

LIBER 41 PAGE 301
ARTICLES OF AMENDMENT

OF

SHORE MOTORS, INC.

Changing its name to

SALISBURY NISSAN, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 28, 1985 AT 2:50 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2744, FOLIO 002186 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.

Paul B. Robinson



A 183586

Received for Record Dec. 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
corp 4, Folios 300-301.

A. James Smith

ARTICLES OF AMENDMENT

CHANGING NAME OF

863710

CLARKE, HEARNE, WEBSTER & SPERY, P.A.

TO

HEARNE, WEBSTER & SPERY, P.A.

Clarke, Hearne, Webster & Spery, P.A., a Maryland Professional Association, having its principal office at 300 West Main Street, Salisbury, Wicomico County, Maryland 21801-0307, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (hereinafter referred to as the "Department") that:

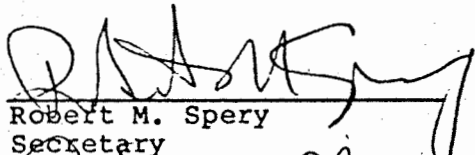
FIRST: The charter of the Corporation is hereby amended to change the name of the Corporation from Clarke, Hearne, Webster & Spery, P.A., to Hearne, Webster & Spery, P.A.

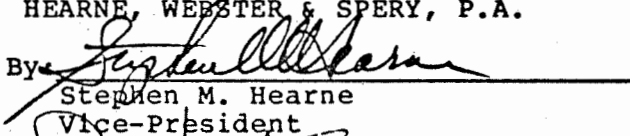
SECOND: The foregoing Articles of Amendment were duly advised by the Board of Directors and approved by the stockholders, pursuant to §2-601, et seq., of the Corporations and Associations Article of the Annotated Code of Maryland, as evidenced by their respective signatures hereinbelow.

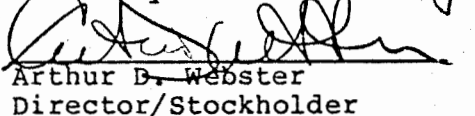
IN WITNESS WHEREOF, Clarke, Hearne, Webster & Spery, P.A., hereinafter Hearne, Webster & Spery, has caused these presents to be signed in its name and on its behalf, by its President, and its corporate seal hereunder affixed and attested, by its Secretary, on this 11th day of July, 1985, and its President acknowledges that these Articles of Amendment are the act and deed of Clarke, Hearne, Webster & Spery, P.A., hereinafter Hearne, Webster & Spery, and under penalties of perjury, that the matters and facts set forth herein, with respect to the authorization and approval hereof, are true in all material respects, to the best of his knowledge, information and belief.


ATTEST:

CLARKE, HEARNE, WEBSTER & SPERY, P.A.
hereinafter
HEARNE, WEBSTER & SPERY, P.A.


Robert M. Spery
Secretary

By 
Stephen M. Hearne
Vice-President


Arthur B. Webster
Director/Stockholder


Robert M. Spery
Director/Stockholder


Stephen M. Hearne
Director/Stockholder

REC FEE 5.00
TOTL 5.00
3798CHK 5.00
01985 12-24A11:11

52488276

5.

LIBER 41 PAGE 303

ARTICLES OF AMENDMENT

OF

CLARKE, HEARNE, WEBSTER & SPERY, P.A.

Changing its name to

HEARNE, WEBSTER & SPERY, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 5, 1985 AT 10:36 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2746, FOLIO 003498 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 183741

received for Record Dec. 24, 1985 and recorded in the Records of Wicomico County, Maryland in Liber A.J.S. No. 41. Folios 302-303.

[Handwritten Signature: A. James Smith]

863711

LIBER 41 PAGE 304

ARTICLES OF INCORPORATION
OF

INDIA TRAVELS, INC.
A CLOSE CORPORATION
(Pursuant to Annotated Code of Maryland -
Corporations and Associations,
Sections 4-101, et seq.)

* * * * *

THIS IS TO CERTIFY:

FIRST:

That I, George Nepert, 1429 Toadvine Road, Salisbury, Maryland, 21801, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND:

The name of the Corporation is:

INDIA TRAVELS, INC. ✓

THIRD:

The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could and in any part of the world or universe as principal, agent, contractor, trustee or otherwise, and either alone or in company with others, namely:

(a) To serve as a travel agent, tour guide, tour organizer or to provide any and all other services including the sale of merchandise, tickets, and other related materials to people for the purpose of providing a fully integrated tour service for any and all countries and any and all places throughout the world.

(b) To purchase, lease, hire, or otherwise own and acquire, either for the use of the corporation, or for lease, rental, or sale to others, personal and real property of any nature and description, including but not limited to: aircraft, boats, motor vehicles, salvaged or surplus items, or other goods of any nature or description, regardless of its value or the lack thereof;

(c) To purchase, lease, hire or otherwise acquire real and personal property, improved or unimproved, of every kind and description, and to sell, dispose of, lease, convey, encumber, and mortgage said property, or any part thereof;

HEARNE & BAILEY, P.A.
ATTORNEYS AT LAW
SALISBURY, MD.

AREA CODE 301
749-5144

REC FEE 5.00
TOTL 5.00
3799CHK 5.00
02 01985 12-24 11:11

52248425

003557

LIBER 41 PAGE 305

to acquire, hold, lease, manage, operate, develop, control, build, erect, maintain for the purposes of said company, construct, re-construct or purchase, either directly or through ownership of stock in any corporation, any lands, buildings, offices, stores, warehouses, mills, shops, factories, plants, machinery rights, easements, privileges, franchises and licenses, and to sell, lease, hire or otherwise dispose of the lands, buildings or other property of the company or any part thereof;

(d) To act as agent, distributor, attorney-in-fact, factor or broker, incident to any or all of the business of this corporation, on commission or otherwise, for individuals, co-partnerships, joint stock associations or corporations, foreign or domestic, including governments or governmental authorities; and to aid, assist, promote and conserve the interest of, and afford facilities for the convenient transaction of business by its principals and patrons in all parts of the world;

(e) To purchase shares of its own stock in accordance with the provisions of Maryland law or the stock or securities of any other corporation, domestic or foreign;

(f) To borrow money and to issue therefor promissory notes, and to give as security for its indebtedness mortgages, pledges, deeds of trust or other liens upon the corporate assets or property, real, personal and mixed, and to endorse, pledge company assets, collaterally secure or in anywise guarantee the payment or performance of any notes, mortgages, contracts, obligations or undertakings of any person, firm or corporation in which the stockholders of this corporation shall determine is in the furtherance of the business purposes of the corporation;

(g) To issue bonds, debentures or other obligations of the corporation, and to give as security therefor mortgages, deeds of trust by way of mortgages, pledges or other liens upon the corporate assets or property, real, personal and mixed;

(h) To apply for, acquire, hold, use, pledge, mortgage, license, assign or otherwise acquire, dispose of and deal in letters patent, copyrights, registered trade names and trademarks, issued or granted by the United States or any foreign country, state or province, and generally to acquire, dispose of, use, hold and deal in patents, inventions, articles, processes and improvements;

(i) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount with any person, firm, association or corporation;

(j) To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, and to pay for the same in cash, stocks or bonds of this corporation or otherwise;

(k) To do any and all things necessary or desirable or which may be appropriate to promote and attain the objects and purposes hereinabove enumerated;

LIGER 41 PAGE 306

(l) In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Maryland upon corporations, and to do any or all of the things hereinbefore set forth to the extent as natural persons might or could do;

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

FOURTH:

The post office address of the principal office of the Corporation in this state will be 1429 Toadvine Road, Salisbury, Maryland 21801. The resident agent of the Corporation is George Nepert, who resides at 1429 Toadvine Road, Salisbury, Maryland 21801, said resident agent being a citizen of the State of Maryland and actually residing therein. ✓
Same

FIFTH:

Pursuant to the Annotated Code of Maryland, Corporations and Associations, Section 4-302, the Corporation elects not to have a Board of Directors, and the business and affairs of this Corporation shall be managed by direct action of the Stockholders of the Corporation, and all powers given to Directors by the Annotated Code of Maryland, Corporations and Associations, or any other law, contract, or agreement may be exercised by the Stockholders. This election to have no Board of Directors shall become effective at such time as the organizational meeting of the Directors and the issuance of one share of stock of the Corporation have been completed, pursuant to Section 4-302. Until such time as the election is effective, the Corporation shall have three Directors and Fulton P. Jeffers, George Nepert and Charles R. Dashiell, Jr., shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH:

The total amount of authorized capital stock is five thousand (5,000) shares without par value. Each share, regardless of how held, shall be entitled to one (1) vote; however, this may be altered or changed by either the By-Laws or Stockholders' Agreements pursuant to Annotated Code of Maryland, Corporations and Associations, Sections 4-401, et seq.

SEVENTH:

The Board of Directors and the Stockholders of the Corporation are hereby empowered to authorize from time to time the issuance of shares of its stock of the par value and class authorized hereby or now or hereafter authorized by them. There shall be only one (1) class of stock of the said Corporation and said stock may be issued for such consideration as said Board of Directors or Stockholders may

003559

LIBER 41 PAGE 307

deem advisable, subject to such restrictions and limitations, if any, as may be set forth in the By-Laws or Stockholders' Agreement and as may be imposed by the State of Maryland.

EIGHTH:

At any time or from time to time, any of the provisions of these Articles of Incorporation, including but without limiting the generality of the foregoing, and any of the terms of the stock of the Corporation at the time outstanding, may be amended, altered or repealed (and the said terms changed by classification, reclassification or otherwise) and other provisions authorized by the statutes of the State of Maryland at the time in force may be added or inserted in the manner prescribed by said statutes; and all rights at any time conferred upon the Stockholders of the Corporation by its Articles of Incorporation are granted subject to the provisions of this Section Eighth.

IN TESTIMONY WHEREOF, I have signed these Articles of Incorporation, on this 6th day of August, A.D., 1985.

TEST:

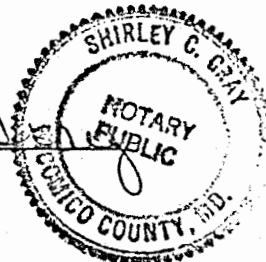
Shirley C. Gray George Nepert (SEAL)
George Nepert

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY, That on this 6th day of August, A.D., 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared George Nepert and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Shirley C. Gray
Notary Public
My Commission Expires:
7/1/86



LIBER 41 PAGE 308

ARTICLES OF INCORPORATION
OF
INDIA TRAVELS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 12, 1985 AT 09:59 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2741 FOLIO 5 003555 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____

D1984749

TO THE CLERK OF THE CIRCUIT COURT OF
WICOMICO

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

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

Gal B. Johnson



A 183799

received for Record Dec. 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 41, Folios 304-308.

A. James Smith

P. M. GEORGE NEEBERT 1429 TOADLINE RD. SANB. 1/8/86

WDW/lac

LIBER 41 PAGE 309

002931

863712

ARTICLES OF INCORPORATION
OF

WETIPQUIN COMMUNITY DEVELOPMENT CLUB, INC.

