorized to issue ten thousand (10,000) shares of the par value of Ten dollars (\$10.00) each, all of which shares are designated "Common Capital Stock". The aggregate par value of all shares of common stock having a par value is One Hundred Thousand Dollars (\$100,000.00), and by substituting in lieu thereof the following:

FIFTH: The total number of shares of common stock which the Corporation has the authority to issue is ten thousand (10,000) shares of the par value of Ten dollars (\$10.00) each, all of which shares are designated "Common Capital Stock". The aggregate par value of all shares of common stock having a par value is One Hundred Thousand Dollars (\$100,000.00).

The total number of shares of non-voting preferred stock which the Corporation has the authority to issue is ten thousand (10,000) shares of the par value of Ten Dollars (\$10.00) each, all of which shares are designated "Preferred Stock". The aggregate par value of all shares of preferred stock having a par value in One Hundred Thousand dollars (\$100,000.00).

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

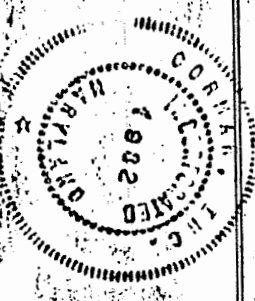
IN WITNESS WHEREOF, CORMAR, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this 14 day of Feb, 1984, and its President acknowledged that these Articles of Amendment are the act and deed of Cormar, Inc. and, under penalties of perjury, that the matters and facts set forth herein are true in all material respects to the best of his knowledge information and belief.

ATTESTED BY: CORMAR, INC.

David H. Clark, Secretary

E. Marston Jones, President

01 2713CHK 1984 7-06 P2:13 5.00 5.00 5.00 FEE



LAW OFFICES CULLEN, INSLEY & HANSON 132 E. MAIN ST. SALISBURY, MD. 21801

1984 FEB 14 P 1:08

40458597

LISER 39 PAGE 273

ARTICLES OF AMENDMENT

OF

CORMAR, INC

approved and received for record by the State Department of Assessments and Taxation of Maryland February 14, 1984 at 1:08 o'clock P M. as in conformity with law and ordered recorded.

Recorded in Liber 2633, folio 001057, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 20.00 Special Fee paid \$

To the clerk of the Circuit Court of Wicomico County

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

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

[Handwritten signature]



A 154008

received for Record Jul 6, 1984 and recorded in the Corp Records of Wicomico County, Maryland in Liber A.J.S. No. 39, Folios 272-273

[Handwritten signature]

bt

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LISER 39 PAGE 274

BEAVER RUN RURITAN CLUB, INC.

842704

Articles of Revival

First: The name of the corporation at the time the charter was forfeited was Beaver Run Ruritan Club Inc.

Second: The name which the corporation will use after revival is Beaver Run Ruritan Club Inc.

Third: The name and address of the resident agent are James Jackson Route 8, Box 14, Parker Road, Salisbury, Md. 21801-Pres.

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

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

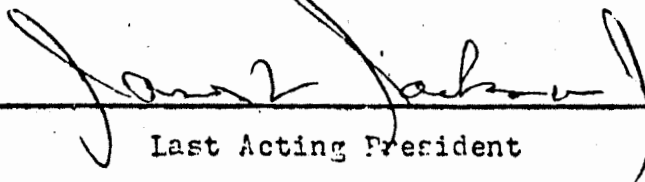
- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited;
- (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations;
- (d) The corporation (a non-profit civic organization) has no assessments and pays no state or local taxes.

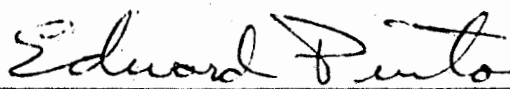
Sixth: The address of the principal office in this state is Route 3, Box 6, Philip Morris Drive, Salisbury, Md. 21801.

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

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12:24 90-2

RECEIVED

  
Last Acting President

  
Last Acting Secretary

40328073

Jan. 16, 1984

5.

