

000470

LIBER 40 PAGE 401

(f) And generally to carry on any other lawful purpose and/or business and to do every act or thing not inconsistent with law, which may seem to the corporation's stockholders calculated at any time and from time to time, directly or indirectly, to effectuate the aforesaid business and objects, or any of them, or to enhance the value of the corporation's property and rights.

FIFTH: The post office address of the place at which the principal office of the corporation in this state will be located is: 118A North Division Street, Salisbury, Maryland 21801. The resident agent of the Corporation shall be: Eugenia Cooper Wootton, and her post office address is Rt. 1, Box 10, Bloomfield Road, Kennedyville, Maryland 21645. The resident agent is an individual actually residing in Maryland.

SIXTH: The total number of shares of stock which the corporation has authority to issue is ten thousand (10,000) shares, all having a par value of Ten Dollars (\$10.00) per share, all of one class, and all designated common stock. The aggregate authorized capital stock of the corporation is One Hundred Thousand Dollars (\$100,000.00).

SEVENTH: The number of directors of the corporation shall be initially set at one (1) who shall act until the organization meeting held pursuant to Section 4-301.2 of the Corporations and Associations Article of the Annotated Code of Maryland and the first issuance of shares of stock has been completed. Thereafter, the Corporation shall have no Board of Directors and shall be managed by direct action of the stockholders under the authority of Section 4-302 of the Corporations and Associations Article of the Annotated Code of Maryland. The name of the initial director who shall act until the organization meeting and the first issuance of shares of stock has been completed, is:

Rita M. Morgan 233 West Main Street
Salisbury, MD 21801

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

- 1. The stockholders may from time to time and at any time before the issuance of shares of stock, classify or

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LIBER 40 PAGE 402

reclassify unissued shares by fixing or altering in any one or more aspects the preferences, rights, voting powers, restrictions and qualifications, of the dividends on, the time and prices of redemption of, and the conversion rights of such shares.

2. No contract or transaction of any nature between this corporation and any individual, firm, or other corporation, shall be void or voidable solely by reason of the fact that any stockholder or stockholders of this corporation authorizing such contract or other transaction has a conflicting interest therein, directly or indirectly, whether as an actual party thereto, or as an officer or stockholder of such other corporation, or of any nature whatsoever, provided such interest shall be disclosed to the stockholders of the corporation before such contract or other transaction shall be invalidated in any way, whether for purposes of determining a quorum or for authorization in the particular action, by reason of such conflicting interest.

3. The stockholders of the corporation, by a stockholders' agreement signed by all stockholders, may regulate any aspect of the affairs of the corporation as permitted by law.

NINTH: The duration of the corporation shall be perpetual.

TENTH: The above granted powers to the corporation and to its stockholders are in furtherance, and not in limitation of, the general powers conferred by law upon the corporation and its stockholders.

THIRD: 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 Articles of Amendment and Restatement.

IN WITNESS WHEREOF, MORGANCLEARY/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 20 day of December, 1984, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of the corporation, and under the penalty of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in

000472

LIBER 40 PAGE 403

all material respects to the best of her knowledge,
information, and belief.

ATTEST:

Dee Long
Dee Long, Secretary

MORGANCLEARY/INC.

BY: *Virginia P. Cleary*
Virginia P. Cleary
President

LIBER **40** PAGE **404**
ARTICLES OF AMENDMENT AND RESTATEMENT

OF

MORGANCLEARY/INC.

Changing its name to

CLEARY DESIGN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 21, 1985 AT 1:27 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER **2695**, FOLIO **000468** OF THE 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

drb

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 171143

received for Record June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 400-404.

A. James Smith Clerk

1985 JUN -4 A 11. 50

ARTICLES OF AMENDMENT

852800

OF

R. DOUGLAS JERGE, D.V.M., P.A.

M

R. Douglas Jerge, D.V.M., P.A., a Maryland professional corporation, having its principal place of business at 1203 Mt. Hermon Road, Salisbury, Maryland, 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 is hereby amended by adding the following Tenth paragraph to the said Charter:

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

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 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, R. Douglas Jerge, D.V.M., P.A., 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 27th day of December, 1984, and its President acknowledges that these Articles of Amendment are the act and deed of R. Douglas Jerge, D.V.M., P.A., 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.

17:54 20-9 1984
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00'S

ATTEST: R. DOUGLAS JERGE, D.V.M., P.A.

R Douglas Jerge DVM
R. Douglas Jerge, D.V.M.
Secretary

By: R. Douglas Jerge DVM (SEAL)
R. Douglas Jerge, D.V.M.
President

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 27th day of December, 1984, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared R. Douglas Jerge, D.V.M., known to me (or satisfactorily proven) to be the person whose name is subscribed above, who acknowledged himself to be President of R. DOUGLAS JERGE, D.V.M., P.A., and made oath

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

50048306

003790

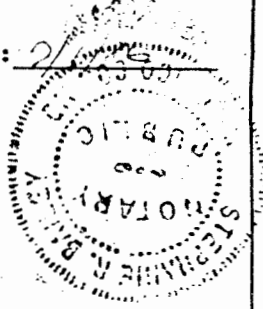
LIBER 40 PAGE 406

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 and and Notarial Seal.

Stephanie A. Varley
NOTARY PUBLIC

My Commission Expires: 2/28/08



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

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ARTICLES OF AMENDMENT

OF

R. DOUGLAS JERGE, D.V.M., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND JANUARY 4, 1985 AT 11:50 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2692, FOLIO 003788 OF THE 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

drb

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 169610

Received for Record Jan 7, 1985 and recorded in the CRP Records of Wicomico County, Maryland in Liber A.J.S. 40, Folios 405-402.

[Handwritten Signature]

64 # Del. - BNH 6-17-85

600230

LIBER 40 PAGE 408
ARTICLES OF REVIVAL

OF

852900

D & F SHIRT COMPANY, INC.

D & F Shirt Company, Inc., a Maryland Corporation, having its principal office in Wicomico County, Maryland (hereinafter called "Corporation"), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION that:

FIRST: The charter of the Corporation was forfeited on October 7, 1981, for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was D & F SHIRT COMPANY, INC.

THIRD: The name by which the Corporation will hereafter be known is D & F SHIRT COMPANY, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is 104 Poplar Hill Avenue, Salisbury, Maryland, 21801.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are James V. Anthenelli, 128 East Main Street, P. O. Box 506, Salisbury, Maryland, 21801. Said resident agent is a citizen actually residing in this State.

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

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

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LIBER 40 PAGE 403

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

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Secretary of the Corporation, have signed these Articles of Revival on January 24, 1985.

ATTEST:

Cheryl A. Marsh

D & F SHIRT COMPANY, INC.

By: Francis J. Lesocky
Francis J. Lesocky
- Last Acting President and Secretary - Director

STATE OF MARYLAND, WICOMICO COUNTY, to-wit:

I HEREBY CERTIFY that on the 24th day of January, 1985, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared FRANCIS J. LESOCKY, the last acting President and the last acting Secretary of D & F SHIRT COMPANY, INC., a Maryland Corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

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

Cheryl Ann Marsh
Notary Public

My Commission Expires: 7-1-86



LAW OFFICES
ROBINS, JOHNSON & ANTHENELLI
128 EAST MAIN STREET
SALISBURY, MD. 21801

000232

LIBER 40 PAGE 410
AFFIDAVIT

STATE OF MARYLAND, COUNTY OF WICOMICO, to-wit:

I HEREBY CERTIFY, that on this 24th day of January, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared FRANCIS J. LESOCKY, who first being duly sworn, deposed and said:

1. That he is an adult resident of the State of Maryland and competent to give testimony herein.

2. That he is the last acting President of D & F Shirt Company, Inc., a Maryland Corporation.

3. That prior to the filing of Articles of Revival of D & F Shirt Company, Inc., 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 now been forfeited;

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

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

Cheryl Ann Marsh
Notary Public

My Commission Expires: 7-1-86

Francis J. Lesocky
Francis J. Lesocky
Affiant -



LIBER 40 PAGE 411
ARTICLES OF REVIVAL

OF
D & F SHIRT COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 25, 1985 AT 11:28 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2695, FOLIO 000229 OF THE 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

drb

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 170641

Received for Record Jan 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Co. 40 Folios 408-411.
A. James Smith

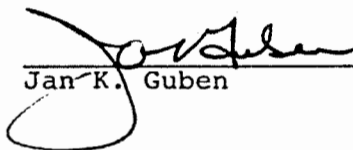
000462

LIBER 40 PAGE 412

852901

RESIGNATION

The undersigned does hereby resign as Resident Agent of Robertson Resources, Ltd., a Maryland Corporation, effective as of the date hereof.