THIS IS TO CERTIFY:

FIRST

That we, the subscribers, Rachel Hall, whose post office address is Route 1, Quantico, Maryland 21856, Amos Mitchell, whose post office address is Route 1, Quantico, Maryland 21856, and Joyce Burrell, whose post office address is Route 1, Quantico, Maryland 21856, all being of full legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND

The name of the Corporation is:

WETIPQUIN COMMUNITY DEVELOPMENT CLUB, INC. ✓

THIRD

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

- (a) To own, operate and provide a community center for the Town of Wetipquin and surrounding territories, to be used in furtherance of religious, charitable, scientific, literary, or educational effort, designed to benefit the citizens of the community in general, and to provide such further assistance as may be permitted in accordance with the Internal Revenue Code of 1954, Section 501(c)(3), and amendments thereto.

REC FEE	00
TOTL	00
3800CHK	00
02 01985 12-2441	11

52288304

5.

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

go

The Corporation shall have such powers as are necessary to be exercised by it, and in furtherance of the purpose herein set forth it shall at all times conduct itself in such a way as that all its activity falls within the broad outlines of "charity" as developed by judicial decisions, including but not limited to relief of the poor and distressed or of the underprivileged; advancement of religion; advancement of education or science; direction or maintenance of public buildings, monuments, or works; lessening of the burdens of government; and promotion of social welfare by organizations designed to accomplish any of the above purposes, or to lessen neighborhood tension; to eliminate prejudice and discrimination; to defend human civil rights secured by law; or to combat community deterioration and juvenile delinquency.

FOURTH

No part of the net earnings of the Corporation shall inure to the benefit of any officers, directors, individuals.

FIFTH

Upon the dissolution of this Corporation, all assets of said Corporation determined at the effective date of dissolution shall be distributed to such organizations operated for similar or like purposes and which said organizations shall have qualified for exemption purposes within the contemplation of Section 501(c)(3) of the Internal Revenue Code of 1954 and amendments thereto.

SIXTH

The post office address of the principal office of the Corporation is: Wetipquin Community Development Club, Box 10,

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

P. O. BOX 307

SALISBURY, MARYLAND 21801-0307

(301) 749-0313

002933

LIBER 41 PAGE 311

Route 1, Wetipquin, Maryland 21856; the resident agent of said Corporation is Rachel Hall, and her address is Route 1, Quantico, Maryland 21856, said resident agent being a citizen of the State of Maryland and actually residing therein.

SEVENTH

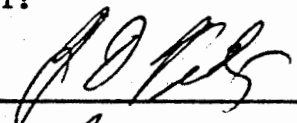
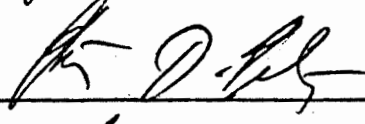
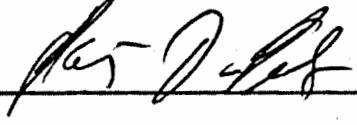
The Corporation is not authorized to issue any capital stock.

EIGHTH

The Corporation shall have not less than three nor more than thirty directors, and Rachel Hall, Amos Mitchell and Joyce Burrell shall act as such until the first annual meeting, or until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the By-Laws may from time to time provide.

IN TESTIMONY WHEREOF, we have signed these Articles of Incorporation, this 29th day of July, A.D., 1985.

TEST:

	<u>Rachel Hall</u> Rachel Hall
	<u>Amos Mitchell</u> Amos Mitchell
	<u>Joyce P Burrell</u> Joyce Burrell

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

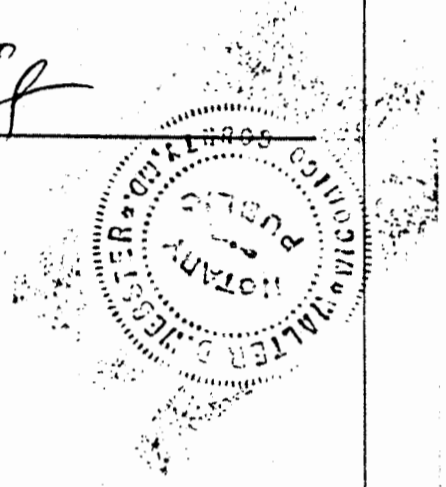
STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 29th day of July, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for the county aforesaid, personally appeared Rachel Hall, Amos Mitchell and Joyce Burrell and each acknowledged the foregoing to be their act and deed.

AS WITNESS my hand and Notarial Seal.

[Handwritten Signature]

Notary Public



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

LIBER 41 PAGE 313

ARTICLES OF INCORPORATION
OF
WETIPQUIN COMMUNITY DEVELOPMENT CLUB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 16, 1985 AT 12:43 P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2742 , FOLIO 5 002930 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____

D1986975

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 183973

received for Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 41, Folios 309-313.

[Handwritten Signature]

JOHN R. BRIDGE, INC.

863713

ARTICLES OF INCORPORATION

FIRST: I, Victor H. Laws, III, whose post office address is 107 North Baptist Street, P. O. Box 75, 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 referred to as the "Corporation") is JOHN R. BRIDGE, INC..

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

(1) 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 powers to carry out the purposes above set forth as fully as natural persons, whether as principals, agents, trustees, or otherwise.

(2) 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, and to generally deal in groceries and grocery products.

(3) 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.

(4) The corporation hereby shall have power to purchase, lease, or otherwise acquire by bequest, devise, gift, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, as may be necessary or convenient for the proper conduct of the affairs fo the corporation, without limitation as to amount or value, in any of the states, districts, or territories of the United States, ~~or in any~~ and all foreign countries, subject to the laws of any such states, districts, territories, or countries.

52328141

REC FEE 5.00
TOTL 5.00
3801CHR 5.00
02 01985 12-24A11:11

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

FOURTH: The post office address of the principal office of the Corporation in this state is 717 Roland Street, Salisbury, Maryland 21801. The name and post office address of the resident agent of the Corporation in this state is John R. Bridge, Emory Court, Salisbury, Maryland 21801.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is One Hundred Thousand (100,000) shares of common stock, with a par value of One Dollar (\$1.00) each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand Dollars (\$100,000).

SIXTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three, 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: John R. Bridge, Michael Heyde and Earlene Korbman.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 9th day of August, 1985, and I acknowledge the same to be my act.

TEST:

Shelley L. Evans

Victor H. Laws, III (SEAL)
Victor H. Laws, III

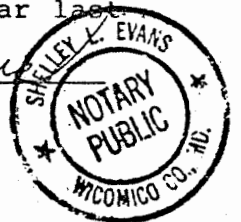
STATE OF MARYLAND, COUNTY OF WICOMICO:

THIS IS TO CERTIFY that on this 9th day of August, 1985, before me the subscriber, a notary public for the state and county aforesaid, personally appeared Victor H. Laws, III, and acknowledged the foregoing Articles of Incorporation to be his act.

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

Shelley L. Evans
Notary Public

My Commission Expires:
July 1, 1986



LIBER 41 PAGE 316

ARTICLES OF INCORPORATION
OF
JOHN R. BRIDGE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 20, 1985 AT 10:40 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2742 , FOLIO 003600 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____

D1988005

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.

Paul B. Quinn



A 184042

received for Record Nov 24, 1985 and recorded in the
Corp Records of Wicomico County, Maryland in Liber A.J.S.
No. 41 Folios 314-316.

A. James Smith

Pr. & Rec. VICTOR LAWS, III 1/8/86

002102

A

LIBER 41 PAGE 317

863714

ARTICLES OF INCORPORATION
OF
B K R, INC.

FIRST: I, Dirk W. Widdowson, whose post office address is 121 East Market Street, P. O. Box 41, Salisbury, Maryland 21801, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is B K R, INC. ✓

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

(1) To engage in the business of making estimates on and erecting and constructing buildings, docks, wharves, sidewalks, roadways, and any other structure or thing that is to be made of concrete, and to do the concrete construction work on any structure or other thing that is in whole or in part to be made of concrete. To acquire and hold the necessary plant and equipment to carry out the above objects and to acquire, by purchase or otherwise, such gravel beds and sand banks as may be necessary.

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

FOURTH: The post office address of the principal office of the Corporation in this State is Route 1, Box 161, Parsonsburg, Maryland 21849. The name and post office address of the Resident Agent of the Corporation in this State are Wesley C. Baker, Route 1, Box 161, Parsonsburg, Maryland 21849. Said Resident Agent is an individual actually residing in this State. ✓
same

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 director who shall act until the first annual meeting or until his successor or successors are duly chosen and qualified is:

Wesley C. Baker

REC FEE 5.00
TOTL 5.00
3802CHK 5.00
02 01985 12-24A1 :12

52846147

5.

1985 AUG 22 A 10:22

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

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

(1) The Board of Directors of the Corporation is hereby empowered to authority 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 qualification 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 including 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 preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

NINTH: (1) As used in this Article NINTH, 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

602104

LISER 41 PAGE 319

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 19th day of August, 1985, and I acknowledge the same to be my act.

WITNESS:

Janice E. Dawson

Dirk W. Widdowson (SEAL)
Dirk W. Widdowson

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this 19th day of August, 1985, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Dirk W. Widdowson, and he acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.



Janice E. Dawson
Notary Public

My Commission Expires July 1, 1986.

LAW OFFICES
EATON & WIDDOWSON,
P.A.
121 East Market Street
P.O. Box 41
Salisbury, MD. 21801
(301) 749-1530

LIBER 41 PAGE 320

ARTICLES OF INCORPORATION
OF
B K R , INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 22, 1985 AT 10:24 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2743 , FOLIO 002101 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____

D1989144

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 184218

received for Record Dec 29, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 317-320.

[Handwritten Signature: A. James Smith]

002570

LIBER 41 PAGE 321

863715

ARTICLES OF INCORPORATION

OF

VALLEYWOOD SECTION NO. 4 HOMEOWNERS ASSOCIATION, INC.

g

FIRST: I, THE UNDERSIGNED, Donald C. Davis, whose post office address is 212 E. Main Street, Salisbury, Maryland, 21801, being at least eighteen (18) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, execute and file these Articles with the intention of forming a non-stock corporation.

SECOND: The name of the corporation is Valleywood Section No. 4 Homeowners Association, Inc. ✓

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

(a) To promote the health, safety and welfare of the residents of the property shown on the plat entitled "Valleywood, Section No. 4" which is recorded among the Plat Records of Wicomico County, Maryland in Plat Book A.J.S. No. 3, Folio 331;

(b) To encourage and promote the observance of the covenants, restrictions, conditions, agreements and charges contained in the deed which is recorded among the Land Records of Wicomico County, Maryland in Liber A.J.S. No. 872, Folio 12, et seq.; and

(c) In addition to the foregoing, the corporation shall, at all times, have and be authorized to exercise and enjoy all of the powers, rights, immunities and privileges granted to, or conferred upon, corporations of a similar character by the general laws of the State of Maryland now or hereafter in force, except as limited in Article FIFTH hereof.

