

LIBER 41 PAGE 501

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this *14th* day of *October*, 1985, before me the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Chester D. Cornman, Sr., and acknowledged the foregoing Amended Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Nancy L. Howell
Notary Public



My Commission Expires: 7/1/86

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

LIBER 41 PAGE 502

AMENDED ARTICLES OF INCORPORATION
OF
QUAIL'S TAIL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 5, 1985 AT 9:27 O'CLOCK A. M. AS IN CONFORMITY
Effective: 9/16/85, at 10:04 AM
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2759, FOLIO 1473, OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$20.00
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.

Deon W. Fisher



A 188842

Received for Record *Feb 5, 1986* and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp 41, Folios *497-502*.

A. James Smith

2759 1473

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LIBER 41 PAGE 503

ARTICLES OF INCORPORATION
OF
DELMARVA CONSTRUCTION, INC.
(A Close Corporation)

864528

JD

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Donald C. Davis, whose post office address is 212 East Main Street, Salisbury, Wicomico County, Maryland, 21801, being at least eighteen (18) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, particularly the Provisions of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is: Delmarva Construction, Inc.

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

(a) To build, construct, improve, repair, grade, curb, pave, macadamize, cement and maintain highways, roads, streets, sidewalks, courts, alleys, pavements, and to construct concrete and other foundations, and to do other similar construction and paving work and to build, construct and repair railroads, waterways, electrical works, tunnels, bridges, viaducts, canals, buildings, wharves, piers, docks, water works, light houses, power houses, bridges and floors, and to do all kinds of excavating and making all kinds of iron, wood, machinery and earth constructions, including the designing and engineering incident thereto; and to furnish all labor and materials therefor; and to do all things necessary in connection with such construction work, and to operate both as a public and private contractor in said business.

(b) To enter into and perform any and all contracts in which any person, firm, corporation or association may lawfully engage, and to enter into and perform contracts for paving, improving and repairing roads, highways, streets, public thoroughfares, sidewalks, courts and alleys.

(c) To buy, sell, manufacture, repair, convert, alter, let or hire and deal in machinery, implements, rolling stock, plants, engines, mechanical equipment and hardware of all kinds.

(d) To manufacture, buy, sell and deal in cements, lime, plaster, brick, iron, steel, iron and steel products, metals,

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concrete, artificial stone and paving materials of all kinds, and to mine, quarry, grind, prepare, buy and sell mineral substances and materials.

(e) To buy, sell, exchange, manufacture, warehouse, and deal in all materials, machinery and equipment necessary, convenient, or incidental to a general engineering and a general paving and road construction business.

(f) To buy, sell, exchange and generally deal in, at wholesale and retail, goods, wares and merchandise of every kind and description.

(g) To engage in the purchasing, selling, distributing, or leasing, as principal or agent, of all kinds of heavy machinery, equipment, and other mechanical equipment and devices, as well as accessories and attachments therefor.

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

(i) To engage in the general speculative home building business, including the erection of homes, flats, and apartments; to purchase lands and subdivide same into subdivisions or lots; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, and chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and builder, speculative builder, subdivider, or real property developer; to invest in and hold for investment any real property, shares of stock, bonds, government, private, or corporate; and to exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.

(j) 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

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LIBER 41 PAGE 505

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

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

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

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

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✓ FOURTH: The post office address of the principal office of the corporation is Route 5, Island Drive, Salisbury, Maryland, 21801. The resident agent of the corporation is Otis G. Esham, Jr. whose address is Route 5, Island Drive, 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 Dollars (\$100,000.00).

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

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

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

SIXTH: The Corporation shall initially have one director, and Otis G. Esham, Jr. shall act as such until the first annual meeting or until his successors are duly chosen and qualified. The number of directors may be changed in any lawful manner as the By-Laws may, from time to time provide, which number shall be at least one (1) but not more than nine (9).

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

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

(b) To fix and determine and to vary the amount of working capital of the corporation to determine whether any and, if any, what part of the surplus of the net profits of the corporation

arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any such surplus or net profits in purchasing or acquiring any of the shares of the stock of the corporation or any of its bonds or other evidences of indebtedness to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(c) Subject to any limitation or restriction herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on and the times and prices of redemption.