LIBER 39 PAGE 275  
ARTICLES OF REVIVAL  
OF  
BEAVER RUN RURITAN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 7, 1984 at 9:01 o'clock A M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2633, folio 000688, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ 10.00

To the clerk of the Circuit Court of Wicomico County

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

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

*[Handwritten Signature]*



A 153948

Received for Record July 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39 of Folios 274-275.

*[Handwritten Signature]*

*G. M. James Jackson, Rt. 8, Box 14, Parker Rd Salisbury, Md. 21801 7-17-84*

CA

LIBER 39 PAGE 276

ARTICLES OF AMENDMENT  
OF  
HEARNE & BAILEY, P.A.

842705

1. These Articles of Amendment were advised by the Board of Directors and approved by all stockholders.

2. Immediately before this Amendment the total number of shares of all stock of all classes which the Corporation has authority to issue is one hundred (100); the number of shares of stock as to each class are one hundred (100) shares of common stock; the par value of the shares of stock of the only class are One Thousand Dollars (\$1,000.00) per share; the aggregate par value of all shares of all classes are One Hundred Thousand Dollars (\$100,000.00).

3. Immediately after this Amendment the total number of shares of stock of all classes which the Corporation has authority to issue shall be ten thousand (10,000) shares; the number of shares of stock of each class shall be ten thousand (10,000) shares of common stock only one class; the par value of the shares of stock for each class shall be Ten Dollars (\$10.00) per share; the aggregate par value of all the shares of all classes of stock will be One Hundred Thousand Dollars (\$100,000.00).

Hearne & Bailey, P.A., pursuant to the laws of the State of Maryland does hereby amend Article Fifth of its Articles of Incorporation to read as follows:

FIFTH:

The total amount of authorized capital stock is ten thousand (10,000) shares at a par value of Ten Dollars (\$10.00) per share, aggregating One Hundred Thousand Dollars (\$100,000.00) of common stock.

AS WITNESS our hands and seals this 23rd day of Feburary, A.D., 1984.

ATTEST:

HEARNE & BAILEY, P.A.

Charles R. Dashiell, Jr.  
Secretary

BY: Fulton P. Jeffers  
President

40588231

1984 FEB 27 A 11:06

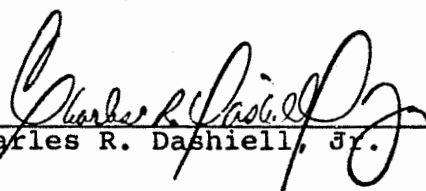
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LISER 39 PAGE 277

AFFIDAVIT

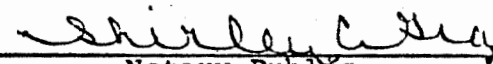
Under the penalties of perjury, I do hereby swear and affirm that the matters and facts set forth with respect to the authorization and approval of these Articles of Amendment are true and correct and that I was the Secretary of the Meeting at which these Articles of Amendment were approved by all stockholders of the Corporation, said meeting was held, pursuant to proper notice, on the 6th day of February, 1984.

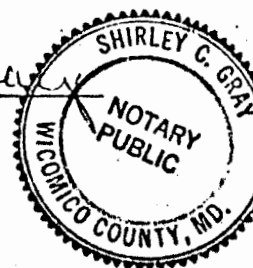
  
\_\_\_\_\_  
Charles R. Dashiell, Jr.

STATE OF MARYLAND, COUNTY OF WICOMICO, To Wit:

I HEREBY CERTIFY that on this 23rd day of February A. D. 1984, before me, a Notary Public of the State of Maryland, County of Wicomico, personally appeared Charles R. Dashiell, Jr., who made oath in due form of law that he is over the age of twenty-one (21), competent to be a witness in a Court of Law and has personal knowledge of the matters and facts herein stated and that the Affidavit given in connection with these Articles of Amendment is true and correct.