✓ FOURTH: The post office address of the principal office of the corporation is 508 Viewfield Drive, Salisbury, Maryland, 21801. The name of the resident agent of the corporation in this State is Richard S. Weigle, Jr., whose post office address is 508 Viewfield Drive, Salisbury, Maryland, 21801. Said resident agent is a citizen of this State and actually resides herein. ✓ some

FIFTH: The corporation is not organized for a pecuniary profit and shall not be operated for profit. It shall not be authorized or have any power to issue capital stock. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized

52848219

REC FEE 5.00
TOTL 5.00
3803CHK 5.00
02 01985 12-24A11:12

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 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 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).

SIXTH: The members of the Association shall be the persons and/or entities who from time to time hold legal title to the lots in the subdivision known as "Valleywood, Section No. 4" as shown on the plat recorded among the Plat Records of Wicomico County, Maryland in Plat Book A.J.S. No. 3, Folio 331, provided that any person or entity which holds such interest solely as security for the performance of any obligation shall not be a member solely on account of such security. There shall be assigned and appurtenant to each lot in the subdivision one vote in the affairs of the Association which may be cast by the holder(s) of legal title to that lot in such manner as they may decide between them but in no event shall more than one lot be cast with respect to any lot. Membership shall be appurtenant to the holding of legal title to a lot in the subdivision and may not be separated therefrom. The rights, powers and duties of members, limitations upon or qualifications of voting power, and all other matters pertaining to the membership and conduct, management and control of the business, property and affairs of the corporation shall be as provided from time to time in the By-Laws of the corporation.

SEVENTH: The affairs and business of the corporation shall be managed and conducted by a Board of Directors, the members of which, except as named herein, shall be elected to office in the manner provided in the By-Laws of the corporation. The Board shall have such powers and duties as may be provided in the Articles of Incorporation and the By-Laws of the corporation. The Board of Directors shall consist of not more than nine persons, which number may be increased or decreased pursuant to the By-Laws of the corporation and shall never be less than three. The following persons shall constitute the original Board and shall serve until their successors are duly chosen and qualified: Barbara Hoffman, Linda D. Smith and Richard S. Weigle, Jr.

002572

LIEER 41 PAGE 323

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The private property of the members and the Board of Directors shall not be subject to the payment of corporate debts to any extent whatsoever.

TENTH: Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or 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), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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

WITNESS:

Barbara C. Patey Donald C. Davis (SEAL)
DONALD C. DAVIS

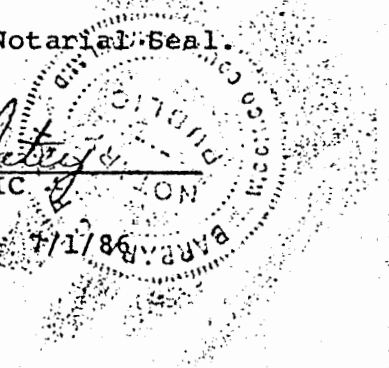
STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 21st day of August, 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.

Barbara C. Patey
NOTARY PUBLIC

My Commission Expires: 7/1/86



LIBER 41 PAGE 324

ARTICLES OF INCORPORATION
OF
VALLEYWOOD SECTION NO. 4 HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 22, 1985 AT 11:23 A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2743 , FOLIO 4 002569 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____

D1989540

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.

Richard W. Fisher



A 184247

Received for Record Dec. 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
41, Folios 321-324.

A. James Smith

ARTICLES OF INCORPORATION

002757

OF

863716

MESSICK AUTO SALES, INC.

A CLOSE CORPORATION

FIRST: The incorporator, William Ralph Messick, whose post office address is Route 1, Eden, Maryland, Maryland, 21822, David A. Messick, whose post office address is 311 Center Street, Fruitland, Maryland 21826, and William R. Messick, Jr., whose post office address is Route 9, Box 204, Eden, Maryland 21822, 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: The name of the corporation (hereinafter the "Corporation") is

MESSICK AUTO SALES, INC. ✓

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

(a) To buy, sell and trade any and all types of new and used vehicles.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 656 South Salisbury Boulevard, Salisbury, Maryland 21801. The resident agent of the Corporation is William Ralph Messick, whose address is Route 1, Eden, Maryland, 21822. 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 10,000 shares of the par value of \$10.00 each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is \$100,000.00. ✓

52358302

REC FEE 5.00
TOTL 5.00
3804CHK 5.00
02 01985 12-25 11:12

SIXTH: The Corporation shall have one director, William Ralph, 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 7th day of August, 1985.

TEST:

M. G. Nicholas

William Ralph Messick (SEAL)
William Ralph Messick,
Incorporator

M. G. Nicholas

David A. Messick (SEAL)
David A. Messick,
Incorporator

M. G. Nicholas

William R. Messick, Jr. (SEAL)
William R. Messick, Jr.
Incorporator

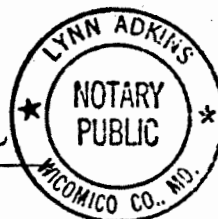
STATE OF MARYLAND, COUNTY OF WICOMICO

THIS IS TO CERTIFY, that on this 7th day of August, 1985, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared William Ralph, David A Messick and William R. Messick, Jr. and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and notarial seal.

My commission expires:
July 1, 1986

Lynn Adkins
Notary Public



LIBER 41 PAGE 327

ARTICLES OF INCORPORATION
OF
MESSICK AUTO SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 23, 1985 AT 10:36 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2743 FOLIO 3 002756 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____
D1989870

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.

Richard W. Fisher



A 184273

Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41 Folios 325-327.
A. James Smith

002861

LIBER 41 PAGE 328

863717

FRENCH CONNECTION HAIR DESIGNS, 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, CARMEN AUBAIN, whose address is 1507 Windham Court, 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

✓ FRENCH CONNECTION HAIR DESIGNS, INC.

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

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

- (1) To own, maintain, conduct, and operate a general business for the beauty and cosmetology profession, and to buy, sell, and generally deal in beauty supplies.
- (2) 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, including but not limited to beauty supplies, 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 powers to carry out the purposes above set forth as fully as natural persons, whether as principals, agents, trustees, or otherwise.
- (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 address of the principal office of the Corporation in this State is 209 Waverly Plaza, Salisbury, Maryland 21801. The name and address of the Resident Agent of the Corporation in this State is Carmen Aubain, 1507 Windham Court, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

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

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

RECFEE 5.00
TOTT 5.00
330512K 5.00
02 01935 12-24A11:12

52050210

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LIBER 41 PAGE 329

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 Carmen Aubain.

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 22nd day of August, 1985, and I acknowledge the same to be my act.

Carmen Aubain
CARMEN AUBAIN

STATE OF MARYLAND)
COUNTY OF WICOMICO) ss:

I HEREBY CERTIFY, that on this 22nd day of August, 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared CARMEN AUBAIN, who acknowledged the foregoing Articles of Incorporation to be her free act.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year above written.

[Signature]
Notary Public
[Notary Seal]

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

My commission expires: 7/1/86

LIBER 41 PAGE 330

ARTICLES OF INCORPORATION
OF
FRENCH CONNECTION HAIR DESIGNS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND AUGUST 23, 1985 AT 11:04 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2743 FOLIO 3 002860 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____

D1990092

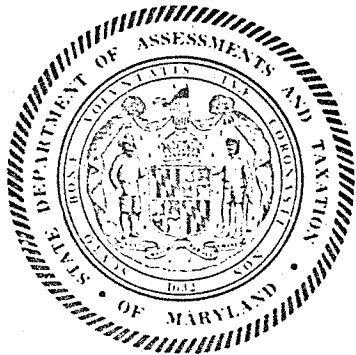
WICOMICO

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 184288

Received for Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41 Folios 328-330

[Handwritten Signature]

0).nrk

ARTICLES OF TRANSFER

OF

863718

TONY TANK MARKET, INC.

90

ARTICLES OF TRANSFER entered into this 13th day of August, 1985, by and between Tony Tank Market, Inc., a Maryland close corporation which has no board of directors (sometimes referred to hereinafter as the "Transferor"), and Tony Tank One Stop, Inc., a Maryland corporation (sometimes referred to hereafter as the "Transferee").

THIS IS TO CERTIFY:

FIRST: Effective immediately, Transferor does hereby agree to sell, assign and transfer substantially all of its property and assets to the Transferee, as hereinafter set forth. The Transferee does not hereby assume any of Transferor's debts, obligations or undertakings and will not be liable therefore.

SECOND: The name and state of incorporation of each corporation party to these Articles is as follows:

A. Transferor is a corporation organized under the laws of the State of Maryland; its name is Tony Tank Market, Inc.

B. The Transferee is a corporation organized under the laws of the State of Maryland; its name is Tony Tank One Stop, Inc.

THIRD: The address and principal place of business of the Transferee in the State of Maryland is: Clyde and Camden Avenues, Fruitland, Maryland 21826, in Wicomico County, Maryland. The address and principal place of business of the Transferor in the State of Maryland is Tony Tank Market, Clyde and Camden Avenues, Fruitland, Maryland 21826, in Wicomico County, Maryland.

REC FEE 5.00
TOTL 5.00
3806CHK 5.00
02 01985 12-24A11:13

FOURTH: The nature and amount of the consideration ("purchase

52498205

5.

RBT-7/30/85

LIBER

41 PAGE 332

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price") to be paid by the Transferee for the property and assets of the Transferor is Eighteen Thousand Four Hundred Nine Dollars and Thirty-Four Cents (\$18,409.34).

FIFTH: The principal office of Transferor is P.O. Box 463, Fruitland, Maryland 21826, in Wicomico County, Maryland. The Transferor does not own an interest in land in the State of Maryland.

SIXTH: The principal office of the Transferee is Clyde and Camden Avenues, Fruitland, Maryland 21826, in Wicomico County, Maryland. The Transferee does not own an interest in land in the State of Maryland.

SEVENTH: The stockholders of Transferor, acting as its Board of Directors, by unanimous action, have duly adopted a resolution declaring that the sale, assignment and transfer of substantially all the assets of the Transferor as herein set forth is advisable, and a unanimous written informal action setting forth authorization and approval of such action was signed by all of the stockholders of Transferor entitled to vote thereon; thus, the transaction set forth in these Articles and its terms and conditions have been advised, authorized and approved by Transferor in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Articles of Incorporation of Transferor.

EIGHTH: The Board of Directors of the Transferee, by unanimous action, has duly adopted a resolution that the purchase, assignment and transfer of substantially all the assets of Transferor as herein set forth is advisable, and a unanimous written informal action setting forth authorization and approval of these Articles of Transfer was signed by all of the stockholders of the Transferee entitled

LIBER 41 PAGE 333

to vote thereon; thus, the transaction set forth in these Articles and its terms and conditions have been advised, authorized and approved by the Transferee in the manner and by vote required by the Corporations and Associations Article of the Annotated Code of Maryland and the Articles of Incorporation of such Transferee.

NINTH: Effective immediately, in consideration of the payment to Transferor of the purchase price, the receipt of which is hereby acknowledged, Transferor does hereby bargain, sell, deed, grant, convey, transfer, set over and assign unto Transferee the following assets of Transferor: (i) its entire inventory of goods and merchandise, (ii) rights under its alcoholic beverage license, and (iii) equipment and trade fixtures.

TENTH: These Articles of Transfer are executed, acknowledged, sealed and delivered in the State of Maryland and it is accordingly understood and agreed that these Articles of Transfer shall be construed in accordance with the law applicable to contracts made and entirely to be performed within the State of Maryland.