Jan K. Guben

Dated: January 14, 1985

1985 JAN 18 A 11:22

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NOTICE OF RESIGNATION OF RESIDENT AGENT

OF

LIBER 40 PAGE 413

ROBERTSON RESOURCES, LTD.

received for record January 18, 1985

, at 11:22 A.M.

and recorded on Film No. 2692

Frame No. 000461 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 21195

Special Fee Paid	\$5.00
Recording Fee Paid	\$3.00
Total	<u>\$8.00</u>

Return to: Shapiro and Olander
36 South Charles Street
Baltimore, Maryland 21201

rc

Received for Record *Jan 7, 1985* and recorded in the
corp Records of Wicomico County, Maryland in Liber A.J.S.
No. *40*, Folios *412-413*.

A. James Smith (clerk)

ATS-070

Ex 7 M. Shapiro & Olander, 36 S. Charles St. Balto. Md. 21201 6-17-85

MS

LIBER 40 PAGE 414

001411

ARTICLES OF INCORPORATION

FOR

852902

HAWAII BOB ORIGINAL SHAVE ICE INC.

(a close corporation under Title 4, Section 201)

FIRST: The undersigned, CHARLES M. DAVIS, whose address is 222 St. Paul Place, Suite 3400, Baltimore, Maryland 21202, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is HAWAII BOB ORIGINAL SHAVE ICE INC.

THIRD: The Corporation shall be a close corporation as authorized by Title 4, Section 201 of the Annotated Code of Maryland, Corporations and Associations.

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

- (a) To conduct and carry on the business of acquiring, holding, owning, leasing, managing, operating handling, supervising, and dealing in restaurants of all types and descriptions, coffee shops, sandwich shops, pizza shops, carry-out shops, drive-ins, soda fountains, soft drink establishments, cafes, refreshment rooms, stands and concessions of all kinds, amusements and recreation games, machines and devices of all types, vending machines of all types, and any and all forms of legitimate amusements, sports

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entertainments, exhibits or similar enterprises.

(b) to carry on any other business which may seem to the company capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the value or render profitable any of the company's property or rights.

(c) To purchase or otherwise acquire and undertake all of the assets, business, property, privileges, contractors, rights, obligations and liabilities of any other company or society, firm or person carrying on any business which the company is authorized to carry on, or possessed of property suitable for the purposes of the company.

(d) To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade-marks, formulae, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company, or the acquisition of which may seem calculated directly or indirectly to benefit the company, and to use, exercise, develop or grant licenses in respect of, or otherwise turn to account the property rights or information so required.

(e) To take or otherwise acquire and hold shares, debentures or other securities of any other company having objects altogether or in part similar to those of the company, or carrying on any business capable of being

conducted so as, directly or indirectly, to benefit the company, and to sell or otherwise deal with the same.

(f) To enter into any arrangements with any government or authority, local, municipal or otherwise, that may seem conducive to the company's objects, or any of them, and to obtain from any such authority any rights, privileges and concessions which the company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

(g) To promote any other company or companies for the purpose of acquiring or taking over all or any of the property and liabilities of the company, or for any other purpose which may seem directly or indirectly calculated to benefit the company.

(h) To purchase, take on, lease, or, in exchange, hire and otherwise acquire and hold, sell or otherwise deal with any real and personal property and any rights or privileges which the company may think necessary or convenient for the purposes of its business and, in particular, any land, buildings easements, machinery plant and stock-in-trade.

(i) To draw, make, accept, endorse, discount execute and issue promissory notes, bills of exchange, bills of lading, warrants and other negotiable or transferable instruments.

(j) To sell or dispose of the undertaking of the company or any part thereof for such consideration as the company may think fit, and, in particular, for shares,

debentures or securities of any other company which has objects altogether or in part similar to those of the company.

(k) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or in part, the property and rights of the company.

(l) To invest and deal with the money of the company not immediately required in such manner as may from time to time be determined.

(m) To carry out all or any of the objects of the company, and to do all or any of the things as above set out as principal, agent, contractor, or otherwise, and either alone or in conjunction with others.

(n) To do all other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the company.

(o) To purchase shares of its own capital stock, within the limits permitted by law.

(p) To purchase, sell, mortgage, lease, improve and deal in real estate, wheresoever situated, and to construct equip, operate, lease, rent, hire and manage building of every kind and description.

✓ FIFTH: The post office address of the principal office of the Corporation in Maryland is 209 Washington Street, Salisbury, Maryland 21801. The name and address of the resident agent of the Corporation is GERRY DiBARTOLO, 209 Washington Street, Salisbury, Maryland, 21801. Said resident agent is a citizen of Maryland, and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares, of \$100.00 par value, all of one class.

SEVENTH: After completion of the organizational meeting of the Directors and the issuance of one or more share of stock of the Corporation, the Corporation shall have no Board of Directors. Prior to the organizational meeting, there shall be one Director, namely, ROBERT PETERS.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 25 day of January, 1985.

Sharon Fitzpatrick
WITNESS

Charles M. Davis (SEAL)
CHARLES M. DAVIS

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 25th day of January 1985, before me, the subscriber, a Notary Public of the State and City aforesaid, personally appeared CHARLES M. DAVIS, and he made oath in due form of law that the foregoing Articles of Incorporation are his act and deed.



Patricia A. Cooper
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7/1/80

LIBER 40 PAGE 419

ARTICLES OF INCORPORATION
OF
HAWAII BOB ORIGINAL SHAVE ICE INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 30, 1985 AT 11:48 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2293, FOLIO 001410, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1863273

WICOMICO

TO THE CLERK OF THE CIRCUIT COURT OF

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 171023

Received for Record June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 40 Folios 414-419.

[Handwritten Signature]

ARTICLES OF INCORPORATION

1935 JUN 21 P 4:06

OF

QUIK-WAY, INC.

852903

(A Close Corporation)

*Res.
DWS*

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Donald C. Davis, 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 Title 4 of the Corporation and Associations Article of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is: QUIK-WAY, INC.

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

(a) To engage generally in the convenience store and dairy market business and to do and engage in all other activities directly or indirectly related thereto.

(b) To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods and foodstuffs of all kinds and descriptions, whether in bulk, package, bottle, or can, including beverages of all kinds and for all purposes (including specifically alcoholic beverages), and to generally deal in groceries and grocery products.

(c) To conduct the business of a service station, which business shall include dealing in gasoline and all other petroleum products, all kinds of oils and products used for motor fuel or lubrication, all manner of accessories and appliances to be used on motor vehicles of every description, and other articles and items useful to or desirable for patrons of such a service station; the washing of motor vehicles, and such other business as is usual, proper, and necessary in such enterprise.

(d) To establish, purchase, lease as lessee, or otherwise acquire, own, operate, and maintain, sell, mortgage, deed in trust, lease as lessor, and otherwise dispose of retail stores or departments therein; to buy, sell, trade, manufacture, deal in and with goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business; and to have any and all power to carry out the purposes above set forth as fully as natural persons, whether as principals, agents, trustees, or otherwise.

(e) To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, mortgage, deed of trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and

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obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any persons, firm, association, or corporation, paying for the same in cash, stock, or bonds, of this corporation; and to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount; to execute contracts of any nature whatsoever, including contracts of indemnity, suretyship and guaranty.

(f) To carry on any other businesses which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate the transaction of its business, or any part thereof, or in the transaction of any business that may be calculated, directly or indirectly, to enhance the value of its property or rights, provided that in the transaction of its business the corporation shall at all times be subject to the laws and statutes of each state or foreign country in which the same may be transacted, or its property may be located. The foregoing statement and purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, not be limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

(g) Nothing herein contained shall be construed as authorizing the corporation to possess the power of issuing bills, notes or other evidences of debt for circulation as money, or the power of carrying on the business of receiving deposits of money, or the business of buying gold or silver bullion or foreign coins, or the business of banking or insurance.