My Commission Expires:  
July 1, 1986

  
\_\_\_\_\_  
Notary Public



LIBER 39 PAGE 278  
ARTICLES OF AMENDMENT

OF

HEARNE & BAILEY, P.A.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 27, 1984 at 11:06 o'clock A.M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2638, folio 000226, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

To the clerk of the circuit Court of Wicomico County

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

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

*D. W. Hill*



A. 154137

Received for Record July 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 276-278.

*A. James Smith*

C) 1173

RA

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842706

LISER 39 PAGE 279

THE WICOMICO ART LEAGUE, INC.

ARTICLES OF AMENDMENT CHANGING  
ITS NAME TO "THE ART INSTITUTE  
AND GALLERY OF SALISBURY, INC.",  
AND EFFECTING OTHER CHANGES

The Wicomico Art League, Inc., a Maryland non-profit corporation (hereinafter the "Corporation"), hereby certifies to the Maryland State Department of Assessments & Taxation (hereinafter the "Department"), that:

FIRST: The Charter of the Corporation is hereby amended to effect a change in its name from The Wicomico Art League, Inc. to The Art Institute and Gallery of Salisbury, Inc.; to change the address of the principal office of the Corporation; and to designate a new resident agent for the Corporation. Effective immediately upon the acceptance of these Articles of Amendment by the Department, the charter of the Corporation is hereby amended by striking Article 2 and Article 4 in their entirety, and by substituting in lieu thereof the following:

2. That the name of the corporation is:

THE ART INSTITUTE AND GALLERY  
OF SALISBURY, INC.

4. That the principal office is Lemmon Hill Lane and High Street, Salisbury, Maryland 21801. The name and post office address of the resident agent of the corporation is Jean S. Laws, 610 Hunting Park Drive, Salisbury, Maryland 21801. Said resident agent is an individual actually residing in this State.

SECOND: These Articles of Amendment were duly advised by the Board of Directors and approved by the affirmative vote of the members of the Corporation at a meeting in which a quorum of the members were present.

IN WITNESS WHEREOF, The Wicomico Art League, Inc., has caused these presents to be signed in its name and on its behalf by its president and its corporate seal to be affixed hereunder and attested by its

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LIDER 33 PAGE 280  
-2-

secretary on this 26<sup>th</sup> day of January, 1984, and its president acknowledges that these Articles of Amendment are the act and deed of the said corporation, The Wicomico Art League, Inc., and under the penalties of perjury that the matters and facts set forth herein with respect to authorization and approval are true and correct in all material respects to the best of her knowledge, information and belief.

ATTEST:

THE WICOMICO ART LEAGUE, INC.

Frank Meyers  
Secretary

By: Madeleine Yost (SEAL)  
Madeleine Yost  
President

LIBER 39 PAGE 281  
ARTICLES OF AMENDMENT

OF

THE WICOMICO ART LEAGUE, INC.

Changing its name to

THE ART INSTITUTE AND GALLERY  
OF SALISBURY, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 24, 1984 at 9:00 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2638, folio 000142, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

drb To the clerk of the \_\_\_\_\_ circuit Court of Wicomico County

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

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

*D. W. [Signature]*



A. 154120

Received for Record Jul 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 279-281.

*D. James Smith* C) 111

*G. D. Jean S. Laws. 7-17-84*

LISER 39 PAGE 282  
ARTICLES OF AMENDMENT

842707

TO  
ARTICLES OF INCORPORATION  
OF

PHIL'S T.V. and APPLIANCES, INC.

THIS IS TO CERTIFY:

That Phil's T.V. and Appliances, Inc., a Maryland Corporation having its principal office in Salisbury, Maryland (hereinafter referred to as "Corporation"), hereby certifies to the State Department of Assessments and Taxation (hereinafter referred to as the "Department") that:

FIRST: That the Charter of the Corporation is hereby amended to add a statement of election to be a closed corporation, and to insert between Paragraphs SECOND and THIRD of the Charter the following paragraph:

" The Corporation shall be a Close Corporation as authorized by Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended. "

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

FOURTH: The Post Office address of the principal office of the corporation in this State is 1313 South Salisbury Boulevard, Salisbury, Maryland 21801, and the name and post office address of the Resident Agent of the Corporation is Phillip E. Boltz, III, 1313 South Salisbury Boulevard, Salisbury, Maryland 21801."