IN WITNESS WHEREOF, the parties have caused these Articles of Transfer to be signed and acknowledged on their behalf by their respective presidents and attested by their respective secretaries as of the day and year first mentioned above.

ATTEST:

George H. White
Secretary

TONY TANK MARKET, INC.

By: Edward M. Biscoe, Jr. (SEAL)
Edward M. Biscoe, Jr., President

ATTEST:

William P. [Signature]
Secretary

TONY TANK ONE STOP, INC.

By: M. Lee Callahan (SEAL)
President

RBT-7/30/85

000312

LIBER 41 PAGE 334

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

Edward M. Biscoe, Jr.
Edward M. Biscoe, Jr.

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

M. Lee Callahan
President

LIBER 41 PAGE 335

ARTICLES OF TRANSFER

BETWEEN

TONY TANK MARKET, INC. (MD CORP.) TRANSFEROR

AND

TONY TANK ONE STOP, INC. (MD CORP.) TRANSFEREE

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 6, 1985 AT 10:33 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2746, FOLIO 000308, OF THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE 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: Brian W. Fisher]



A 184510

Received for Record Dec. 24, 1985 and recorded in the Corp. Records of Wicomico County, Maryland in Liber A.J.S. No. 41, Folios 331-335. [Handwritten signature: A. James Smith]

863719

ARTICLES OF INCORPORATION

OF

SALISBURY CHORAL SOCIETY, INC.

THIS IS TO CERTIFY:

FIRST

That we, the subscribers, Mabel L. Cullen, whose post office address is RFD #3, Foskey Lane, Delmar, Maryland 21875, Dana F. Woodman, Jr. whose post office address is 700 Alvin Avenue, Salisbury, Maryland 21801 and William F. Obier, whose post office address is Route 2, Delmar, Delaware 19940, all being of full legal age, do, under and by virtue of the general laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND

The name of the corporation is
 "SALISBURY CHORAL SOCIETY, INC."

THIRD

The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are to do any or all of the things herein mentioned, as fully and to the same extent as natural persons might or could; and in any part of the world as principal, agent, contractor, trustee or otherwise, and either alone or in company with others, namely:

- (a) to promote, establish and maintain a tradition of choral excellence;
- (b) to promote and present fine performances of major choral literature, accompanied and unaccompanied, secular and sacred, from all musical eras;
- (c) to foster and cultivate an appreciation for fine

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 02 0195 12-1-81

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

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LISER 41 PAGE 337

choral music on the Eastern Shore of Maryland and elsewhere;

(d) to exert a positive influence on choral performance standards throughout the Eastern shore of Maryland and elsewhere;

(e) to acquire by purchase or in any other manner and to take, receive, hold, use, employ, sell, mortgage, market, lease and dispose of or otherwise deal with any property, real or personal, situated in or out of the State of Maryland, which the corporation may deem appropriate or desirable to enable it to effectuate or accomplish any of its purposes or objects;

(f) in furtherance of any of the objects or in furtherance of the corporation's objectives, to take, receive, hold, invest, use and employ as Trustee, any property, real or personal, which the corporation may receive or acquire in trust by gifts, deed, devise, bequest or otherwise;

(g) to do any other thing, act or matter and to engage in any activity in furtherance and in effectuation, either directly or indirectly, of the aforesaid objects or any of them; and

(h) in addition to the aforesaid powers, the corporation shall at all times have and enjoy all of the rights, privileges, powers and immunities provided by the Code of Public General Laws of Maryland.

FOURTH

The post office address of the place of business at which the principal office will be located is RFD #3, Foskey Lane, Delmar, Wicomico County, Maryland 21875. The resident agent of the corporation is Mabel L. Cullen, whose post office address is RFD #3, Foskey Lane, Delmar, Maryland 21875, said resident agent being a citizen of the State of Maryland and actually residing therein.

FIFTH

The corporation shall have not less than three (3) directors and such other directors as may be prescribed by the by-laws of said corporation. All directors must be members of said corporation in good standing and shall be elected for a term of one (1) year at the annual meeting of the membership to be held on the second Sunday in June of each year, unless otherwise provided in the by-laws of said corporation, and the following persons shall act as such directors until the first annual meeting or until their successors are duly chosen and qualified, namely: Mabel L. Cullen, Dana ^{/F.}Woodman ^{/Jr.} and William F. Obier.

SIXTH

The corporation is a voluntary association of individuals organized solely for the pursuit and accomplishment of the benevolent purposes and objects hereinbefore set forth and not with a view to any pecuniary gain or profit to the members thereof, and the corporation shall have no capital stock.

The rights, privileges and immunities of the members of the corporation and its property shall at all times be governed by the by-laws of the corporation, subject to the provisions of the Code of Public General Laws of Maryland relating to corporations.

SEVENTH

In the event of the dissolution of this corporation or in the event it shall cease to exist for the stated purposes, its assets shall in no wise be deemed the property of members and all the property and assets shall be distributed to the Wicomico Council for the Arts or a non-profit organization with similar purposes as herein set forth under Paragraph Third hereof, which has been granted exemption from Federal Income Tax under the provisions of Section 501 (c) 3 of the Internal Revenue Code of 1954

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and the amendments thereto, or to a local, State or Federal government for exclusively public purposes.

Under no circumstances shall any of the property or assets of the corporation during the existence and/or upon dissolution thereof go or be distributed to any officer, member or subsidiary of this corporation.

IN TESTIMONY WHEREOF, we have signed this Articles of Incorporation on this 27th day of August, 1985.

ATTEST:

Natalie W. McMullen

Mabel L. Cullen (SEAL)

Dana D. Woodman, Jr. (SEAL)

William F. Obier (SEAL)

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 27th day of August, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Mabel L. Cullen, Dana Woodman ^{/F.} _{/Jr.} and William F. Obier, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.



Natalie W. McMullen
Notary Public

LIBER 41 PAGE 340

ARTICLES OF INCORPORATION
OF
SALISBURY CHORAL SOCIETY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
SEPTEMBER 06, 1985 10:20 A.
OF MARYLAND AT O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2745 FOLIO 5 003051 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____

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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 184884

Received for Record Dec. 29, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
41 Folios 336-340.

[Signature] (lax)

863720

THE GLORIOUS CHURCH OF GOD IN CHRIST

ARTICLES OF INCORPORATION

EW

FIRST: The undersigned, all being adult persons at least eighteen (18) years of age duly elected by the Members (as hereinafter defined) of the congregation of The Glorious Church of God In Christ (the "Religious Corporation"), to serve as trustees (the "Trustees") in the name and on behalf of the Religious Corporation to manage its estate, property, interest and inheritance, pursuant to Title 5, Subchapter 3 of the Corporations and Associations Article of the Annotated Code of Maryland, do hereby associate ourselves as incorporators with the intention of forming a religious corporation under and by virtue of the provisions of the General Laws of the State of Maryland, and do hereby certify to the State Department of Assessments and Taxation of Maryland as follows:

SECOND: The name of the Religious Corporation and the church is The Glorious Church of God In Christ.

THIRD: The plan for the Religious Corporation (the "Plan") is and shall be as follows:

(1) The purposes for which the Religious Corporation is formed are:

(a) The Religious Corporation is organized exclusively for religious, educational and charitable purposes, including, for such purposes, the making of distributions to organizations which 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 religious, charitable and educational purposes, all for the public welfare, and for no other purposes; and to that end to take and hold, by bequest, devise, gift,

RICHARD ELI JACKSON
ATTORNEY AT LAW
ELKTON, MARYLAND 21921

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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 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 Section 1(d) of this Plan, or as shall, in the opinion of the Trustees, jeopardize the federal income tax exemption of the Religious 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, obligations or other securities of any corporation or corporations, domestic or foreign, but only for some or all of the foregoing purposes; 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 religious, 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 Religious Corporation shall inure to the benefit of or be distributable to its members, Trustees, officers or other private persons, except that the Religious 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 Article THIRD, Section (1) hereof. No substantial part of the activities of the Religious Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Religious Corporation shall not participate, or intervene, (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this Plan, the Religious 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).

(c) Included among the religious, educational and charitable purposes for which the Religious Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD, Section (1), are the following:

(i) to establish and maintain a church and to provide a place of worship and prayer;

RICHARD ELI JACKSON
ATTORNEY AT LAW
ELKTON, MARYLAND 21921

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(ii) to establish, maintain and conduct a school for religious instruction of children and adults;

(iii) to further all religious and charitable work; and,

(iv) for such purposes to adopt and establish Articles of Incorporation, By-Laws, rules and regulations in accordance with applicable law.

(d) In this Plan:

(i) references to "charitable organization" or "Charitable organizations" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its states, territories, possessions, or the District of Columbia, 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 stockholder or individual, and no substantial part of the activities of which involves carrying on of propaganda or otherwise attempting to influence legislation and which do not involve participating, or intervening, (including the publishing or distributing of statements), in any political campaign on behalf of any candidates for public office; and,

(ii) the term "charitable purposes" shall be limited to and shall include only religious, charitable, or educational purposes within the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1954, and only such purposes as also shall 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.

(2) The time and manner for election and succession of Trustees is as follows: The Trustees shall be elected and their successors continued at a time and place ordinarily used for public meetings of the Religious Corporation, by the individuals who, according to the custom and usage of the Religious Corporation, have a voice in the management and direction of the congregational or temporal affairs of the Religious Corporation. A majority of all the votes cast by adult Members at an annual meeting of the Members (as hereinafter defined) at which a quorum is present shall be sufficient to elect a Trustee.

(3) (a) A person shall be a Member of the Religious Corporation and, as such, shall be entitled to vote at meetings of Members of the Religious Corporation and shall be qualified to be elected as a Trustee and officer of the Religious Corporation if:

(i) such person is a Trustee of the Religious Corporation on the date these Articles of Incorporation are accepted for record by the State Department of Assessments and Taxation of Maryland (the "Department"); or

(ii) such person shall be designated, as such, by the affirmative vote of a majority of the entire Board of Trustees within two (2) months of the date these Articles of Incorporation are accepted for record by the Department; or,

(iii) such person has participated in the congregational and temporal affairs of the Religious Corporation for a continuous and uninterrupted period of not less than three (3) years.

(b) a Member, once qualified as hereinabove provided, shall remain such as long as:

(i) the annual dues imposed by the Religious Corporation on such Member are promptly paid by such Member; and

(ii) all rules and regulations of the Religious Corporation, as determined by the Trustees, are substantially complied with by such Member; and

(iii) such Member continues to participate in the congregational and temporal affairs of the Religious Corporation.

In the event a Member does not fulfill all of the requirements imposed by this Article THIRD, Section (3)(b), then such Member may be disqualified and removed as a Member by a majority vote of the entire Board of Trustees.

FOURTH: The existence of the Religious Corporation shall be perpetual.