(h) 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 thereof or enlargements thereof.

FOURTH: The post office address of the principal office of the corporation is 27 Kearney Court, Salisbury, Wicomico County, Maryland 21801. The resident agent of the corporation is Robert C. Dickson, whose address is 27 Kearney Court, Salisbury, 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 value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

RECORDED
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5.00
5.00

(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) Shares 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.

(c) Each stock certificate, upon issue, shall contain a clear reference to the fact that the Corporation is a close corporation.

SIXTH: The Corporation shall initially have three directors, and Robert C. Dickson, K. Kirk Kinnamon and Paul W. Elliott 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, which number shall be at least one (1) but not more than nine (9).

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to do the following, subject to such restrictions, if any, as may be set forth and included in Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland:

(a) Authorize the issuance, from time to time, of shares of its stock with or without par value of any class for such consideration as said Board may determine, 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) Subject to any limitation or restriction 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 and the times and prices of redemption.

(d) 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 all other corporation or unincorporated business entities.

000708

LIBER 40 PAGE 423

(e) May by Resolution passed by a majority of the whole Board, designate one or more committees, each to consist of one (1) or more of the Directors of the Corporation, which to the extent provided in said Resolution or in the By-Laws, shall have and may exercise the powers of the Board of Directors in the management of the business of the Corporation and may have power to authorize the seal of the Corporation to be affixed to all papers which may require it, and such committees shall have such names as may be stated in the By-Laws or as may be determined by Resolution adopted by the Board of Directors.

(f) When and as authorized by the affirmative vote of the holders of a majority of the voting stock issued and outstanding at any stockholders meeting duly called for that purpose, or when authorized by the written consent of the holders of the majority of the voting stock issued and outstanding, to sell, lease, or exchange all of the property and assets of the Corporation, including its goodwill and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of any other corporation or corporations, as its Board of Directors shall deem expedient and for the best interests of the Corporation.

(g) 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 18th day of January 1985.

WITNESS:

Loetta Schussers _____ (SEAL)
Donald C. Davis
DONALD C. DAVIS

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 18th day of January, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared DONALD C. DAVIS and acknowledged the foregoing Articles of Incorporation to be his act.

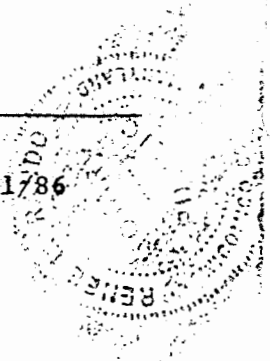
000709

LIBER 40 PAGE 424

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

Frank L. Rando
NOTARY PUBLIC

My Commission Expires: 7/1/86



LIBER 40 PAGE 425

ARTICLES OF INCORPORATION
OF
QUIK-WAY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 24, 1985 AT 08:30 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2695, FOLIO 000704 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1862135

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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 170909

Received for Record Jan 17, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 420-425.

[Handwritten Signature]

By *[Handwritten Signature]* Robert C. Dickson, 27 Kearney Ct. Sales, Md. 21801 6-17-85

100:NSK:4
ljb/2/5/85

000391

LIBER 40 PAGE 426

ARTICLES OF INCORPORATION
OF

FEB FEB -8 A 9 53

852904

SHORE SERVICES, INC.
(A CLOSE CORPORATION)

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Neil S. Kurlander, whose Post Office address is 929 North Howard Street Baltimore, Maryland 21201

being of full legal age, do hereby form a Corporation under and by virtue of the Corporations and Associations Article of the Annotated Code of the State of Maryland authorizing the formation of close corporations.

SECOND: The name of the Corporation (which is hereunder called the "Corporation"), is -

SHORE SERVICES, INC.

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

- (1) To engage in the construction business;
- (2) 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;
- (3) To engage in any activity permitted by Section 2-103

of the Corporations and Associations Article of the Annotated Code of the State of Maryland.

FOURTH: The Post Office address of the place at which the principal office of the Corporation in this State will be located is 123 Louise Avenue, Salisbury, Maryland 21801. The Resident Agent of the Corporation is James A. Cole, Esquire, whose Post Office address is 929 North Howard Street, Baltimore, Maryland 21201. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The number of directors of the Corporation shall be equal to the number of stockholders. At the time of incorporation there is

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000392

LIBER 40 PAGE 427

only one stockholder and one director. The names of the sole director, who shall act until the first annual meeting and until his successor shall be duly chosen and qualified, shall be:

R. D. Ehrlich

SIXTH: The total amount of the authorized capital stock of the Corporation is Five Thousand (5,000) shares of common stock without per value.

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

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

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

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

NINTH: No contract or other transaction between the Corporation and any other corporation, whether or not a majority of the capital stock of which shall be owned by the Corporation, shall be affected or invalidated by reason of the fact that any one or more of the Board of Directors of the Corporation is or are interested in, or is a director or

officer, or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in any contract or transaction of the Corporation or in which the Corporation is interested; and no contract, act or transaction of the Corporation with any person or persons, firm or corporation shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person may be anywise interested.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this th day of February, 1985, and I acknowledge the same to be my act.

WITNESS:

Deed A. Norton

Paul Skelton

LIBER 40 PAGE 429

ARTICLES OF INCORPORATION
OF
SHORE SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 08, 1985 AT 09:53 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2698, FOLIO 000390 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1870054

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.

[Signature]



A 171973

received for Record Jan 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
40, Folios 426-429.
[Signature] (122)

ARTICLES OF INCORPORATION
OF

852905

BAY SHORE INSURANCE, INC.

A Maryland Close Corporation

THIS IS TO CERTIFY:

That I, the subscriber, Arthur D. Webster, whose post office address is 300 West Main 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:

BAY SHORE INSURANCE, INC.

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 and carry on the business of selling all lines of insurance, including, but not limited to, life, health, home, fire, casualty, automobile, flood, hazard and general liability, to the general public and commercial entities; 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

50358154

LAW OFFICES
Clarke, Hearn, Webster & Sperry, H. A.

P. O. BOX 307
SALISBURY, MARYLAND 21801-0307

(301) 749-0333

RECORDED
A 11:03

(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 the United States of America; and

(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 Route 3, 200 Edward Avenue, P.O. Box 1060, Salisbury, Wicomico County, Maryland 21801.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 300 West Main 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

LAW OFFICES
Clarke, Heurne, Webster & Sperry, P.A.

P. O. BOX 307
SALISBURY, MARYLAND 21801-0307

(301) 749-0333

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, Arthur D. Webster, 300 West Main Street, Salisbury, Maryland 21801, Stephen M. Hearne, 300 West Main Street, Salisbury, Maryland 21801, and William F. McCann, 200 Edward Avenue, 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 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.

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LIBER 40 PAGE 433
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 1st day of February, 1985.

TEST:

Linda A Collins Arthur D. Webster (SEAL)
Arthur D. Webster

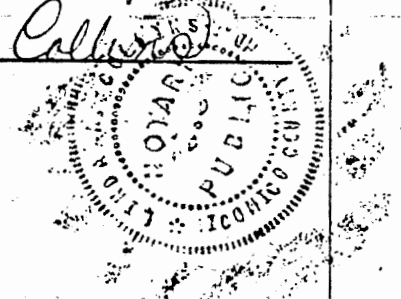
STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, that on this 1st day of February, 1985, before me, the subscriber, a Notary Public for the State and 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.

Linda A. Collins
Notary Public

My Commission Expires:
July 1, 1986



LAW OFFICES
Clark, Heuric, Helster & Sperry, P. A.
P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0133

LIBER 40 PAGE 434

ARTICLES OF INCORPORATION
OF
BAY SHORE INSURANCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 04, 1985 AT 11:03 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 2697, FOLIO 001077 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1866870

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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 171724

Received for Record June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 430-434.

[Handwritten Signature]

000730

LIBER 40 PAGE 435

ARTICLES OF INCORPORATION

1935 FEB -4 A 10: 02

852906

OF

GOVERNMENT SALES ASSISTANCE, INC.

(A Close Corporation)

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Donald C. Davis, 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 Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, execute and file these Articles with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is: GOVERNMENT SALES ASSISTANCE, INC.