SIXTH: The number of the directors shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the Director, who shall act until the first annual meeting or until his successor is duly qualified and chosen is Phillip E. Boltz, III."

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5.00

RICHARDSON, ANDERSON  
& NELSON  
ATTORNEYS AT LAW  
RICHARDSON BUILDING  
150 EAST MAIN STREET  
P. O. BOX 120  
SALISBURY, MARYLAND 21801  
1931 INC 074

5.

001384

LISER 39 PAGE 283

THIRD That pursuant to said action of the Board of Directors and the giving of notice as required by the provisions of Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advised the foregoing amendments and by written informal action unanimously taken by the Stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the Stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, I, have 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 to by its Secretary on this 7th day of February, 1984.

ATTEST:

PHIL'S T.V. and APPLIANCES, INC.

Linda F. Boltz  
Secretary

President



STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, That on this 7th day of February, 1984, before me, a Notary Public in and for the State and County aforesaid, personally appeared Phillip E. Boltz, III, President of Phil's T.V. and Appliances, Inc., a Maryland Corporation, who on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the said Corporation and that at the same time personally appeared Linda F. Boltz, who made oath in due form of law that she is the Secretary of the Corporation, and that she was the Secretary at the time of the informal action of the Board of Directors and the Stockholders' meeting, at which time the Articles of Amendment herein set forth were adopted.

AS WITNESS my hand and Notarial Seal.

Edward P. Crowley  
Notary Public



My Commission Expires:

RICHARDSON, ARNEBOOM & HELAND  
ATTORNEYS AT LAW  
RICHARDSON BUILDING  
130 EAST MAIN STREET  
P O BOX 100  
BALDOWY, MARYLAND 21033  
1201 502-0140

LIBER 39 PAGE 284  
ARTICLES OF AMENDMENT

OF

PHIL'S T.V. AND APPLIANCES, INC.

approved and received for record by the State Department of Assessments and Taxation  
of Maryland February 14, 1984 at 9:34 o'clock A. M. as in conformity  
with law and ordered recorded.

Recorded in Liber 2633, folio 001382, one of the Charter Records of the State  
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ \_\_\_\_\_ Recording fee paid \$ 20.00 Special Fee paid \$ \_\_\_\_\_

drb To the clerk of the circuit Court of Wicomico County

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

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

*[Handwritten Signature]*



A 154079

Received for record July 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
10. 39 Folios 282-284.

*[Handwritten Signature]*

A/c M, Phillip C. Baltz, III, 1313 S. Salis Blvd, Salisbury, Md. 21801  
7-17-84



842708 ARTICLES OF INCORPORATION  
 OF  
 HARBOR DEVELOPMENT CORPORATION  
 A Maryland Close Corporation

THIS IS TO CERTIFY:

That I, the subscriber, Arthur D. Webster, whose post office address is 110 Baptist Street, P.O. Box 307, Salisbury, Wicomico County, Maryland 21801, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations do by the execution of these Articles of Incorporation indicate my intention of forming a corporation.

ARTICLE I - Name

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

HARBOR DEVELOPMENT CORPORATION

ARTICLE II - Purpose

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

- (1) To develop unimproved property and engage in the construction of residential vacation homes for sale to investors, homeowners and the general public; and
- (2) To purchase, lease, hire or otherwise acquire machinery, equipment and facilities, and any other property, appliances or equipment which may appertain to or be useful in the conduct of any of the business of the Corporation; and
- (3) To enter into partnerships, joint ventures and other business associations, for any lawful purposes at any location of their choosing within or without the borders of United States of America; and