(d) To declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by Law or by these Articles, to purchase, lease, or otherwise acquire the business, assets or franchises, in whole or in part, of all other corporation or unincorporated business entities.

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

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

EIGHTH: No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors, individually, or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this

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Corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he was not such a director or officer of such other corporation or not so interested.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 21st day of October, 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 October, 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 509

ARTICLES OF INCORPORATION
OF
DELMARVA CONSTRUCTION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 22, 1985 AT 10:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2755, FOLIO 001273 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: \$ _____

D2018844

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Handwritten Signature]



A 187883

Received for Record Sept. 5, 1985 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 503-509.

[Handwritten Signature] Clerk

LIBER 41 PAGE 510

864529

CAPE INSULATION, INC. 1985 NOV 9-2 P 227

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, Wade H. Insley, III, whose post office address is 132 East Main Street, Post Office Box 109, 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 CAPE INSULATION, 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 carry on the business of buying, selling, importing, exporting, trading, making, manufacturing, preparing, assembling, fabricating, processing, finishing and dealing in all kinds of materials, whether natural, synthetic or artificial, specifically including, but not limited to, all types and forms of insulation and insulation materials and products, and other goods and components of all kinds and types; to sell, lease, service and otherwise deal in same and all other articles, products and substances related thereto or of a like or similar nature, or which may enter into the manufacture of any of the foregoing or to be used in connection therewith; to engage in the business of and to act as general contractors, sub-contractors, builders and to engage in all other activities, render all other services, and handle and deal in all materials, supplies, and products incidental or related to or connected with any and every phase of building and construction trades; and to engage in all other lawful purposes and/or businesses; and,

(2) To do anything permitted by Section 2-103 of the Corporations and Associations Articles 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 Post Office Box 1561, Snow Hill Road, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State is Phyllis B. Webster, Route 5, Box 386A, High Banks Estate, 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 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

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DITL 5.00
020CCH 5.00
98610 01988 2-05410-Z

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

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LISER 41 PAGE 511

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

SEVENTH: The number of Directors shall be four (4) which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the Directors, who shall act until the next annual meeting or until their successors are duly chosen and qualified are:

Sharon J. Acers
George H. Irrgang, Jr.
Bary A. Irrgang
Scott L. Irrgang

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 6th day of November, 1985, and I acknowledge the same to be my act.

WITNESS:

Karen E. Stewart

Wade H. Insley, III (SEAL)
Wade H. Insley, III

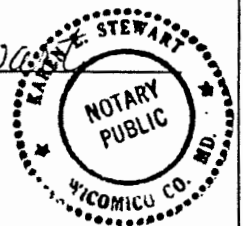
STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY, that on this 6th day of November, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Wade H. Insley, III, and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Karen E. Stewart
Notary Public

My Commission Expires: 7/1/86



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

LIBER 41 PAGE 512

ARTICLES OF INCORPORATION
OF
CAPE INSULATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 12, 1985 AT 02:27 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 3

RECORDED IN LIBER 2760 FOLIO 2069 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: \$ _____

D2030351

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Handwritten Signature]



A 189496

received for Record Feb 5, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 41 Folios 510-512.
[Signature: A. James Smith] (lax)

2760 2069

Ex. M. HAYLUS B. WEBSTER HIGH BANK ESTATE AT 5 BOX 386A SAND. 2/11/86

RS

864530

ARTICLES OF INCORPORATION

OF

NOTTINGHAM WOODS HOMEOWNERS ASSOCIATION, INC.

FIRST: I, THE UNDERSIGNED, Ronald G. Rayne, 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 Nottingham Woods 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 various plats of "Nottingham Woods", including plats recorded among the Plat Records of Wicomico County, Maryland in Plat Cabinet No. 5, folios 69, 124, 125 and 156.

(b) To encourage, promote and enforce 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. 907, Folio 278, et seq. and Declaration recorded among the aforesaid Land Records in Liber A.J.S. No. 921, folio 351, et seq.