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

(a) To do a general business as commission merchant, selling agent, and factor under del credere commission in the manner and to the same extent as natural persons could do; to carry on any and all business as manufacturers, producers, merchants, wholesale and retail, importers, and exporters, generally without limitation as to class of products and merchandise, and to manufacture, produce, adapt, repair, buy, sell, and otherwise deal in any materials, articles, or things within the United States; to make and enter into all kinds of contracts, agreements, and obligations by or with any person or persons, corporation, or corporations, for the purchasing, acquiring, holding, manufacturing, and selling or otherwise disposing of, either as principal or agent, upon commission or otherwise, all goods, wares, and merchandise within the United States; to carry on and undertake any business, undertaking, transaction, or operation commonly carried on or undertaken by merchants, commission men, factors, importers, and manufacturer's agents and exporters, and in the course of such business to draw, accept, indorse, acquire, and sell all or any negotiable or transferable instruments and securities; and to make and enter into all kinds of contracts, agreements, and obligations by or with any person requiring, manufacturing, repairing, and selling, and dealing in any articles of goods, wares, or merchandise and services; and generally to exercise full power to perform any and all acts connected therewith, or arising therefrom, or incidental thereto, and all acts proper or necessary for the purposes of the business.

(b) To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, mortgage, deed of trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or

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otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any persons, firm, association, or corporation, paying for the same in cash, stock, or bonds, of this corporation; and to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount; to execute contracts of any nature whatsoever, including contracts of indemnity, suretyship and guaranty.

(c) To carry on any other businesses which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate the transaction of its business, or any part thereof, or in the transaction of any business that may be calculated, directly or indirectly, to enhance the value of its property or rights, provided that in the transaction of its business the corporation shall at all times be subject to the laws and statutes of each state or foreign country in which the same may be transacted, or its property may be located. The foregoing statement and purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, not be limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

(d) Nothing herein contained shall be construed as authorizing the corporation to possess the power of issuing bills, notes or other evidences of debt for circulation as money, or the power of carrying on the business of receiving deposits of money, or the business of buying gold or silver bullion or foreign coins, or the business of banking or insurance.

(e) 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 thereof or enlargements thereof.

FOURTH: The post office address of the principal office of the corporation is 310 Hammond Street, Salisbury, Wicomicc County, Maryland 21801. The resident agent of the corporation is Joseph Constantino, 310 Hammond Street, 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 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) Shares 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.

(c) Each stock certificate, upon issue, shall contain a clear reference to the fact that the Corporation is a close corporation.

SIXTH: The Corporation shall initially have three directors, and Joseph Constantino, Robbin W. Gray and Angela D. Gray 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, which number shall be at least one (1) but not more than nine (9).

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to do the following, subject to such restrictions, if any, as may be set forth and included in Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland:

(a) Authorize the issuance, from time to time, of shares of its stock with or without par value of any class for such consideration as said Board may determine, 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) Subject to any limitation or restriction 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 and the times and prices of redemption.

(d) 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 all other corporation or unincorporated business entities.

(e) May by Resolution passed by a majority of the whole Board, designate one or more committees, each to consist of one (1) or more of the Directors of the Corporation, which to the extent provided in said Resolution or in the By-Laws, shall have and may exercise the powers of the Board of Directors in the management of the business of the Corporation and may have power to authorize the seal of the Corporation to be affixed to all papers which may require it, and such committees shall have such names as may be stated in the By-Laws or as may be determined by Resolution adopted by the Board of Directors.

(f) 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 31st day of January, 1985.

WITNESS:

Loveta Schuone _____ Donald C. Davis _____ (SEAL)
DONALD C. DAVIS

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 31st day of January, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared DONALD C. DAVIS and acknowledged the foregoing Articles of Incorporation to be his act.

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

Louis L. Rowlett
NOTARY PUBLIC

My Commission Expires: 7/1/86

LIBER 40 PAGE 439

ARTICLES OF INCORPORATION
OF
GOVERNMENT SALES ASSISTANCE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 04, 1985 AT 10:02 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 5 FOLIO 2697 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND. 000729

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

D1866268

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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.

[Signature]



A 171663

Received for Record June 7, 1985 and recorded in the
Clerk's Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 435-439.

[Signature]

MS

LIBER 40 PAGE 440

000132

1935 JAN 25 A 11:55

ARTICLES OF INCORPORATION
OF

852907

GARY GREENWOOD, INC.
A Maryland Close Corporation

THIS IS TO CERTIFY:

That I, the subscriber, Arthur D. Webster, whose post office address is 300 West Main 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:

GARY GREENWOOD, INC.

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 the business of operating a nightclub and restaurant, including the hiring and promotion of musical groups, directed toward the teenage and young adult market; 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

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LAW OFFICES
Clarke, Harne, McIsler & Sperry, P.A.

P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0333

(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 the United States of America; and

(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 113 Bateman Street, Salisbury, Wicomico County, Maryland 21801.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 300 West Main 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

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P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 748-0333

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, Gary Greenwood, 113 Bateman Street, Salisbury, Wicomico County, Maryland 21801, Arthur D. Webster, 300 West Main Street, Salisbury, Wicomico County, Maryland 21801 and Robert M. Sperry, 300 West Main Street, Salisbury, Wicomico County, 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 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.

LAW OFFICES
Clark, Hearn, Webster & Sperry, H. A.
P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0333

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LIBER 40 PAGE 443

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 21st day of January, 1985.

TEST:

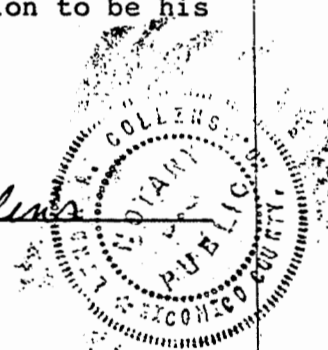
Sinda A. Collins Arthur D. Webster (SEAL)
Arthur D. Webster

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, that on this 21st day of January, 1985, before me, the subscriber, a Notary Public for the State and 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.

Sinda A. Collins
Notary Public



My Commission Expires:
July 1, 1986

LAW OFFICES
Clarke, Hearn, Webster & Sperry, P.A.
P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0133

LIBER 40 PAGE 444

ARTICLES OF INCORPORATION
OF
GARY GREENWOOD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 25, 1985 AT 11:55 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2697 , FOLIO 000131 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1865070

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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. Quinn



A 171594

Received for record Jan 7, 1985 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 440-444.

A. James Smith (107)

El + Del. ADW 6-17-85

002848

LIBER 40 PAGE 445

ARTICLES OF INCORPORATION

1935 JAN 17 A 11:08

OF

852908

SONSHINE COMMUNICATIONS, INC.

FIRST: I, Gwendolyn G. Evans, whose post office address is Box 3423, 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 hereinafter referred to as the "Corporation") is

SONSHINE COMMUNICATIONS, INC.

THIRD: The purposes for which the Corporation is formed

are:

(1) To engage in the business of radio broadcasting, including but not limited to AM, FM, and FM multiplex transmissions; to own, sell, hold, lease, equip, maintain and operate broadcasting and receiving stations and any connections between such stations; and to transmit, send, and broadcast over the radio, news, talks, speeches, lectures, musical concerts, recorded music, plays, theatricals, recitals, programs, revues, readings, reports, signals, and all matter and things of any kind, nature and description whatsoever that may be transmitted by radio.

(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.

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002319

LIBER 40 PAGE 446

FOURTH: The post office address of the princial office of the Corporation in this State is 640 Homer Street, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State are John M. Evans, 640 Homer Street, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

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

SIXTH: The number of Directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

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

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

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Gwendolyn G. Evans, John M. Evans and David Reichert.

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

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

(2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the State of Maryland now or hereafter in force.

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

LIBER 40 PAGE 448

002831

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 29th day of November, 1984, and I acknowledge the same to be my act.

Gwendolyn G. Evans
Gwendolyn G. Evans

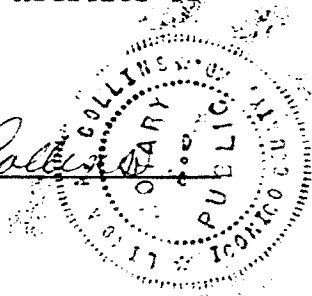
STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 29th day of November, 1984, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomco County, personally appeared Gwendolyn G. Evans and acknowledged the foregoing Articles of Incorporation to be her act and deed.