LAW OFFICES  
 WEBSTER, WALSH  
 & SPERY  
 110 BAPTIST STREET  
 SALISBURY, MD. 21801  
 (301) 749-0333

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(4) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world; and

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

#### ARTICLE III

##### Principal Office, Address and Resident Agent

The principal office of the Corporation in the State of Maryland will be maintained at 110 Baptist Street, Salisbury, Wicomico County, Maryland 21801.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 110 Baptist Street, P.O. Box 307, Salisbury, Wicomico County, Maryland 21801. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

#### ARTICLE IV

##### Status of Corporation and Election

The corporation elects to be a close corporation pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland and shall exist as a close corporation until such time as the Stockholders by unanimous consent shall file Articles of Amendment to change such status.

#### ARTICLE V

##### Directors

The Corporation elects not to have a Board of Directors; said election to become effective at the time of the organization meeting of the directors and the issuance of at least one share of stock of the corporation are complete. Until

LISER 39 PAGE 287

the election not to have a Board of Directors becomes effective, Arthur D. Webster, 110 Baptist Street, Salisbury, Wicomico County, Maryland, shall serve as the sole Director of the Corporation.

ARTICLE VI

Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE VII

Capital Stock

The total amount of the authorized stock of the Corporation is Twenty Thousand (20,000) shares of common stock of One Dollar (\$1.00) par value each share.

The stockholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock, for such consideration as said stockholders may deem advisable, as permitted by law, after first obtaining the unanimous approval of all stockholders of the Corporation.

ARTICLE VIII

Amendment

The Corporation upon unanimous approval of the stockholders reserves the right to amend, alter, change or repeal any provisions contained in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 23rd day of January, 1984.

TEST:

Shirley A. Sperry Arthur D. Webster (SEAL)  
Arthur D. Webster

422100

001625

LISER 30 PAGE 288

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 2<sup>nd</sup> day of January, 1984, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared Arthur D. Webster and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

*Sherry L. ...*  
Notary Public

My Commission Expires:  
July 1, 1986

LAW OFFICES  
WEBSTER, WALSH  
& SPERY  
110 BAPTIST STREET  
SALISBURY, MD. 21801  
(301) 749-0333

LISER 39 PAGE 289  
ARTICLES OF INCORPORATION  
OF  
HARBOR DEVELOPMENT CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND JANUARY , 26 1984 AT 09:34 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2630 , FOLIO 001621 ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1658889

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*D. W. Hill*



A 154280

Received for Record July 6, 1984 and recorded in the  
Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 285-287.

*A. James Smith*

C) 111

842709

ARTICLES OF INCORPORATION

OF  
E. KENT CARNEY & RICHARD E. HUGHES, M.D., P.A.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Ronald G. Rayne, whose post office address is 212 East Main Street, Salisbury, Wicomico County, Maryland, 21801, being at least eighteen (18) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, particularly the provisions of Section 5-101, et seq., of Title 5 of the Corporations and Associations Article of the Annotated Code of Maryland, execute and file these Articles with the intention of forming a professional corporation.

SECOND: The name of the professional corporation (which is hereinafter called the "corporation") is: E. Kent Carney & Richard E. Hughes, M.D., P.A.

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

(a) to practice medicine by conducting a peripheral vascular laboratory and to perform all interpretive work on all procedures and furnish all professional education and guidance necessary in connection therewith.

(b) To invest its funds in real estate, mortgages, stocks, bonds and any other type of investment and to own real and personal property necessary for the conduct of peripheral vascular laboratory.

(c) In addition to the foregoing purposes, objects, and business, the corporation shall, at all times, have and enjoy all of the other rights, privileges, powers and immunities provided under the General Laws of the State of Maryland or any future addition thereto or enlargements thereof, subject to the limitations of the Maryland Professional Service Corporation Act.

FOURTH: The post office address of the principal office of the corporation is Suite 37, Medical Center, Dogwood, Salisbury, Wicomico County, Maryland 21801. The resident agent of the corporation is E. Kent Carney, whose address is Suite 37, Medical Center, Dogwood, Salisbury, Wicomico County, Maryland 21801. Said resident agent is a citizen of the State of Maryland.