(c) To accept the transfer by The Ahtes & Hanna Group-Realtors, Inc. of its powers and authority to approve or disapprove plans and specifications as provided in said covenants and restrictions and Declaration and thereafter exercise the powers and authorize to approve or disapprove plans and specifications as provided therein.

(d) To accept conveyance of title to real estate and to maintain all recreational areas and any other areas which the Association is charged with the duty or permitted to maintain.

(e) 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.

RECFEE
TOTL 5.00
6021CHK 5.00
01 01986-1-05A10142

53088444

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✓
FOURTH: The post office address of the principal office of the corporation is 805 Little John Drive, Salisbury, Wicomico County, Maryland, 21801. The name of the resident agent of the corporation in this State is Howard W. Collins, whose post office address is 805 Little John Drive, Salisbury, Wicomico County, Maryland, 21801. Said resident agent is a citizen of this State and actually resides herein.

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 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 "Nottingham Woods" as shown on the plats of "Nottingham Woods" recorded among the aforesaid Plat Records as referred to in subparagraph THIRD (a) hereof, 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.

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LIBER 41 PAGE 515

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: Howard W. Collins, Kenny L. Colbert, Nancy W. Slaten, Donnie L. Drewer and John R. Lloyd.

EIGHTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to take all actions necessary to effectuate the purposes for which the corporation is formed and additionally, to assess dues against all members and condition the exercise of the rights and powers of a member upon the payment of such dues.

NINTH: The duration of the corporation shall be perpetual.

TENTH: 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.

ELEVENTH: 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 31st day of October, 1985.

WITNESS:

Renée L. Lando

Ronald G. Rayne (SEAL)

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

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

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



Renee L. Rando

NOTARY PUBLIC

My Commission Expires: 7/1/86

LIBER 41 PAGE 517

ARTICLES OF INCORPORATION
OF
NOTTINGHAM WOODS HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 04, 1985 AT 11:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2758, FOLIO 5 002449, 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: \$ _____

D2026417

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Signature]



A 189022

Received for Record Feb 5, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 41, Folios 513-517.
A. James Smith Clerk

A

ARTICLES OF INCORPORATION
of

K. L. SEXTON, INCORPORATED
A CLOSE CORPORATION

864531

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Kathryn L. Sexton, whose address is 110 Francis Drive, Salisbury, Maryland 21801, being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, declare my intention to form a corporation by the execution and filing of these Articles.

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

K. L. SEXTON, INCORPORATED

THIRD: The Post Office address of the principal office of the Corporation in this State is 110 Francis Drive, Salisbury, Maryland 21801. The name and Post Office address of the resident agent of the Corporation in this State is Kathryn L. Sexton, 110 Francis Drive, Salisbury, Maryland 21801.

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

(a) To own, lease, manage, operate, and conduct restaurants, catering services, food, and refreshment services in the City of Salisbury, Wicomico County, Maryland, and in other towns and cities and counties in the State of Maryland, and in any city of the United States, or any foreign country, and in any of said places to carry on, conduct, and manage any and all business and activities incident to and forming a part of the business of managing, conducting, and operating any and such restaurants, catering services, food, and

RECFEE 5.00
TDL 5.00
6816CHK 5.00
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5.

LIBER 41 PAGE 519

000931

refreshment services, wherever the same may be situated; and generally to do any and all things and to perform any and all acts incident to the business hereinbefore stated.

(b) To make donations for the public welfare or for charitable, scientific, or educational purposes, and in time of war or other national emergency in aid thereof.

(c) To participate with others in any corporation, partnership, limited partnership, joint venture, or other association of any kind, or in any transaction, undertaking or arrangement, which the participating corporation would have power to conduct itself, whether or not such participation involves sharing or delegation of control with or to others.

(d) To make contracts, including contracts of guaranty and suretyship, incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage, pledge, or other encumbrance of all or any of its property, franchises, and income.

(e) To lend money for its corporate purposes, invest and reinvest its funds, and take, hold, and deal with real and personal property as security for payment of funds so loaned or invested.