AS WITNESS my hand and Notarial Seal.

Linda A. Collins
Notary Public

My Commission Expires:
July 1, 1986



LIBER 40 PAGE 449

ARTICLES OF INCORPORATION
OF
SONSHINE COMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 17, 1985 AT 11:08 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2694 FOLIO 5 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1859776

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 170785

received for Record June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 445-449.

[Handwritten Signature] (127)

[Handwritten Note] E. F. M. John M. Evans 640 Homer St., Salis. Md. 21801 6-17-85

1995 JUN 17 A 10:05

LIBER 40 PAGE 450

002913

ARTICLES OF INCORPORATION

OF

852909

R & M TRUCKING, INC.
(A Close Corporation)

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Marguerite L. Powell, whose post office address is Route 1, Box 158, Parsonsburg, Maryland 21849, 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, execute and file these Articles with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is: R & M TRUCKING, INC.

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

(a) To own, operate, manage and generally to conduct, either directly or through a subsidiary or subsidiary corporations, the business of trucking.

(b) To own, operate, and maintain and to construct, acquire by purchase, lease, or otherwise, truck lines, bus lines, shipping lines, and air lines and any other means of transportation now or hereafter in use for the transportation of passengers, freight, mail, express, baggage, goods, wares, merchandise, and other property of every kind and nature, and to conduct, engage in, and carry on the business of transportation of property of every class and description and of persons and by any means of transportation now or hereafter in use; and to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire, mortgage, create security interests in, and sell, or otherwise dispose of or deal with terminal properties and depots, freight and passenger station houses, storage facilities, machine and repair shops, freight, stock and repair yards, facilities of communication by telegraph, telephone, radio, television, or otherwise, power plants and power houses, grain and other elevators, wharves, docks, airports, laboratories, cars, locomotives, rolling stock motors, buses, trucks, automobiles, ships and vessels, aircraft, and all structures, tools, machinery, appliances, and appurtenances and any and all other property, real, personal, or mixed, and wheresoever situated, whether or not similar to any property above described, which may be necessary or useful in connection with the business of the corporation.

(c) To repair, purchase, exhibit, demonstrate, sell, let, relet, and deal in automobiles, motor trucks, trailers, motorcycles, motor boats, aircraft, and all kinds of vehicles, machines, and contrivances for the transfer, carriage, or transportation of goods, passengers, or mails, whether

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LLOYD G. WHITEHEAD, P.A.
110 EAST MAIN STREET
ELLSBURG, MARYLAND 21801
301-742-7850

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propelled by gas, electricity, steam, or other powers; motors, engines, chassis, bodies, tires, lighting and starting systems, and all parts, accessories, and supplies for motor vehicles, boats, and aircraft of all kinds.

(d) To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, mortgage, deed of trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge, or otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm, association, or corporation paying for the same in cash, stock, or bonds, of this corporation; and to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount; to execute contracts of any nature whatsoever, including contracts of indemnity, suretyship and guaranty.

(e) To carry on any other businesses which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate the transaction of its business, or any part thereof, or in the transaction of any business that may be calculated, directly or indirectly, to enhance the value of its property or rights, provided that in the transaction of its business the corporation shall at all times be subject to the laws and statutes of each state or foreign country in which the same may be transacted, or its property may be located. The foregoing statement and purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, not be limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

(f) 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.

FOURTH: The post office address of the principal office of the corporation is: Route 1, Box 158, Parsonsburg, Maryland 21849. The resident agent of the corporation is: Marguerite L. Powell, Route 1, Box 158,

LLOYD G. WHITEHEAD, P.A.
110 EAST MAIN STREET
SALISBURY, MARYLAND 21801
301-742-7950

Parsonsburg, Maryland 21849. 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 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.

(c) The stockholders shall have no pre-emptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock.

SIXTH: The number of the directors of the corporation shall be three (3), which number may be increased or decreased by the By-laws, but shall never be less than three (3) or the number of stockholders of the corporation, whichever is less, and the name of the directors who shall act until the first annual meeting, or until his successor is duly chosen and qualified, is Marguerite L. Powell,

SEVENTH: The corporation elects to be a close corporation as defined in the Corporations and Associations Article of the Annotated Code of Maryland, Section 4-101(b) and Section 4-201.

EIGHTH: In furtherance and not in limitation of the powers conferred by statute, 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 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) Subject to any limitation or restriction 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 and the conversion rights of such shares.

(d) 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 all other corporations or unincorporated business entities.

(e) May by Resolution passed by a majority of the whole Board, designate one or more committees, each to consist of two (2) or more of the Directors of the corporation, which to the extent provided in said resolution or in the By-Laws, shall have and may exercise the powers of the Board of Directors in the management of the business of the corporation and may have power to authorize the seal of the Corporation to be affixed to all papers which may require it, and such committees shall have such names as may be stated in the By-Laws or as may be determined by Resolution adopted by the Board of Directors.

(f) When and as authorized by the affirmative vote of every stockholder of the corporation at any stockholders meeting duly called for that purpose, or when authorized by the written consent of the holders of every stockholder of the corporation, to sell, lease, or exchange all of the property and assets of the Corporation, including its goodwill and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of any other corporation or corporations, as its Board of Directors shall deem expedient and for the best interests of the Corporation.

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

NINTH: No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors 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.

LLOYD O. WHITEHEAD, P.A.
116 EAST MAIN STREET
BALTIMORE, MARYLAND 21201
301-742-7000

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 16th day of January, 1985.

WITNESS:

Lloyd Whithead

Marguerite L. Powell (SEAL)
MARGUERITE L. POWELL

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 16th day of January, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared MARGUERITE L. POWELL and acknowledged the foregoing Articles of Incorporation to be her act.

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



Therese M. Hudson

NOTARY PUBLIC

My Commission expires: 7/1/1986.

LIBER 40 PAGE 455

ARTICLES OF INCORPORATION
OF
R & M TRUCKING INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 17, 1985 AT 10:05 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2694 FOLIO 002812 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1859875

WICOMICO COUNTY
TO THE CLERK OF THE CIRCUIT COURT OF

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.

[Signature]



A 170798

Received for Record June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Vol. 40 Folios 450-455.

[Signature]

E. F. M. Marguerite L. Powell, Rt. 1, Box 158, Parsonsburg, Md. 21849 6-17-85

WJ

1975 JUN 23 A 10:02

852910

ARTICLES OF INCORPORATION
OF
HEILMAN HOME PRODUCTS, INC.
(A Maryland Corporation)

THIS IS TO CERTIFY:

FIRST: THAT I, ROLAND B. HEILMAN, whose post office address is 924 North Division Street, Salisbury, 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, execute and file these Articles with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the corporation) is: HEILMAN HOME PRODUCTS, INC.

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

(a) To engage in a route sales business which involves the buying, selling and generally dealing in farming and household goods, supplies, furnishings, and equipment including but not limited to household furnishings, furniture, carpets, rugs, beds, bedding, blankets, quilts, stoves, lamps, electric lamps and fixtures, radios, clocks, curtains, draperies, portieres, kitchen utensils, vaccum cleaners, electric household appliances of all types, and every other thing that is or may be used in and around the home and farm. To acquire, by purchase or otherwise real estate, warehouses, and plants if necessary to conduct such business.

(b) To carry on other businesses which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate the transaction of its business, or any part thereof, or in the transaction of any businesses that may be calculated, directly or indirectly, to enhance the value of its property or rights, provided that in the transaction of its business the corporation shall at all times be subject to the laws and statutes of each state or foreign country in which the same may be transacted, or its property may be located. The foregoing statement and purposes shall be construed as a statement of both purpose and powers, shall be liberally construed in aid of the powers of this corporation and the powers and purposes stated in each clause shall, except where otherwise stated, not be limited or restricted by any term or provision or any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

LLOYD O. WHITEHEAD, P.A.
116 EAST MAIN STREET
SALISBURY, MARYLAND 21801
301-742-7830

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LIBER 40 PAGE 457

(c) In addition to the foregoing powers, 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.

FOURTH: The post office address of the principal office of the corporation in this State is 924 North Division Street, Salisbury, Maryland 21801. The name and post office address of the resident agent of the corporation in this State is Roland B. Heilman, whose post office address is 924 North Division Street, Salisbury, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

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

(a) Each stockholder 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 he corporation as provided in the By-Laws and shall thereafter be sealed with the seal of the corporation.