FIFTH: The total number of shares of stock which the corporation has authority to issue is ten thousand (10,000) shares, having a par value of Ten Dollars (\$10.00) per share, all of which shares are of one class and are designated "common capital stock". The aggregate par

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value of all shares having a par value is One Hundred Thousand Dollars (\$100,000.00).

(a) Each share holder shall be entitled to a stock certificate or certificates certifying the number and kind of shares owned by him. Said certificate shall be signed by the proper officers of the corporation as provided in the By-Laws and shall thereafter be sealed with the seal of the corporation.

(b) Share of stock shall be transferred only on the books of the corporation by the holder thereof in person or by a duly authorized attorney and the old certificate, duly endorsed, shall be surrendered and cancelled before a new certificate is issued.

SIXTH: The corporation shall have not less than one (1) nor more than nine (9) directors, and E. Kent Carney and Richard Hughes shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in any lawful manner as the By-Laws may, from time to time, provide.

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, subject to the limitations and restrictions, if any, contained in the Title 5, Section 5-101, et seq. of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors is expressly authorized to do the following:

(a) Authorize the issuance, from time to time, of shares of its stock with or without par value of any class and securities converted into shares of its stock with or without par value of any class, for such consideration as said consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the corporation.

(b) 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 net profits of the corporation 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 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.

(c) To adopt and carry into effect employee and officers pension, hospitalization, and other benefit plans.

EIGHTH: 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 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 was not such a director or officer of such other corporation or not so interested.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 12th day of January, 1984.

WITNESS:

Sharon L. Jenkins \_\_\_\_\_ Ronald G. Rayne (SEAL)  
RONALD G. RAYNE

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 12<sup>th</sup> day of January, 1984, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared RONALD G. RAYNE and acknowledged the foregoing Articles of Incorporation to be his act.

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

Sharon L. Jenkins  
 NOTARY PUBLIC

My Commission Expires: 7/1/86





LIBER 39 PAGE 293

ARTICLES OF INCORPORATION  
OF  
E. KENT CARNEY & RICHARD E. HUGHES, M.D., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND JANUARY , 30 1984 AT 08:30 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2630 , FOLI 000923 ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1659846

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*D.W. Hill*



A 154376

Received for Record July 6, 1984 and recorded in the  
Corp. Records of Wicomico County, Maryland in Liber A.J.S.  
No. 39, Folios 290-293.

*A. James Smith*

842710  
(For distribution with the Public Offering Statement)

CANAL WOODS III CONDOMINIUM ASSOCIATION, INC.

ARTICLES OF INCORPORATION  
(nonstock)

WHEREAS, CANAL WOODS III CONDOMINIUM ASSOCIATION (hereinafter "the Association") is an unincorporated entity that is the Council of Unit Owners of Canal Woods III Condominium in accordance with Section 11-109 of the Real Property Article of the Annotated Code of Maryland, having been created pursuant to a certain Condominium Declaration, dated December 12, 1983, and recorded among the Land Records of Wicomico County, Maryland, in Liber A.J.S. No. 1003, Folio 548; and

WHEREAS, the Association has decided to become an incorporated entity in accordance with Section 11-109(d) of the Real Property Article of the Annotated Code of Maryland, and the owner of all units of the Condominium desires to incorporate the Association;

NOW, THEREFORE, each undersigned incorporator being more than eighteen (18) years of age and acting for the purpose of incorporating the Association, does hereby form a nonstock membership corporation within the meaning of Title 5, Subtitle 2 of the Corporations and Associations Article of the Annotated Code of Maryland and declare as follows:

1. Name - The name of the corporation is CANAL WOODS III CONDOMINIUM ASSOCIATION, INC. (hereinafter called "the Corporation").