FIFTH: The address of the principal place of worship of the Religious Corporation is 704 Rose Street, Salisbury, Maryland 21801 the name and address of the resident agent of the Religious Corporation is Pastor Delores Brodie, 1522 Duchess Drive, Salisbury, Maryland 21801. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: The initial number of Trustees of the Religious Corporation is four (4), which number may be increased pursuant to the By-Laws of the Religious Corporation but shall never be less than three (3), nor more than seven (7). The names and addresses of those persons serving as initial Trustees are: Bishop Perry Lindsay, 811 Jefferson Avenue, Brooklyn, New York, 11221; Bishop William Henry, 379 Pine Tree Road, Townsend, Del. 19734; Mother Cecil Henry, 379 Pine Tree Road, Townsend, Del. 19734; Elder C. B. Scott, 2519 Madison Street, Wilmington, Delaware 19802.

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

EIGHTH: Upon the dissolution of the Religious Corporation, the Trustees shall, after paying or making provision for the payment of all of the liabilities of the Religious Corporation, dispose of all of the assets of the Religious Corporation exclusively for the purposes of the Religious Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or 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), as the Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County where the principal place of worship of the Religious Corporation is located (if not then located in Baltimore City), or by the Superior Court of Baltimore City if such principal place of worship is then located in Baltimore City, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such religious, charitable or educational purposes.

NINTH: The Religious Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Religious 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.

TENTH: (1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subjected 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.

(2) The Corporation shall not engage in any act of selfdealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(3) 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.

(4) 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.

(5) 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.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 30th day of August 1985, and we acknowledged the same to be our acts.

WITNESS:

Bishop William Henry Bishop Perry Lindsay
Bishop Perry Lindsay
Bishop William Henry Elder C. B. Scott
Elder C. B. Scott

WITNESS:

Richard Eli Jackson

Bishop William Henry
Bishop William Henry

Bishop William Henry

Mother Cecil Henry
Mother Cecil Henry

RICHARD ELI JACKSON
ATTORNEY AT LAW
ELKTON, MARYLAND 21921

LIBER 41 PAGE 350

ARTICLES OF INCORPORATION
OF
THE GLORIOUS CHURCH OF GOD IN CHRIST

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 06, 1985 AT 11:14 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2745, FOLIO 10 003228 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20 RECORDING FEE PAID: \$ 10 SPECIAL FEE PAID: \$ _____

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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.

Paul B. Johnson



A 184910

Received for Record Dec. 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 34 / 350.

A. James Smith

863721

JUNIOR ACHIEVEMENT OF THE EASTERN SHORE, INC.

ARTICLES OF INCORPORATION

Handwritten initials

FIRST: I. the undersigned, James V. Anthenelli, the incorporator, being at least eighteen (18) years of age, and whose post office address is: 128 East Main Street, Salisbury, Maryland, 21801, desires to form a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is:

JUNIOR ACHIEVEMENT OF THE EASTERN SHORE, 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 provisions of any future United States Internal Revenue Law), and more specifically, to receive and administer funds for such charitable and educational purposes, 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 of any of them, and in 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 for other than "charitable purposes" within the meaning of such terms as de-

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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, 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 of 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, officers 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 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 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).

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

1. To provide an opportunity for young people, in cooperation with adult advisors, to form, and operate miniature businesses and to participate in other programs for the purpose of developing and understanding of the relationship and function of the essential parts of America's private enterprise system involving private capital, wise management and responsible labor.

2. To secure and maintain equipment for such activities and purposes.

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LICER 41 PAGE 353

3. To raise funds, obtain goods and solicit charitable contributions throughout the community and to distribute the funds, goods, and services in ways that best serve the Junior Achievement program.

✓ FOURTH: The Post Office Address of the principal office of the Corporation in this State is: Suite 522, One Plaza East, P. O. Box 981, Salisbury, Maryland, 21801.

FIFTH: The name and Post Office Address of the Resident Agent of the Corporation in this State is: James V. Anthenelli, 128 East Main Street, P. O. Box 506, Salisbury, Maryland, 21801. Said Resident Agent is an individual actually residing in this State.

SIXTH: 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 set forth in the By-Laws of the Corporation.

SEVENTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and have qualified are: ROBERT W. COOK, JILL E. BARBON and JAMES V. ANTENELLI.

EIGHTH: Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes the Corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code, (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed by the Circuit Court for Wicomico County, Maryland, or the Circuit Court of any County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.

NINTH: 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 is not inconsistent with these Articles of Incorporation, nor contrary

to the laws of the State of Maryland or of the United States.

TENTH. In these Articles of Incorporation:

(a) References to "charitable organizations" or "charitable organization" mean corporations trust, 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 in 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 TENTH 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.

ELEVENTH:

(a) The Corporation shall distribute its income for each taxable year at such time and in such a 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 tax law.

(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.

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(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.

IN WITNESS WHEREOF I have signed this Articles of Incorporation this 4th day of September, 1985, and I acknowledge same to be my act.

WITNESS:

[Handwritten Signature]

INCORPORATOR.

James V. Anthenelli (SEAL)
James V. Anthenelli

LIBER 41 PAGE 356
ARTICLES OF INCORPORATION
OF
JUNIOR ACHIEVEMENT OF THE EASTERN SHORE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 06, 1985 AT 11:04 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2745 FOLIO 6 003246 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$ _____
D1995646

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.

Gal B. Johnson



A 184912

Received for Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 41 Folios 351-356.

A. James Smith

ARTICLES OF INCORPORATION

003265

OF

863722

SURFWOOD, INC.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Harold B. Gordy, Jr. whose post office address is 5200-B Coastal Highway, Ocean City, Maryland 21842, being of full legal age, does, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, hereby form a close corporation under the Corporations and Associations Article of the Annotated Code of Maryland, 1975 Vol.

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

SURFWOOD, INC.

THIRD: That the purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it, within the State of Maryland, or any other state or states, of the United States, or any territory or possession thereof, whether presently or hereinafter annexed, are as follows:

a. To buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, as principal, agent, or broker, and on commission or otherwise; to act as loan broker, and generally to do everything suitable, proper and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.

b. To take, buy, purchase, exchange, hire, lease, or otherwise acquire, real estate and real property either improved or unimproved, and any interest or right therein, and to own, hold, control, maintain, manage and develop the same.

LAW OFFICES
AYRES, JENKINS,
GORDY & ALMAND, P.A.
5200-B COASTAL HIGHWAY
OCEAN CITY, MD. 21842

RECORDED
1011
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c. To purchase, exchange, hire or otherwise acquire such personal property, chattels, rights, easements, permits, privileges, and franchises as may lawfully be purchased, exchanged, hired or acquired under the general corporation laws of the State of Maryland.

d. To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock of any corporation, any and all kinds of buildings, houses, hotels, breweries, stores, offices, warehouses, mills, shops, factories, machinery and plants, and any and all other structures and erections which may at anytime be necessary, useful or advantageous in the judgment of the Stockholders for the purposes of the Corporation and which can lawfully be done under the general corporation laws of the State of Maryland.

e. To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise alienate or dispose of, to mortgage or otherwise encumber the land, buildings, real property, chattels, real, and other property of the Corporation, real and personal, wheresoever situate, and any and all legal and equitable rights therein.

f. To transact the business of buying and selling, dealing in, leasing, renting, and managing real estate and any interest therein for its own account as agent or broker, or upon commission.

g. To purchase, sell and manufacture, deal in building materials and goods, wares and merchandise, and to carry on any other lawful trade or business incident to or proper or useful in connection with the purchase, sale, ownership, construction, maintenance and management of real property.

h. To borrow money, with or without pledge of or mortgage upon all or any of its property, real or personal, as security,

003267

LIBER 41 PAGE 359

and to loan and advance money upon mortgages on personal and real property, or on either of them.

i. 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, interest, or either, or any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any other corporation or association.

j. To purchase, or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or 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 the 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.

k. To 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 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 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.

1. 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 invest in and carry on any other business which may be deemed by it to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects, and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by the general corporation laws of the State of Maryland, 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, subject or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions, and provisions herein expressed, having all the powers and subject to all limitations relative to close corporation which are contained in the general laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 404 Tony Tank Lane, Salisbury, Maryland. The resident agent of the Corporation is James A. Chalmers whose address is 404 Tony Tank Lane, Salisbury, Maryland. Said resident agent is a citizen of the State of Maryland and resides therein.

FIFTH: From and after the completion of the organizational meeting of directors and the issuance of at least one share of stock of the corporation there shall be no Board of Directors for this Corporation, provided that until such meeting and issuance of stock, James A. Chalmers shall serve as the sole director of this corporation, pursuant to Section 4-302 of the Corporations and Associations Volume of the Annotated Code of Maryland.

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

SEVENTH: In furtherance and not in limitation of the powers conferred by the statute, the Stockholders are expressly authorized:

a. To make, alter and repeal the By-Laws of the Corporation; to open stock books; to fix and vary the amount to be reserved as working capital; to direct and determine the use of any surplus or net profits; to determine whether any, and, if any, what part of any surplus or net profits shall be declared as dividends;

b. To create, make and issue mortgages, deeds of trust, trust agreements, negotiable or transferable instruments and any other legal evidence of indebtedness not convertible into stock of the corporation, secured by mortgage or otherwise, and to do every act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, any property, rights, or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such consideration as they think fit, in their discretion, either wholly or practically, in money or in stock, of the Corporation;

c. In the purchase or acquisition of property, business rights, or franchises, or for additional working capital, or for any other object in or about its business affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the execution of obligations, negotiable and transferable instruments not convertible into stock of the Corporation.

d. To determine who shall be authorized to sign on the Corporation's behalf, bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents; from time to time to provide for the management of the affairs of the Corporation at home or abroad in such manner as they think fit, and, in particular, from time to time, to delegate any of the powers of the Stockholders to any committee, officers or agents; to appoint any person or persons to be agents of the Corporation with such powers (including the power to delegate) and upon such terms as they think fit; from time to time, to determine whether and to what extent, and to what times and places and under what conditions and regulations, the accounts and books of this Corporation (other than the Stock Ledger), or any of them, shall be opened to the inspection of the Stockholders and no Stockholder shall have any right to inspect any account book or documents of this Corporation, except as conferred by statute, unless authorized by the resolutions of the Stockholders.

EIGHTH: The Charter of this Corporation may, from time to time, be amended for any purpose, including an amendment or amendments which change the terms of any of the outstanding stock of classification, reclassification, or otherwise, upon the unanimous, affirmative vote of all the shares of stock outstanding and entitled to vote.

NINTH: No contract or other transaction between this Corporation and any other corporations, and no act of this

Corporation shall in any way be affected or invalidated by the fact that any of the Stockholders of this Corporation are 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 Stockholders or a majority thereof, and any Stockholder of this Corporation, who is also a director or officer of such other corporation, or who is interested, may be counted in determining the existence of a quorum at any meeting of the Stockholders of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

The above granted powers to the Corporation and to the Stockholders are in furtherance and not in limitation of the general powers conferred by the General Corporation laws of the State of Maryland upon corporations and the Stockholders.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26 day of August, 1985.

WITNESS:

Carol M. Bellard

Harold B. Gordy, Jr.
HAROLD B. GORDY, JR.