(b) Shares of stock shall be transferred only on the book 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.

(c) The stockholders shall have no preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock.

SIXTH: The number of directors of the corporation shall be two, which number may be increased or decreased pursuant to the By-Laws of the corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotate Code of Maryland as amended from time to time. The names of the directors who shall act unto the first annual meeting or until their successors are duly chosen and qualified are: Roland B. Heilman and Jeffrey R. Heilman.

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, 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 for such consideration as said Board may determine, but subject to

LLOYD O. WHITEHEAD, P.A.
116 EAST MAIN STREET
SALISBURY, MARYLAND 21801
301-742-7926

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) Subject to any limitation or restriction 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 and the times and prices of redemption.

(d) 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 all other corporation or unincorporated business entities.

(e) May by Resolution passed by a majority of the whole Board, designate one or more committees, each to consist of two (2) or more of the Directors of the Corporation, which to the extent provided in said Resolution or in the By-Laws, shall have and may exercise the powers of the Board of Directors in the management of the business of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may require it, and such committees shall have such names as may be stated in the By-Laws or as may be determined by Resolution adopted by the Board of Directors.

(f) When and as authorized by the affirmative vote of the holders of a majority of the voting stock issued and outstanding at any stockholders meeting duly called for that purpose, or when authorized by the written consent of the holders of the majority of the voting stock issued and outstanding, to sell, lease, or exchange all of the property and assets of the corporation, including its goodwill and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of any other corporation or

003629

LIBER 40 PAGE 459

corporations, as its Board of Directors, shall deem expedient and for the best interests of the corporation.

(g) 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 21st day of January, 1985.

WITNESS:

[Signature]

Roland B. Heilman (SEAL)
ROLAND B. HEILMAN

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 21st day of January, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared ROLAND B. HEILMAN, and acknowledged the foregoing Articles of Incorporation to be his act.

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

My commission expires
July 1, 1986

Vernadett M. Hudson
NOTARY PUBLIC



LLOYD O. WHITEHEAD, P.A.
110 EAST MAIN STREET
SALISBURY, MARYLAND 21801
301-742-7050

LIBER 40 PAGE 460

ARTICLES OF INCORPORATION
OF
HEILMAN HOME PRODUCTS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 23, 1985 AT 10:02 A. O'CLOCK M. AS IN CONFORMITY

WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2694, FOLIO 5 003625 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1861459

WICOMICO

TO THE CLERK OF THE CIRCUIT COURT OF

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 170841

Received for Record Jan 7 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 456-460.

A. James Smith (1-7)

JWS

000647

LIBER 40 PAGE 461

1965 JAN 25 A 10:00

ARTICLES OF INCORPORATION

852911

of

SOCIAL RESEARCH & EVALUATION ASSOCIATES, INC.

A NON-PROFIT CORPORATION

FIRST: The undersigned, Jean S. Laws, whose address is 107 North Baptist Street, P. O. Box 75, Salisbury, Maryland 21801, being at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

SOCIAL RESEARCH & EVALUATION ASSOCIATES, INC.

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

(a) Providing technical and professional expertise in the planning, implementing and evaluation of human service programs; and the Corporation, in order to provide such expertise, is organized for the purpose of receiving contributions, donations and/or grants from citizens, groups, societies, corporations and/or State and Federal agencies; and to do any and all things necessary or proper in connection with or incidental to any of the foregoing. The Corporation shall have the power, either directly or indirectly and either alone or in conjunction or cooperation with others, to do any and all lawful acts or things and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any such purposes.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a

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corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(c) Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 as the same now exists or as they may hereafter be amended from time to time.

FOURTH: The address of the principal office of the Corporation is 309 N. Division Street, Apt. A, Salisbury, Maryland 21801. The name and address of the Resident Agent of the Corporation is Charlene Hughins, whose address is 309 N. Division Street, Apt. A, Salisbury, Maryland 21801. Said Resident Agent is a citizen of Maryland and actually resides therein.

FIFTH: The Corporation has no authority to issue capital stock.

SIXTH: The number of Directors of the Corporation shall be no more than fifteen (15) nor less than three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number required by law; and the names of those who will serve as directors until the first annual meeting and until their successors are elected and qualify are Marvin G. Tossey, David P. Stoesz and Karen S. Tossey.

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

(a) The Corporation is not formed for pecuniary profit or financial gain. No part of the assets, income or profit of the Corporation shall be distributable to, or inure to the benefit of, its members, directors or officers, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all its debts and obligations, shall be used or distributed

LIBER 40 PAGE 463

000649

exclusively for purposes within the intendment of Section 501(c)(3) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be amended from time to time.

(b) Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other state, having a similar or analogous character or purpose, in some way associated with or connected with the Corporation to which the property previously belonged.

(c) The number of; qualifications for; and other matters relating to its members shall be as set forth in the By-Laws of the Corporation.

(d) The Corporation shall indemnify its directors and officers to the fullest extent permitted by applicable Maryland law as it now exists or as it may be amended from time to time.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation reserves the right to make from time to time, by the vote or written assent of a majority of its trustees, any amendments to these Articles which may now or hereafter be authorized by law.

IN WITNESS WHEREOF, the undersigned incorporator has signed and executed these Articles of Incorporation on this 18th day of January, 1985, and has acknowledged the same to be her act and deed for the purposes herein contained.

WITNESS:

Shelley L. Evans

Jean S. Laws (SEAL)

STATE OF MARYLAND, COUNTY OF WICOMICO:

THIS IS TO CERTIFY, that on this 18th day of January, 1985, appeared before me, a Notary Public in and for the State of Maryland, Jean S. Laws, who acknowledged herself to be the incorporator in the above-mentioned Articles of Incorporation and acknowledged the foregoing Articles of Incorporation to be her act and deed for the purposes therein contained.

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

Sonia C. Crandall
Notary Public

My Commission Expires:

July 1, 1986



LIBER 40 PAGE 465

ARTICLES OF INCORPORATION
OF
SOCIAL RESEARCH & EVALUATION ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 25, 1985 AT 10:00 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5
RECORDED IN LIBER 2695, FOLIO 000646, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1862036

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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 170899

received for Record Jan 17, 1985 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 461-465.

[Handwritten Signature]

000037

1985 JAN - 8 A 10: 29

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1985 JAN - 8 A 10: 29

LIBER 40 PAGE 466

852912

THE RALPH COMPANY, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Edward G. Banks, Jr., whose post office address is 216 East Main Street, 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 The Ralph Company, Inc.

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

SEARCHED 40-8
SERIALIZED
INDEXED
FILED

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

(1) Real estate acquisition and speculation, borrowing and lending related and unrelated thereto, and such other business opportunities as may appear desirable to the officers and management.

(2) To engage in any other lawful purpose and/or business; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 532-A Alabama Avenue, Salisbury, Maryland 21801. The name and post office address of the Resident Agent is George L. Ralph, Jr., 532-A Alabama Avenue, 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 100 shares of common stock, without par value.

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LIBER 40 PAGE 467

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

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 3rd day of January, 1985.

WITNESS:

Anne A. Flynn

Edward G. Banks, Jr.
EDWARD G. BANKS, JR.

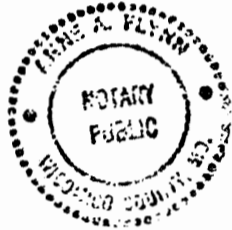
002869

LIBER 40 PAGE 468

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 3rd day of January, 1985, before me, a Notary Public in and for the State and County aforesaid, personally appeared Edward G. Banks, Jr. and acknowledged the foregoing Articles of Incorporation to be his act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, the day and year first above written.



Anne A. Flynn
NOTARY PUBLIC

My Commission Expires: 7/1/86

LIBER 40 PAGE 469

ARTICLES OF INCORPORATION
OF
THE RALPH COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 08, 1985 AT 10:29 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

RECORDED IN LIBER 2692, FOLIO 002315 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1852961

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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 170008

Received for Record Jan 7, 1985 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 466-467.

A. James Smith (1-2)

ARTICLES OF INCORPORATION

OF

STATON ENVIRONMENTAL SERVICES, INC.