(f) To pay pensions and establish and carry out pension, profit sharing, stock option, stock purchase, stock bonus, retirement, benefit, incentive and compensation plans, trust, and provisions for any or all of its directors, officers, and employees of its subsidiaries.

(g) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any stockholder for the purpose of acquiring at his death shares of its stock owned by such stockholder.

(h) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of the State of Maryland upon corporations formed under

the Maryland law, or any other State in which Corporation may elect to do business, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(i) The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from the terms of any other clause in these Articles of Incorporation, but the objects and purposes specified in each of the foregoing clauses of this Article shall be regarded as independent objects and purposes.

FIFTH: The total number of shares of the stock which the Corporation has authority to issue is 10,000 shares of the par value of \$10.00 per share, all of one class, having an aggregate par value of \$100,000.00. The Corporation is hereby empowered to authorize the issuance, from time to time, of shares of its stock, for such consideration as the Corporation may deem advisable, irrespective of the value or amount of such considerations, after first obtaining unanimous approval of all stockholders of the Corporation.

SIXTH: The Corporation shall have no Board of Directors.

SEVENTH: The person who shall serve as Director until the effective date of the election in Paragraph Sixth, supra, shall be Kathryn L. Sexton, whose address is 110 Francis Drive, Salisbury, Maryland 21801.

EIGHTH: Transactions entered into by this Corporation shall not be invalid or individuals of said Corporation liable, by reason of the fact that he or she has a personal interest in such transactions.

NINTH: All of the Corporation's issuing stock, of all classes, shall be held of record by a specified number of persons, not exceeding six.

TENTH: The Corporation shall exist as a close corporation until such time as the stockholders, by unanimous consent, shall file Articles of Amendment to change said status.

000933

LIBER 41 PAGE 521

ELEVENTH: The Corporation, upon unanimous approval of the stockholders, reserves the right to make, from time to time, any amendments of its charter, which may now or hereafter be authorized by law.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 24th day of October, 1985, and acknowledge the same to be my act.

Witness:

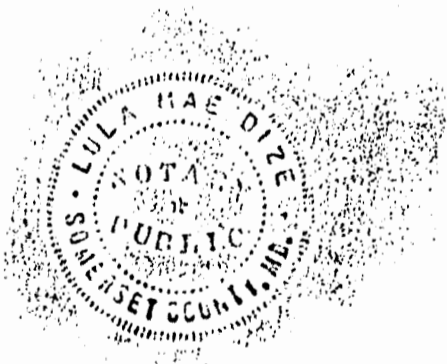
[Signature]

[Signature] seal
Kathryn L. Sexton

STATE OF MARYLAND, Somerset County:

I hereby certify that on this 24th day of October, 1985, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Kathryn L. Sexton, and she acknowledged the foregoing Articles of Incorporation to be her act and deed.

Witness my hand and Notarial Seal.



[Signature]
Notary Public

LIBER 41 PAGE 522

ARTICLES OF INCORPORATION
OF
K. L. SEXTON, INCORPORATED

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

OF MARYLAND OCTOBER 29, 1985 AT 09:59 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2757 FOLIO 000929 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: \$

D2022655

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Handwritten Signature]



A 188491

Received for Record Feb 5, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.

Corp. No. 41, Folios 518-522.

[Handwritten Signature]

ARTICLES OF INCORPORATION

OF

864532

MARTIN PRINTING, INC.

Res

* * * * *

THIS IS TO CERTIFY:

FIRST:

That, I, Clifford B. Martin, 510 Woodcrest Avenue, Salisbury, Maryland 21801, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND:

The name of the Corporation is:

MARTIN PRINTING, INC.

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

(a) To carry on the business of printers, job printers, photocopiers, blueprinters, engravers, publishers, book and print sellers, bookbinders, and art journalists in all their branches; to carry on the businesses of newspaper and magazine proprietors, news agents, journalists, literature agents, and stationers in all their branches; to carry on the businesses of manufacturers and distributors of and dealers in job printing, photocopying, blueprinting, engraving, prints, pictures, drawings, and any written, engraved, painted or printed productions, in all their branches; to carry on the businesses of advertising agents, advertisement contractors, and designers of advertisements, in all their branches; to carry on the businesses of paper makers, and printing and other ink manufacturers in all their branches.