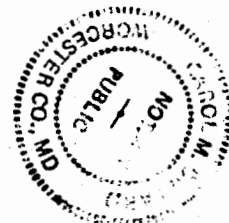
STATE OF MARYLAND, COUNTY OF WORCESTER, to wit:

I HEREBY CERTIFY that on this 26 day of August, 1985 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harold B. Gordy, Jr. known to me, who made oath in due form of law that the matters and facts set forth in the foregoing Articles of Incorporation are true and correct and who acknowledged said Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Carol M. Bellard
NOTARY PUBLIC

My Commission Expires: 7/1/86



ARTICLES OF INCORPORATION
OF
SURFWOOD, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 06, 1985 AT 10:33 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2745 FOLIO 003264 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 24
SPECIAL FEE PAID: \$ _____

D1995679

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.

Gal B. Auburn



A 184915

Received for Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Vol. 41, Folios 357-364.

A. James Smith

863723

EARTH MOVES, 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, Stephen W. Pusey, whose post office address is Route 675, Old Delmar Road, Delmar, Maryland 21875, 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 EARTH MOVES, INC.

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

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

(1) To engage in the business of earth moving, excavation and site preparation;

(2) To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop,

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

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invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas, and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in individual owners or holders thereof.

(3) To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.

(4) To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations.

(5) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

(6) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or interests of this corporation, and to do all things specified in Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, and to have and to exercise all powers conferred by the laws of the State of Maryland on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

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

FIFTH: The post office address of the principal office of the Corporation in this State is Route 675, Old Delmar Road,

Delmar, Maryland 21875. The name and post office address of the Resident Agent is Stephen W. Pusey, 1218 Coulbourne Mill Road, 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 1,000 shares of common stock, without par value.

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

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;

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LIBER 41 PAGE 369

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 Aug 27/85 day of August, 1985.

WITNESS:

Melanie Stepurak Stephen W. Pusey

 STEPHEN W. PUSEY

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

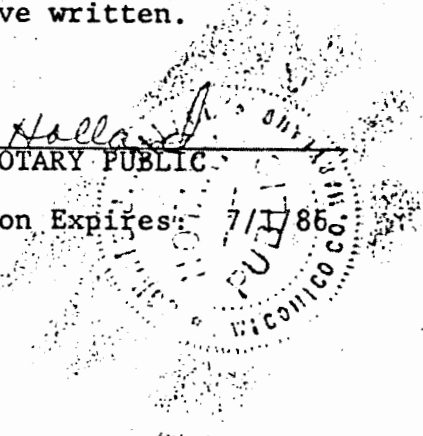
STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 27th day of August 1985, before me, a Notary Public in and for the State and County aforesaid, personally appeared STEPHEN W. PUSEY 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.

Connie J. Halladay
NOTARY PUBLIC

My Commission Expires: 7/7/86



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

LIBER 41 PAGE 371

ARTICLES OF INCORPORATION
OF
EARTH MOVES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 05, 1985 AT 10:47 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2746 FOLIO 1 000495 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 22
SPECIAL FEE PAID: \$ _____

D1996099

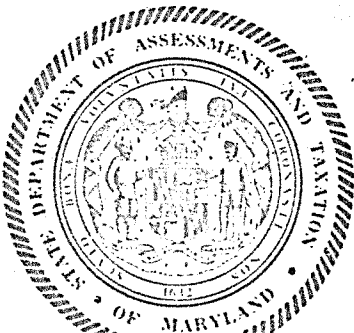
WICOMICO

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.

Gal B. Adams



A 184957

Received for Record Dec 24 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 47, Folios 365-371.

A. James Smith

pro

003749

863724

LIBER 41 PAGE 372

ARTICLES OF INCORPORATION

OF

HSO, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Morton J. Owrutsky, whose post office address is 701 Roland Street, Post Office Box 1170, 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 corporation, 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: HSO, INC..

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

(a) To introduce, erect, operate, conduct, manage, maintain and carry on an ice cream business; to buy, sell, lease or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, eating houses, taverns, cafes, or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes; to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import and export food and food products of every class and description, fresh, canned, preserved, or otherwise; and to prepare and serve all food, beverage, alcoholic or non-alcoholic, and other preparations and refreshments of all kinds.

(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 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,

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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 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 provisions 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) 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 701 Roland Street, Goliath Center, Salisbury, Maryland 21801. The resident agent of the Corporation is HARRIET S. OWRUTSKY, whose address is 701 Roland Street, Goliath Center, 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 a par value is One Hundred Thousand (\$1000,000.00) Dollars.

(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 Corporation shall have not less than three (3) nor more than nine (9) directors, which numbers may be changed in any lawful manner as the By-Laws may from time to time provide, provided that:

(a) If there is no stock outstanding, the number of directors may be less than three (3) but not less than one (1); and

(b) If there is stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

Harriet S. Owrutsky, Morton J. Owrutsky and James L. Otway shall act as the directors of the Corporation until the first annual meeting or until their successors are duly chosen and qualified.

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

WITNESS:

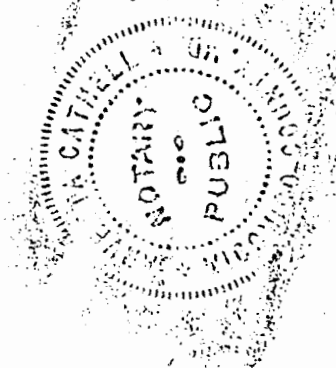
Janetta Cathell

Morton J. Owrutsky
MORTON J. OWRUTSKY (SEAL)

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 11th day of September, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared MORTON J. OWRUTSKY and acknowledged the foregoing Articles of Incorporation to be his act.

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



Janetta Cathell
NOTARY PUBLIC
My Commission Expires: 7/1/86

LIBER 41 PAGE 375

ARTICLES OF INCORPORATION
OF
HSO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 11, 1985 AT 03:40 P. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

RECORDED IN LIBER 2746, FOLIO 003748 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20
RECORDING FEE PAID: \$ 20
SPECIAL FEE PAID: \$

D1998566

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.

Gal B. Robinson



A 185368

Received for Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 97. Folios 322-325.

A. James Smith

87-47)

000827

LICER 41 PAGE 376

ARTICLES OF INCORPORATION

863725

OF

PALONE CONSTRUCTION, INC.

A Close Corporation

FIRST: The undersigned, Carol a. Truitt, whose post office address is 130 E. Main Street, P. O. Box 258, Salisbury, Maryland, 21801, being at least twenty-one (21) 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:

PALONE CONSTRUCTION, INC.

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

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

REAL PROPERTY: To acquire by purchase, lease, gift, devise, or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein, whether as principal, agent, broker, or otherwise, and to manage, operate, service, equip, furnish, alter, and keep in repair dwellings, apartment houses, hotels, office buildings, and real and personal property of every kind, nature and description, whether as principal, agent, broker, or otherwise, and generally to do anything and everything necessary and property and to the extent permitted by law in connection with the owning, managing, leasing, and operating real and personal property of any and all kinds.

To exercise any powers not heretofore set forth as enumerated by the Corporation and Associations Article of the Annotated Code of Maryland, section 2-103, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this state is 108 Weldon Drive, Fruitland, Maryland 21826. The name and the post office address of the Resident Agent of the Corporation in this State are Michael S. Palone, 108 Weldon Drive, Fruitland, Maryland 21826, said Resident Agent is an individual actually residing in this State.

RICHARDSON ANDERSON
& HELLAND
ATTORNEYS AT LAW
RICHARDSON BUILDING
130 EAST MAIN STREET
P. O. BOX 258
SALISBURY, MARYLAND 21801
301 782 8766

RECFEE 5.00
TUTL 5.00
38140H 5.00
02 01985 12-24 11:15

52568359

5.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Seven Hundred Fifty (750) Shares of Common Stock, with a par value of One Hundred Dollars (\$100.00) per share.

SEVENTH: The number of directors shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the director who shall act until the first annual meeting or until his successors are duly chosen and qualified is: Michael S. Palone, 108 Weldon Drive, Fruitland, Maryland 21826.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12th day of September, 1985, and I acknowledge the same to be my act.

WITNESS:

Edward P. Crowley

Carol A. Truitt (SEAL)
Carol A. Truitt

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 12th day of September, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared CAROL A. TRUITT, and she made oath in due form of law that the foregoing ARTICLES of Incorporation were her act and deed.

AS WITNESS my hand and official seal the day and year last above written.

Edward P. Crowley
Notary Public



Commission expires 7/1/86.

RICHARDSON ANDERSON
& HELAND
ATTORNEYS AT LAW
RICHARDSON BUILDING
130 EAST MAIN STREET
P. O. BOX 230
FRUITLAND, MARYLAND 21826
1201 742-6746

LIBER 41 PAGE 378

ARTICLES OF INCORPORATION
OF
PALONE CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 13, 1985 AT 10:20 A. O'CLOCK M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2747 FOLIO 3 000826 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 20 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____

D1999465

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 185427

Received for record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 376-378.

[Handwritten Signature]

002488

ARTICLES OF AMENDMENT

ERA-McCANN REALTY, INC.

863726

A MARYLAND CLOSE CORPORATION

ERA-McCANN Realty, Inc., a Maryland Close Corporation having its principal office at P.O. Box 2123, Court Plaza, Salisbury, Wicomico County, Maryland 21801 (hereinafter referred to as the corporation) hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Charter of the Corporation is hereby amended to delete Article Second therefrom in its entirety and to substitute in lieu thereof the following:

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

✓ McCANN REALTY, INC.

SECOND: That as the Corporation has elected not to have a Board of Directors; all of the stockholders of the Corporation pursuant to and in accordance with Section 4-303 of the Corporations and Associations Article of the Annotated Codes of Maryland, duly advised the foregoing amendment and by the written informal action unanimously taken by all of the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the said stockholders of the Corporation duly approved said amendment.

REC.FEE 5.00
TOTL 5.00
3815CHK 5.00
02 01985 12-24A 11:15

IN WITNESS WHEREOF, ERA-McCANN Realty, Inc., has caused these presents to be signed in its name and on its behalf by its Presi-

5259835? 5.

dent and its corporate seal to be hereunder affixed and attested by its Secretary on this 9th day of September, 1985, and its President acknowledges, that these Articles of Amendment are the act and deed of ERA-McCann Realty, Inc., and does solemnly declare under the penalties of perjury that the matters and facts set forth herein with respect to the authorization and approval are true and correct in all material respects to the best of his knowledge, information and belief.

ATTEST:

ERA-McCann Realty, Inc.,

Joseph B. McCann
Secretary

By: Joseph R. McCann
Joseph R. McCann
President

ARTICLES OF AMENDMENT
OF
E R A - MCCANN REALTY, INC.
Changing its name to
McCANN REALTY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 17, 1985 AT 9:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2748 FOLIO 002487 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE 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 185453

Received for Record Dec 24, 1985 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 379-381.
[Signature] Clerk

863727

LIBER 41 PAGE 382
AMENDED

002492

ARTICLES OF INCORPORATION
OF

B K R, INC.

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

ITEM FIRST: The charter of the corporation is hereby amended by deleting items Third through Ninth of the Articles of Incorporation in their entirety and inserting in lieu thereof the following:

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

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

(1) To engage in the business of making estimates on and erecting and constructing buildings, docks, wharves, side-walks, roadways, and any other structure or thing that is to be made of concrete, and to do the concrete construction work on any structure or other thing that is in whole or in part to be made of concrete. To acquire and hold the necessary plant and equipment to carry out the above objects and to acquire, by purchase or otherwise, such gravel beds and sand banks as may be necessary.