A CLOSE CORPORATION

852913

1935 MAR 16 A 11:46

THIS IS TO CERTIFY:

FIRST: That the subscriber, Avery J. Staton, whose post office address is 110 Louise Ave., Salisbury, MD 21801, 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

STATON ENVIRONMENTAL SERVICES, INC.

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

(a) To engage generally in the business of commercial and residential pest control and management and also in the business of structural and general fumigation with sales and service of related goods, implements and equipment.

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

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

(d) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which

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might be used for any of the purposes of the Corporation; and to sell, lease, use, exercise and develop same, and to grant licenses or other rights in respect thereto.

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

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

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

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

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F3:00

The foregoing enumeration of the purposes, objects and businesses 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 provision herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

✓
FOURTH: The post office address of the principal office of the Corporation in this State is 1402 South Salisbury Blvd., P.O. Box 1412, Salisbury, MD 21801. The resident agent of the Corporation is Russell C. Dashiell, Jr., 124 E. Main St., Salisbury, MD 21801. 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 with a par value of \$10.00 per share, all of which shares are of one class and are designated common stock.

SIXTH: The Corporation shall have one director, Avery J. Staton, 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 Corporation and Associations Articles of the Annotated Code of Maryland.

WITNESS my signature to these Articles of Incorporation this 11th day of January, 1985.

TEST:

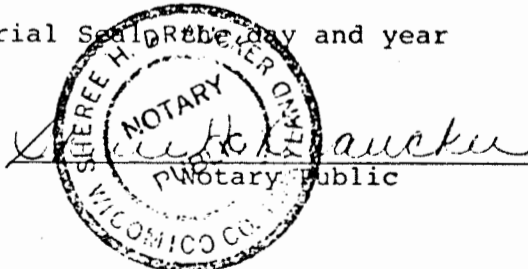
Russell C. Dashiell, Jr. _____ Avery J. Staton (SEAL)
Avery J. Staton

STATE OF MARYLAND, COUNTY OF WICOMICO:

January, 1985, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared Avery J. Staton, and he acknowledged the foregoing Articles of Incorporation to be his act.

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

My Commission Expires:
7/1/86



LIBER 40 PAGE 473

ARTICLES OF INCORPORATION
OF
STATON ENVIROMENTAL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 16, 1985 AT 11:46 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

RECORDED IN LIBER 2693 , FOLIO 003602 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

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

D1859008

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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.

[Signature]



A 170552

Received for Record Jun 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
40, Folios 470-473.

[Signature] 61.2

LIBER 40 PAGE 474
 ARTICLES OF INCORPORATION
 OF

000441

852914

J. ROBERT WEST, CONTRACTOR, INC. 1955 FEB -5 A 10:51

A CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST:

That the undersigned, J. Robert West, whose post office address is Post Office Box 71, Delmar, Delaware 19940 and Faye E. Arvey, whose post office address is Route 3, Box 60, Shell Road, Delmar, Maryland 21875, being at least 21 years of age, do hereby form a corporation under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations.

SECOND:

The name and post office address of the corporation, which is hereinafter called "Corporation", is:

J. Robert West, Contractor, Inc.

Route 3, Box 60

Shell Road

Delmar, Maryland 21875

THIRD:

The corporation is a close corporation and is subject to the provisions of "Corporations and Associations" - Article Subtitle 4-101 et seq. of the Maryland Code and any subsequent amendments thereof.

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LIBER 40 PAGE 475
FOURTH:

000442

The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are:

(a) To design, devise, invent, manufacture, install, remove, repair, inspect, report upon, buy, sell, handle and deal in machinery, plants, apparatus, appliances, accessories, equipment, supplies and means and materials, of all kinds for the generation, production, transmission, transformation, accumulation, storage, distribution, supplying, application and utilization of electricity for all purposes. To solicit, bid for, enter into and perform contracts for the doing of electrical work and the furnishing of electrical machinery, appliances, accessories, materials and supplies of all kinds.

(b) To own, operate, manage, franchise and generally to conduct either directly or through a subsidiary or subsidiary corporations, the business and merchandising and selling all kinds of vehicles or machines, including recreational vehicles whether propelled by gas or electricity, lighting, heating and starting systems and all parts, accessories and supplies for any of the above; and in furtherance of such purposes, to purchase or otherwise acquire in the whole or any part of the property, assets, business, good will and rights, either subject or not subject to the whole or any part of the bonds, mortgages, security interests, franchises, leases, contracts, indebtedness, guarantees, liabilities and obligations of any individual, partnership, association, corporations or organization, to pay for the same or any part or combination thereof in cash, or

shares of the capital stock, or obligations of the corporation, or by assuming the whole or any part of the liabilities or obligations of the transferal, or otherwise; and to hold or in any manner dispose of the whole or any part of the property and assets so acquired and purchased, and to conduct, manage and carry on in any lawful manner the whole or any part of the business so acquired.

(c) To such extent as a corporation organized under the Corporation Laws of the State may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of his properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Corporation Laws of this State, or under any act amendatory thereof, supplemental thereto or substituted therefor.

FIFTH:

The total number of shares of stock which the corporation has the authority to issue is One Thousand (1,000) shares without par value, all of one class.

No stock shall be transferred on the books of said corporation until such stock has first been offered to the

existing stockholders and to the corporation, at a price designated by the seller or transferor. A transfer of the stock as defined by Subtitle 4-503(a) of the "Corporations and Associations" Article of the Maryland Code, shall be invalid unless (1) Every stockholder of the corporation consents to the transfer in writing within 90 days before the date of transfer; or (2) The transfer is made under a provision of a unanimous stockholders' agreement permitting the transfer to the corporation or to in trust for the principal benefit of: (a) One or more of the stockholders or security holders of the corporation or their spouses, parents, children or grandchildren; or (b) One or more persons named in the agreement. All certificates of stock of said corporation shall contain the following, printed on the face of said certificate: "A Close Corporation subject to transfer restrictions. A copy of the restrictions will be provided without charge on written request".

SIXTH:

The Corporation shall have no directors, after the completion of the organization meeting of the director and the issuance of one or more shares of stock of Corporation. Until such time the Corporation shall have one director, whose name is J. Robert West.

SEVENTH:

The resident agent of the Corporation is Faye E. Arvey, whose residence address is Route 3, Box 60, Shell Road, Delmar, Maryland 21875. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Maryland may, on the application in a summary way of this corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for this corporation, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the Court directs. If a majority in number representing three-fourths (3/4) in value of the creditors or class of creditors and/or of the stockholders of this corporation, as the case may be, agree to any compromise or arrangement and/or to any reorganization of this corporation as consequences of such compromise or arrangement, the said compromise or arrangement of the said reorganization shall, if sanctioned by the court to which application has been made, be binding on all of the creditors or class of creditors, and/or on all stockholders or class of stockholders of this corporation, as the case may be and also on this corporation.

NINTH:

The statement of the duration: the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on January 31, 1985.

000446

WITNESS: LIBER 40 PAGE 479

Cheryl K Keger
as to both

J. Robert West (SEAL)
J. Robert West

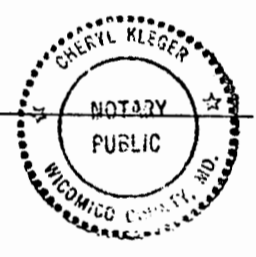
Faye E. Arvey (SEAL)
Faye E. Arvey

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 31st day of January, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared J. Robert West and Faye E. Arvey and each acknowledged the above Articles of Incorporation to be their act and deed.

AS WITNESS my hand and Notarial Seal.

Cheryl Keger
Notary Public



My commission expires: 7/1/86

LIBER 40 PAGE 480

ARTICLES OF INCORPORATION
OF
J. ROBERT WEST, CONTRACTOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 05, 1985 AT 10:51 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7
RECORDED IN LIBER 2697, FOLIO 000440, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 22 SPECIAL FEE PAID: \$ _____

D1865765

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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 171613

received for Record June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 474-480.

[Handwritten Signature]

000001

LIBER 40 PAGE 481

1965 FEB -5 A 10:41

852915

ARTICLES OF INCORPORATION
OF
ONE ACCORD MINISTRIES, INC.

A

FIRST: I, RICHARD S. WEBSTER, whose post office address is N. Kaywood Drive, 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 hereinafter referred to as the "Corporation") is

ONE ACCORD MINISTRIES, INC.