2. No Capital Stock - The Corporation has no authority to issue capital stock.

3. Purposes - The purposes for which the Corporation are formed are:

A. To govern the affairs of the Condominium as its Council of Unit Owners in accordance with provisions of the Maryland Horizontal Property Act, Title 11 of the Real Property Article of the Annotated Code of Maryland, and

B. To be the successor to the Association for all purposes, and

C. to have, exercise, and discharge all rights, powers, privileges, duties, and responsibilities of the Association and the Council of Unit Owners of the Condominium, and

D. To be a "condominium management association" within the meaning of that term as used in Section 528 of the Internal Revenue Code, and

E. To exercise all powers and to do anything that the Corporation may now or hereafter shall have or be permitted to do under the Laws of the State of Maryland that is not inconsistent with the purposes stated above.

For distribution with the Public Offering Statement

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*[Handwritten signature]*

4. Members - The members of the Corporation from time to time and at any particular time shall be the owners of the legal title to the units of the Condominium, which in the case of a lessee or sublessee in possession of any ground rent lease for a term of years, renewable forever, shall be the lessee or sublessee thereunder and not the owner of the fee simple reversion. Other than such lessees or sublessees under ground rent leases, no lessee, lien holder, mortgagee, pledgee, contract purchaser, or person secured by a Deed of Trust or other security instrument or device (or named therein as trustee or agent) shall be deemed to be the owner of a unit or a member of the Corporation. The rights, powers, privileges, duties, and responsibilities of the members shall be those that are conferred or imposed upon them under the Laws of the State of Maryland, including but not limited to the Horizontal Property Act, except to the extent otherwise provided in the By-Laws of the Corporation or the Condominium Declaration.

5. Office - The address of the principal office of the Corporation is Canal Woods III Condominium, Canal Park Drive, Salisbury, Maryland 21801.

6. Resident Agent - The resident agent of the Corporation is P. George Callis, whose address is P.O. Box 19, One Plaza East, Salisbury, Maryland 21801, and who is a resident of the State of Maryland and at least eighteen (18) years of age.

7. Directors: Number and Names - The Corporation shall have at least three (3) directors and such greater number of directors as shall be provided in the By-Laws. The initial directors, whose terms as such initial directors are stated in the By-Laws are:

- A. William J. Ahtes, Jr.
- B. P. George Callis
- C. Raymond S. Smethurst, Jr.

8. Directors: Cumulative Voting - At each election of directors, a single vote shall be taken on all nominees for the directorships to be filled, which shall be filled in the descending order of the votes received by each nominee, starting with the nominee who receives the highest number; every member who is entitled to vote in the election shall be entitled to cast as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors multiplied by the number of directorships to be filled, and he may cast all such votes for a single nominee or distribute such votes among any two or more of the nominees as he may desire.

9. Initial By-Laws - The initial By-Laws of the Corporation shall be those stated in the document entitled "By-Laws of Canal Woods III Condominium", a copy of which is recorded among the Land Records of Wicomico County, Maryland, in Liber A.J.S. No. 1003, Folio 578.

10. Effective Date - Upon acceptance of these Articles by the Maryland Department of Assessments and Taxation, the Corporation shall acquire all powers provided by law, whereupon all right, title, and interest of the Association to its assets shall be transferred to the Corporation, which shall be the Council of Unit Owners for the Condominium; and the Association shall terminate in all respects, except to the extent that shall be desirable or necessary to wind up

its affairs or to preserve any assets that it owns or in which it has any interest. Prior to that date, the Association shall have full power and authority to govern the affairs of the Condominium as its Council of Unit Owners.

IN WITNESS WHEREOF, each undersigned incorporator has signed these Articles of Incorporation and acknowledges the same to be his or her act, this 11th day of January, A.D. 1984.