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

FIFTH: The post office address of the principal office of the Corporation in this State is Route 1, Box 161, Parsonsburg, Maryland 21849. The name and post office address of the Resident Agent of the Corporation in this State are Wesley C. Baker, Route 1, Box 161, Parsonsburg, Maryland 21849. Said Resident Agent is an individual actually residing in this State.

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

LAW OFFICES
EATON & WIDDOWSON,
P.A.
121 East Market Street
P.O. Box 41
Salisbury, MD. 21801
(301) 749-1530

REC'D
FOTL
331604P
02 01985 12-24A1 716

52608196

5.

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

Wesley C. Baker

IN WITNESS WHEREOF, I have signed these Amended Articles of Incorporation this 10th day of September, 1985, and I acknowledge the same to be my act.

WITNESS:

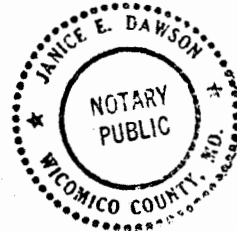
Janice E. Dawson Dirk W. Widdowson (SEAL)
Dirk W. Widdowson

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this 10th day of September, 1985, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Dirk W. Widdowson, and he acknowledged the foregoing Amended Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Janice E. Dawson
Notary Public



My Commission Expires: July 1, 1986.

LAW OFFICES
EATON & WIDDOWSON,
P.A.
121 East Market Street
P.O. Box 41
Salisbury, MD. 21801
(301) 749-1530

AMENDED ARTICLES OF INCORPORATION
OF
B K R, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND SEPTEMBER 17, 1985 AT 10:04 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2748 , FOLIO 002491 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE 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.

Gal B. Adams



A 185454

Received for Record Dec 24, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
41, Folios 382-384.

A. James Smith

BOARD OF DIRECTORS' RESOLUTION AUTHORIZING
CHANGE OF RESIDENT AGENT

864075

RESOLVED, That the Resident Agent of Ralph and Gaskill, Incorporated be and is hereby changed from Clement I. Gaskill, 125 Main Street, Salisbury, Maryland 21801, to Joseph A. Arnold, whose post office address is 110 West Main Street, P. O. Box 509, Salisbury, Maryland 21801, and who is a resident of the State of Maryland.

RESOLVED, That the proper officers of the Corporation be and they are hereby authorized and directed for and on behalf of Ralph and Gaskill, Incorporated, to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts incident thereto.

RESOLVED, That the principal office of The Corporation be and it is hereby changed from 125 Main Street, Salisbury, Maryland, to 110 West Main Street, P. O. Box 509, Salisbury, Maryland, and that the proper officers of The Corporation be and they are hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of this resolution with the State Department of Assessments and Taxation of Maryland and to do and perform any and all necessary and proper acts incident thereto.

I hereby certify that the foregoing constitutes a resolution duly adopted by the Board of Directors of Ralph and Gaskill, Incorporated on September 5, 1985.

WITNESS:

Mary H. Phillips
Secretary

H. Donovan Phillips, Jr.
President

REC FEE 1.25
TOTL 1.25
4703CHK 1.25
02 01986 1-13 P3:17

52808212

125

LIBER 41 PAGE 386

NOTICE OF CHANGE OF RESIDENT AGENT, AGENT'S ADDRESS AND PRINCIPAL OFFICE

OF

RALPH AND GASKILL, INCORPORATED

received for record October 7, 1985

, at 8:30 A.M.

and recorded on Film No. 2752

Frame No. 001285 one of

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

To the clerk of the Circuit

court of Wicomico County 72

AA N^o 22697

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

Return to: ADKINS, POTTS & SMETHURST
One Plaza East, Box 4247
Salisbury, Maryland 21801

rc

Received for Record Jan 13, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Vol. 41, Folios 385-386.

D. James Smith

Ex. & Del. ALES 1/23/86

ARTICLES OF AMENDMENT

OF

COUNTRY RUSTIC, INC.

* * * * *

864076

90

Country Rustic, Inc., a Maryland corporation, (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST:

The Charter of the Corporation is hereby amended by striking out Article Second of the Articles of Incorporation, and any amendments thereto, and inserting in lieu thereof the following:

"The name of the Corporation is:

✓ STEVE J. CAUSEY, INC."

SECOND:

At the date of execution of these Articles of Amendment, the total number of shares of stock of all classes which the Corporation has authority to issue is One Thousand (1,000) shares, of which One Hundred (100) shares are outstanding.

THIRD:

The post office address of the principal office of the Corporation is: ✓ 111-A Harvest Lane, Route 4, Salisbury, Maryland 21801.

FOURTH:

The Board of Directors of the Corporation, at a meeting duly convened and held on September 16, 1985, adopted resolutions which set forth the foregoing amendment to the charter, declaring that said amendment to the charter was advisable, and directed that, subject to the consent of the stockholders of the Corporation, pursuant to Section 2-602 of the Corporations and Associations Article of the Annotated Code of Maryland, 1985, it is adopted.

HEARNE & BAILEY, P.A.
ATTORNEYS AT LAW
SALISBURY, MD.
AREA CODE 301
740-8144

REC FEE 5.00
TOTL 5.00
4724CHK 5.00
02 01986 1-13 P3:27

52678039

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FIFTH:

A consent in writing to the foregoing Articles of Amendment was signed by all stockholders of the Corporation, and said consent filed with the records of the Corporation, and the adoption of the foregoing Articles of Amendment has been advised by the Board of Directors and approved by all stockholders of the Corporation in the manner and by law required under Title 2 of the Corporations and Associations Article of the Annotated Code of Maryland, 1985 Volume.

IN WITNESS WHEREOF, Country Rustic, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed by its Secretary on this 17th day of September, 1985.

TEST:

Steve J. Causey
Steve J. Causey, Secretary

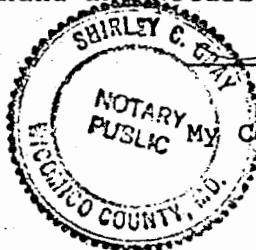
COUNTRY RUSTIC, INC.

By *Larry J. Causey, Jr.* (SEAL)
Larry J. Causey, Jr., President

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY, That on this 17th day of September, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared LARRY J. CAUSEY, JR., President of Country Rustic, Inc., and acknowledged the foregoing Articles of Amendment of Country Rustic, Inc., to be the corporate act of said Corporation; and at the same time personally appeared STEVE J. CAUSEY, and made oath in due form of law that he was Secretary of the meeting of the Board of Directors at which the Articles of Amendment set forth were authorized, and that the matters and facts set forth in this instrument are true to the best of his knowledge.

AS WITNESS my hand and Notarial Seal.



Shirley G. Gray
Notary Public
Commission Expires: 7/1/86

ARTICLES OF AMENDMENT

OF

COUNTRY RUSTIC, INC.

Changing its name to

STEVE J. CAUSEY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND SEPTEMBER 24, 1985 AT 9:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2748, FOLIO 002877, OF THE RECORDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE 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 185676

Received for Record Jan 13, 1986 and recorded in the Records of Wicomico County, Maryland in Liber A.J.S. Vol. 41, Folios 387-389.

[Handwritten signature: A. James Smith]

LIBER 41 PAGE 390

003371

ARTICLES OF AMENDMENT

864077

JOSEPH A. GRASSO, M.D., P.A.

1. Pursuant to Title 2 Section 607 of the Code of Maryland, the above-named Corporation (hereinafter the "Corporation") hereby makes and constitutes these Articles of Amendment for the purpose of changing the Corporation's name.

Amendment: The name of the Corporation is hereby changed to read as follows:

Joseph A. Grasso, M.D., David E. Cowall, M.D., James E. Martin, M.D./and Associates, P.A.

2. These Articles were unanimously approved by the Corporation's Board of Directors and Shareholders.

3. No stock entitled to be voted on these Articles was outstanding or subscribed for at the time of approval of these Articles by the Corporation's Board of Directors.

IN WITNESS WHEREOF, the Corporation has caused these Articles to be executed this 16th day of September, 1985, under the penalties of perjury.

ATTEST:

CORPORATION:

James E. Martin, M.D., Secretary

David E. Cowall, M.D., President

REC FEE 5.00
TOTL 5.00
4708CHK 5.00
02 01986 1-13 P3:18



52878403

3.

LIBER 41 PAGE 391
ARTICLES OF AMENDMENT

OF

JOSEPH A. GRASSO, M.D., P.A.

Changing its name to

JOSEPH A. GRASSO, M.D., DAVID E. COWALL, M.D., JAMES
E. MARTIN, M.D. AND ASSOCIATES, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 14, 1985 AT 10:37 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2754 FOLIO 003370 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ <u>20.00</u>	\$ _____

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 187102

received for Record Jan 13, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 390-391

[Handwritten Signature: A. James Smith]

*[Handwritten Note: EL. & M. KRUSKY, BUDIMETRO & BAEDER 1919 2 KENN. CENTER KENAZA
KEMINA. KRA. 19102 1/23/86]*

864078

CAVALIER RESOURCES LIMITED PARTNERSHIP

Certificate of Formation of Limited Partnership
Under the Maryland Uniform Limited Partnership Act

gr

THE UNDERSIGNED do hereby form with each other a limited partnership under the Maryland Uniform Limited Partnership Act, Article 73, Annotated Code of Maryland, in manner and form following:

ARTICLE I. The name of the limited partnership herein-after called the "partnership") shall be

CAVALIER RESOURCES LIMITED PARTNERSHIP

ARTICLE II. The character of its business shall be the energy business and real estate business in all its branches and activities, including, without limitation, the exploration, production and transportation of crude oil, natural gas and refined products, the purchase, sale, resale and delivery of fuel oils, gasolines and other petroleum products, the leasing, sale and servicing of all heating, cooling and ventilating equipment and all engines of every kind using petroleum products, and the acquisition, holding, improving, leasing and sale or development of farms and real estate of all kinds wherever located.

ARTICLE III. Its address and the location of its principal place of business is c/o/Jerome A. Isear, 910 Eastern Shore Drive, Salisbury, Maryland 21801.
 its Resident Agent who is

ARTICLE IV. The names and residences of each partner, and the designation of each as general or limited, are:

Jerome A. Isear
Timberlake Drive
Salisbury, Maryland 21801
(General Partner and Limited Partner)

Ruth H. Isear
Timberlake Drive
Salisbury, Maryland 21801
(Limited Partner)

Jerome A. Isear, Jr.
Timberlake Drive
Salisbury, Maryland 21801
(Limited Partner)

RECFEE 11.50
1001 11.50
4504CHK 11.50
02 01786 1-13 11.50

ARTICLE V. Subject to Article X hereof, the partnership shall commence on the 1st day of March, 1985 (effective as of January 1, 1985) and shall terminate on the 31st day of December, 1985

52878605

LAW & LAWS, P.A.

107 N. BAPTIST STREET P. O. BOX 75

SALISBURY, MARYLAND 21801



1252

2005, unless extended by agreement of all partners evidenced by an amendment hereto duly recorded conformably to the recording hereof.