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

(A) The Corporation is organized exclusively for religious and charitable purposes.

(B) Included among the religious and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs A and C of this Article THIRD are the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, and, more specifically, to receive and administer funds for such religious and charitable purposes, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property

LAW OFFICES
Wente, Heuric, Webster & Sperry, P.A.
P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0333

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and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or "religious purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or shall in the opinion of the Board of Directors jeopardize the federal income tax exemption of the Corporation pursuant to Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland

LAW OFFICES
 Clarke, Heurne, Webster & Sperry, P. A.

P. O. BOX 307
 SALISBURY, MARYLAND 21801-0307

(301) 749-0333

for religious and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers is in furtherance of exempt purposes.

C. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954, as amended.

FOURTH: The post office address of the principal office of the Corporation in this State is: N. Kaywood Drive, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State is Richard S. Webster, N. Kaywood Drive, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

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P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0333

FIFTH: The Corporation is not organized for profit; and shall have no capital stock and shall not be authorized to issue capital stock. The number of qualifications for, and other matters relating to its members, shall be as set forth in the By-Laws of the Corporation.

SIXTH: The number of directors of the Corporation shall be not more than nine (9), nor less than three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the directors who shall act until the first meeting of directors, or until their successors are duly chosen and qualified, are: Richard S. Webster, Gerald J. Keele and Danny Tice.

SEVENTH: Upon the dissolution of the Corporation's affairs the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered, and paid over to any other religious or charitable organization (as hereinafter defined) of this or any other state, having a similar or an analogous character or purpose, in some way associated with or connected with the Corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or the United States.

LAW OFFICES
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P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0333

000905

LIBER 40 PAGE 485

NINTH: In these Articles of Incorporation references to "charitable organization" or "religious organization" mean any corporation, trust, fund, or foundation created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes or religious purposes, respectively, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, no substantial part of the activities of which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organizations described in this Article NINTH shall be entitled to exemption from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended.

B. The terms "charitable purpose" or "religious purposes" shall be limited to and shall include only religious or charitable purposes within the meaning of the terms used in Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended.

TENTH: In carrying out its purposes under these Articles of Incorporation the Corporation shall have the power to do everything necessary, suitable, or proper for the accomplishment, attainment, or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with, the purposes and objects set forth in these Articles of Incorporation, whether alone or in association with others; to

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 P. O. BOX 307
 SALISBURY, MARYLAND 21801-0307
 (301) 749-0333

possess all the rights, powers and privileges now or hereafter conferred by the General Laws of the State of Maryland upon a not-for-profit corporation organized under the laws of the State of Maryland and, in general, to carry on any of the activities to do all of the things herein set forth to the same extent and as fully as a natural person or partnership might or could do; provided that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose or object or to do any act or thing forbidden by law to a not-for-profit corporation organized under the laws of the State of Maryland.

ELEVENTH: A. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, as amended.

B. The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, as amended.

C. The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, as amended.

D. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, as amended.

E. The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, as amended.

LAW OFFICES
 Clarke, Hearn, Webster & Sperry, H.A.
 P. O. BOX 307
 SALISBURY, MARYLAND 21801-0307
 (301) 749-0333

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17th day of January, 1985, and I acknowledge the same to be my act.

WITNESS:

Linda A. Collins

Richard S. Webster (SEAL)
Richard S. Webster

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY that I on this 17th day of January, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared Richard S. Webster and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Linda A. Collins
Notary Public

My Commission Expires:
July 1, 1986



LAW OFFICES
Clarke, Hearn, Webster & Sperry, P.A.
P. O. BOX 307
SALISBURY, MARYLAND 21801-0307
(301) 749-0333

LIBER 40 PAGE 488

ARTICLES OF INCORPORATION
OF
ONE ACCORD MINISTRIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 05, 1985 AT 10:41 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2697, FOLIO 000300 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 24 SPECIAL FEE PAID: \$ _____

D1866565

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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. [Signature]



A 171693

Received for Record Jan 7, 1985 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 481-488.

A. James Smith

copy

LIBER 40 PAGE 483

003108

ARTICLES OF INCORPORATION
OF
COGIC OUTREACH MINISTRIES, INC.
(A Non-Profit Corporation)

JUN 16 A 11:05

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FIRST: I, JAMES LEONARD EURE, JR., whose address is 2 Waconia Drive, Salisbury, Maryland, 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 (which is hereafter called the "Corporation") is:

COGIC OUTREACH MINISTRIES, INC.

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

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, including but not limited to, the building of housing for the shelter and care of low income families; all for the public welfare, and for no other purposes, and to that end to take and hold by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers

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

5031808C



6.

contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligatio-s, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them, and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officer,s or other private persons, except that the Corpration shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the acitivities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publising or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

FOX & HOULIHAN
 ATTORNEYS-AT-LAW
 106 WEST MAIN STREET
 P. O. BOX 212
 SALISBURY, MD 21601

003110

LIBER 40 PAGE 491

(c) Included among the education and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD are the following:

To build housing and provide care for low income families and homeless disadvantage individuals.

FOURTH: The address of the principal office of the Corporation in this State is 2 Waconia Drive, Salisbury, Maryland 21801. The name and address of the Resident Agent of the Corporation in this State is James L. Eure, Jr., 2 Waconia Drive, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of qualifications for; and other matters relating to its members shall be as set forth in the by-laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be ten (10) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

FOX & HOULIHAN
ATTORNEYS-AT-LAW
108 WEST MAIN STREET
P. O. BOX 218
SALISBURY, MD 21801

James Leonard Eure, Sr.
635 W. Main Street
Salisbury, Maryland 21801

Mary Elizabeth Eure
635 W. Main Street
Salisbury, Maryland 21801

003111

LIBER 40 PAGE 492

Alberta Gates
467C Purnell Road
Salisbury, Maryland 21801

Darlene Eure
2 Waconia Drive
Salisbury, Md. 21801

Mary Lena Eure
2 Waconia Drive
Salisbury, Maryland 21801

Charles Cephas
P. O. Box 780
Hurlock, Maryland

Rachel Polk
407 Brookridge II, Apt. I
Salisbury, Maryland 21801

Joseph Sample
Rt. 2, Box 510 Jersey Road
Salisbury, Maryland 21801

Harry White
803 Price Road
Salisbury, Maryland 21801

James L. Eure, Jr.
2 Waconia Drive
Salisbury, Maryland 21801

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

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

003112

LIBER 40 PAGE 493

NINTH: In these Articles of Incorporation,

(a) Reference to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

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

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ELEVENTH: (1) As used in this Article ELEVENTH, 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 proceed-

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

003114

LISER 40 PAGE 495

ing 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 7th day of January, 1985, and I acknowledge the same to be my act.

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

James Leonard Eure Jr.

JAMES LEONARD EURE, JR.

LIBER 40 PAGE 496

ARTICLES OF INCORPORATION
OF
COGIC OUTREACH MINISTRIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 31, 1985 AT 10:24 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

8

RECORDED IN LIBER 2696, FOLIO 003107, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

BONUS TAX PAID: \$ 20 RECORDING FEE PAID: \$ 24 SPECIAL FEE PAID: \$ _____

D1864073

WICOMICO
TO THE CLERK OF THE CIRCUIT COURT OF

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 OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE.

David W. Fisher



A 171494

Recorded June 7, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 40, Folios 489-496.

A. James Smith 6)071

AT5-060 By: M. James R. Cure, Jr. 2 Waconia Dr., Salisbury, Md. 21801 6-17-85

CP

LIBER 40 PAGE 497
GUMBY'S, INC.

002094

852917

A MARYLAND CLOSE CORPORATION
ARTICLES OF INCORPORATION

FIRST: The undersigned, David G. Whitworth, Jr. whose address is 2101 Defense Highway, Crofton, Maryland 21114, being at least eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

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

GUMBY'S, 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.

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

(a) To engage in the dispensing of alcoholic beverages and food, operating as a bar and restaurant, and generally to purchase or otherwise acquire restaurants and taverns and to own, hold, lease, rent, or sell such business or businesses.

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

*# 002917
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Rec 5.00*

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

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, ware and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

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

(f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames,

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

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

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by any other corporation or association in which the Corporation has an

interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association.

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

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

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any