Address of each incorporator:

1 Plaza East  
Salisbury, Maryland 21801

William J. Antes, Jr. (SEAL)

P. George Callis (SEAL)

Raymond S. Smethurst, Jr. (SEAL)

STATE OF MARYLAND  
COUNTY OF WICOMICO

ON THIS 11th day of January, A.D. 1984, before me, a Notary Public of the State and County aforesaid, personally appeared WILLIAM J. ANTES, JR., P. GEORGE CALLIS, and RAYMOND S. SMETHURST, JR., who acknowledged that they executed this Instrument for the purposes stated herein.

AS WITNESSETH my Hand and Seal, the day and year first above written.

Donnie J. Leech  
Notary Public



My commission expires:  
July 1, 1986

For distribution with the Public Offering Statement

LIBER 30 PAGE 297

ARTICLES OF INCORPORATION  
OF  
CANAL WOODS III CONDOMINIUM ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND JANUARY , 30 1984 AT 09:00 O'CLOCK A. M. AS IN CONFORMITY  
WITH LAW AND ORDERED RECORDED.

RECORDER IN LIBER 2630 , FOLIO 000772 ON OF THE CHARTER RECORDS OF THE STATE  
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID \$ 20 RECORDING FEE PAID \$ 20 SPECIAL FEE PAID \$

D1659614

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS  
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

AS WITNESS MY HAND AND SEAL OF THE DEPARTMENT AT BALTIMORE.

*D. W. Hill*



A 154353

Received for Record July 6, 1984 and recorded in the  
corp. Records of Wicomico County, Maryland in Liber A.J.S.  
Co. 39, Folios 294-297.

*A. James Smith*

Clerk

842711

ARTICLES OF INCORPORATION  
OF

COULBOURNE GLEN COMMUNITY ASSOCIATION, INC.

1984 JAN 31 4 6:00

First: This is to certify that I, Robert D. Dashiell, Jr., 1215 Ocean City Road, Salisbury, Maryland 21801, being at least 21 years of age, do, under and by virtue of the General Laws of Maryland authorizing the formation of corporations, hereby form a corporation by the execution and filing of these articles.

ARTICLE I

The name of the corporation is Coulbourn Glen Community Association, Inc., hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at 1215 Ocean City Road, Salisbury, Maryland 21801.

ARTICLE III

Robert D. Dashiell, Jr., whose address is 1215 Ocean City Road, Salisbury, Maryland 21801, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association shall not operate for pecuniary gain or profit, shall not issue capital stock; the specific purposes for which it is to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as: All that lot or parcel of land, situate, lying and being in the Town of Snow Hill, in Second District, Worcester County, State of Maryland, and on the Northerly side of and binding upon Coulbourn's Lane, and on the Westerly side of and binding upon Morris Street, and more particularly described as follows: BEGINNING for the outlines of the same at an

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LIBER 39 PAGE 299

iron pipe placed at the Northwesterly corner of the intersection of said Coulbourne's Lane with Morris Street, thence (1) by and with the North-erly line of Coulbourne's Lane South 62 degrees 04 minutes 00 seconds West 97.0 feet to a point on the Easterly line of the land of the grantor, thence (2) by and with said reserved land North 58 degrees 26 minutes West 200.54 feet to a point, thence (3) continuing by and with said reserved land North 21 degrees 55 minutes 20 seconds West 166.30 feet to a point on the Southerly line of the land of William E. Henry, thence <sup>12'</sup>(4) by and with said Henry land North 62 degrees 34 minutes 40 seconds East 210.01 feet to an iron pipe on the Westerly line of said Morris Street, thence (5) by and with the Westerly line of said Morris Street South 23 degrees 04 minutes East 337.52 feet to the place of beginning, and containing 1.42 acres of land, more or less, and being more particularly shown and designated as Phase 1, on plat entitled, "Property Survey For Robert D. Dashiell", dated July 1, 1983, made by John H. Plummer & Associates, Registered Surveyor, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Clerk of Court for Worcester County, Maryland, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay

LISER 33 PAGE 300

all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area of any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Maryland, by law may now or hereafter have or exercise.

ARTICLE V  
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants or record to assessment