ARTICLE VI. The limited partners, on said commencement date, shall contribute to the partnership assets valued at One Million Four Hundred Thirty-eight Thousand Ninety-one Dollars and Thirty-five Cents (\$1,438,091.35), consisting of the assets listed on the schedule hereinafter mentioned, which assets the limited partners have agreed to convey to the partnership, all said assets having been valued concurrently herewith by agreement of the partners and being more fully set forth and shown on said schedule initialed by them concurrently herewith (said schedule being attached to the Supplemental Agreement hereinafter mentioned).

By further agreement(s) in writing supplemental hereto, additional limited partner(s) may be admitted to the partnership on such terms and conditions not contrary hereto as may be agreed between or among all partners at the time; which admission of any and all limited partner(s) subsequent herto shall be evidenced by an amendment hereto duly recorded conformably to the recording hereof.

ARTICLE VII. Except for increases in their capital accounts pursuant to Article XII, the said limited partners have not agreed to make additional contributions.

ARTICLE VIII. Except as provided by Article XII, there is no agreement to return the contribution of any limited partner prior to said termination date.

ARTICLE IX. After the payment of a reasonable salary to the said general partner (which shall be treated as an expense of operation of the partnership and shall be payable irrespective of whether or not the partnership shall operate at a profit), and the deduction of all other proper expenses of the partnership, the net income or net losses thereof shall be divided among the partners both general and limited on the basis of their respective capital accounts in said partnership, as shown by the partnership books during the fiscal year of the partnership under

LAW & LAWS, P.A.
107 N. BAPTIST STREET P. O. BOX 75
SALISBURY, MARYLAND 21801

consideration and during which such net income or net losses occurred, with appropriate adjustments for the dates of changes in the said capital accounts during said fiscal year; subject, however, to the provisions of a Supplemental Agreement between the partners of even date herewith; and further provided, however, (a) that the disbursement of any and all such net income shall be subject to the provisions of Article XII; and (b) that the share of any limited partner in the losses shall in no event exceed in the aggregate the amount of his or her respective capital account in the partnership as shown on its books.

ARTICLE X. No limited partner shall have the right to demand the return of his or her contribution, in whole or in part, prior to said termination date, but any limited partner may sell or assign his or her interest in the partnership; subject, however, to Buy-Sell Agreement between the partners. Any such sale or transfer shall be evidenced by an instrument in writing delivered to the partnership. In the event of the death of a limited partner, the person or persons entitled by will or intestate succession, as the case may be, shall succeed (subject, however, to said Buy-Sell Agreement) to all the rights of the deceased limited partner, as a substituted limited partner, and the partnership shall continue. In the event of the death, retirement or incapacity of Jerome A. Isear, the partnership shall continue and Ruth H. Isear immediately shall become general partner (and, as provided in said Supplemental Agreement, a portion of her restricted capital account as then constituted as a limited partner shall immediately become her unrestricted capital account as general partner); in the event of the death, retirement or incapacity of said Ruth H. Isear, the then surviving partner(s) shall have the right by majority vote (as measured by interest in profits and losses) to designate a successor general partner and to continue the partnership business. All provisions of this Article shall be subject to the provisions of said Supplemental Agreement between the partners of even date herewith.

LAWSON & LAWS, P.A.

107 N. BAPTIST STREET P. O. BOX 75

SALISBURY, MARYLAND 21801

003151

LIGER 41 PAGE 395

ARTICLE XI. The interest of any limited partner may be terminated as follows:

- (a) By the agreement of all partners;
- (b) By the return of his or her contribution pursuant to Article XII, clause (ii) hereof; and
- (c) By dissolution of the partnership for any reason as provided herein.

ARTICLE XII. The entire management of the partnership shall be vested in said Jerome A. Isear as general partner until his death, retirement or incapacity, and thereafter in Ruth H. Isear as general partner; the term "general partner" as herein used shall mean each of them during their respective tenure and also any further successor general partner duly appointed per Article X hereof. Such general partner shall have full and complete authority with respect to all partnership affairs and business, and the partnership capital; without limiting the generality of the foregoing, the general partner may in his/her sole discretion; (i) determine that part, or all, of the partnership profits from time to time shall be distributed in cash, or are required because of the reasonable needs of the business to be left in the business, in which latter event the capital accounts of all partners shall be increased thereby; (ii) return the contribution of any limited partner, in whole or in part, at any time, either in cash or in partnership property, at the value(s) thereof as shown on the partnership books (provided that liabilities of the partnership have been paid or sufficient partnership property remains to pay them); and (iii) sell, assign, transfer, convey, mortgage and encumber, lease (including the power to lease for a term beyond the duration of this certificate), exchange or otherwise dispose of all or any part of the partnership property on such terms and conditions as the general partner shall deem best, without the signature, consent or approval in any form of any limited partner who is not also a general partner. No limited partner who is not also a general partner shall have any right to be active in the conduct of the partnership's business, nor have power to bind the partnership in any contract, agreement, promise, or undertaking.

LAWSON & LAWS, P.A.

107 N. BAPTIST STREET P. O. BOX 75

SALISBURY, MARYLAND 21801

ARTICLE XIII. No limited partners shall have priority over any other limited partner as to contributions or as to compensation by way of income. No limited partner shall have the right to demand or receive property other than cash in return for his or her contribution.

ARTICLE XIV. No limited partner shall at any time become liable for any obligations or losses of the partnership beyond the amount of his or her respective capital contribution.

ARTICLE XV. The profits and losses of the partnership and its books of account shall be maintained on a calendar year basis until otherwise determined by the general partner. It is agreed among the parties that there shall at all times be kept during the continuance of this partnership good, just and true books of account of all transactions, assets and liabilities of the partnership, which shall be open to inspection by any partner at all reasonable times. Such books shall be balanced and closed at least yearly at the end of each year, and at any other time on request of the general partner or any limited partner having five percent (5%) or more interest in the partnership.

ARTICLE XVI. This agreement shall be binding on the parties hereto and their respective heirs, executors, administrators, successors and assigns. This agreement may be amended at any time by a majority vote as measured by the interest in the sharing of profits and losses. As above recited, undersigned simultaneously have entered into a Supplemental Agreement with respect hereto, which Supplemental Agreement shall be binding and effective upon them and all partners subsequently admitted to the partnership; provided, however, that in the event of any conflict or inconsistency between said Supplemental Agreement and this Certificate, the provisions hereof shall control and prevail.

WITNESS our hands and seals, at Salisbury, Maryland, this 12th day of February, 1985, as of the 1st day of January, 1985.

LAWSON & LAWS, P.A.

107 N. BAPTIST STREET P.O. BOX 75

SALISBURY, MARYLAND 21801

003153

LIEER 41 PAGE 397

Name and Address:

General or Limited Partner; Percentage; Interest and Capital Contribution:

Jerome A. Isear
Timberlake Drive
Salisbury, MD 21801

General 2.32%
\$1.00 and other good
and valuable consid-
eration

Jerome A. Isear (SEAL)
Jerome A. Isear

Jerome A. Isear
Timberlake Drive
Salisbury, MD 21801

Limited 15.99%
\$230,000.00 and other
good and valuable
consideration

Jerome A. Isear (SEAL)
Jerome A. Isear

Ruth H. Isear
Timberlake Drive
Salisbury, MD 21801

Limited 80.79%
\$1,161,795.68 and other
good and valuable
consideration

Ruth H. Isear (SEAL)
Ruth H. Isear

Jerome A. Isear, Jr.
Timberlake Drive
Salisbury, MD 21801

Limited .90%
\$13,000.00 and other
good and valuable
consideration

Jerome A. Isear, Jr. (SEAL)
100.00%

LAWSON & LAWS, P.A.
107 N. BAPTIST STREET P. O. BOX 75
SALISBURY, MARYLAND 21801

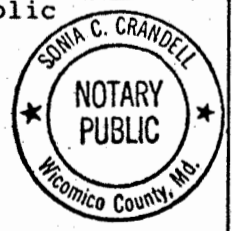
STATE OF MARYLAND, COUNTY OF WICOMICO

I HEREBY CERTIFY that on this 12th day of February, 1985, before me, the undersigned officer, personally appeared Jerome A. Isear, Jr. Jerome A. Isear/and Ruth H. Isear, known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

AS WITNESS my hand and official seal.

Sonia C. Crandell
Notary Public

My commission expires:
July 1, 1986.



LIBER 41 PAGE 398

CERTIFICATE OF LIMITED PARTNERSHIP
OF
CAVALIER RESOURCES LIMITED PARTNERSHIP

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND OCTUBER 14, 1985 AT 11:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2751 FOLIO 7 003147 OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ _____
RECORDING FEE PAID: \$ _____ 50
SPECIAL FEE PAID: \$ _____

M2016178

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.

Richard W. Fisher



A 187646

Received for Record Jan 13, 1986 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 392-398.

A. James Smith

002189

AS

864079

ARTICLES OF INCORPORATION
OF

ANTHONY'S RESTAURANT AND PIZZERIA, INC.

The undersigned, Brett W. Wilson, the incorporator, being at least eighteen (18) years of age, and whose Post Office address is. P. O. Box 506, Salisbury, Maryland, 21801, desires to form a Corporation under the General Laws of the State of Maryland, and does hereby certify:

FIRST: The name of the Corporation is:

ANTHONY'S RESTAURANT AND PIZZERIA INC.

SECOND: The purposes of which this Corporation is formed are:

1. To carry on a general restaurant business and more particularly to erect, construct, establish, purchase, lease and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, newstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink, and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

2. To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in with confections, extracts, syrups, food and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas and other drinks and beverages of every kind and description, ice cubes, crushed and

REC FEE 5.00
TOTL 5.00
4707CHK 5.00
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block ice, cigars, cigarettes tobacco and smoking supplies, and products, books, newspapers, magazines and other publications and all similar, kindred and allied particles, products, and merchandise

3 To such extent as a Corporation organized under the General Laws of the State of Maryland may now or hereafter lawfully do, to do, either as principal, or agent, and either alone or in conjunction 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 its 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 General Laws of the State of Maryland, or any act amendatory thereof, supplemental thereto, or substituted therefor.

4. The enumeration herein of the purposes for which the Corporation is formed shall be construed also as the powers which the Corporation is expressly authorized to exercise; provided, however, that the enumeration of particular powers of the Corporation shall not be construed to limit or restrict any powers otherwise conferred upon the Corporation under the General Laws of the State of Maryland, now or hereafter in force.

✓ THIRD. The Post Office of the principal office of the Corporation in the State of Maryland is: 935 Mt. Hermon Road, Market Place East, Salisbury, Maryland, 21801.

FOURTH. The Resident Agent of the Corporation is Robert Frederick Colflesh, who is a citizen of and actually resides in the State of Maryland and whose address is: 935 Mt. Hermon Road, Market Place East Salisbury, Maryland, 21801.

FIFTH The Corporation shall have three (3) directors and the following persons shall be the initial directors and shall act as such until the first annual meeting of the shareholders or until their successor is duly chosen and has qualified. Robert F. Colflesh, Dominick A. Pezzetti and Victor J. Stephens.

The Corporation may determine by its By-Laws the classifications and number of its directors which may from time to time be fixed at a number greater than that stated in these Articles of Incorporation.