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

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

HEARNE & BAILEY, P.A.
ATTORNEYS AT LAW
SALISBURY, MD.
AREA CODE 301
749-8144

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

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

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

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular

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

FOURTH:

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

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

(b) No contract or other transaction between this Corporation and any other corporations and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any transaction or contract of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof and provided the Board of Directors authorizes the contract or transaction by the affirmative vote of a majority of disinterested directors; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction.

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

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

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

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

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

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

FIFTH:

The post office address of the place at which the principal office of the Corporation in this state will be

located is 200 East Main Street, Salisbury, Maryland 21801. The resident agent of the Corporation is Clifford B. Martin, who resides at 510 Woodcrest Avenue, Salisbury, Maryland 21801, said resident agent being a citizen of the State of Maryland and actually residing therein.

SIXTH:

The Corporation shall have not less than three nor more than five directors, and Clifford B. Martin, Stephanie B. Martin and Robert E. Holloway shall act as such until the first annual meeting, or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the By-Laws from time to time may provide.

SEVENTH:

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

IN TESTIMONY WHEREOF, I have signed these Articles of Incorporation on this 24th day of October, A.D., 1985.

TEST:

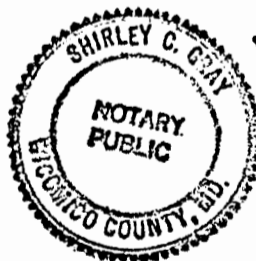
[Signature]

Clifford B. Martin (SEAL)
Clifford B. Martin

STATE OF MARYLAND, WICOMICO COUNTY, to-wit:

I HEREBY CERTIFY, That on this 24th day of October, A.D., 1985, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County aforesaid, personally appeared CLIFFORD B. MARTIN and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.



[Signature]
Notary Public

My Commission Expires:
7/1/86

LIBER 41 PAGE 528

ARTICLES OF INCORPORATION
OF
MARTIN PRINTING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND OCTOBER 29, 1985 AT 11:31 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2757, FOLIO 001000, 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: \$ _____

D2022770

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Signature]



A 188502

received for Record Feb 5, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 523-528.
[Signature]

Ex. M. CLIFFORD B. MARTIN 510 WOODCREST AVE. SAUNDERS 2/11/86

CERTIFICATE OF LIMITED PARTNERSHIP

864823

Effective Date February 18, 1986

1. The name of the Limited Partnership shall be, John D. Sheller and Associates.
2. The purpose of the Limited Partnership shall be to distribute equipment to the Motel and Marine Industries.
3. The principal office shall be at 737 East Main St. Salisbury, Maryland 21801.
4. The names and addresses of the partners shall be set forth on Appendix A attached hereto.
5. The Limited Partnership shall continue until February 19, 2000, except that:
 - (1) the Limited Partnership may be dissolved upon the death, retirement, adjudication of bankruptcy, or adjudication of incompetency of the general partner, or his successor general partner, by a majority vote of the limited partners, or
 - (2) the Limited Partnership may be dissolved by unanimous consent of all the partners, as stated on the Certificate, which dissolution shall be certified and recorded consistently with the recording hereof.
6. The amount of cash and property, with value thereof, shall be as stated in Appendix A attached hereto.
7. No further contributions shall be required of the partners, except as may be necessary to pay taxes or other governmental assessments levied against real property, if income shall be insufficient to pay the aforesaid. Payments shall be in a share proportionate to the contributions, as stated in Appendix A attached hereto.
8. The contribution of the limited partners shall be returned as soon as profits warrant or upon dissolution of the Limited Partnership.
9. The profits, by way of income, shall be shared, as set out in Appendix A attached hereto.
10. A limited partner shall have the right to substitute an assignee as contributor, only with the unanimous consent of the other limited partners. In the event that a limited partner shall wish to assign his partnership, the other limited partners shall have the option to purchase such partnership interest from the limited partner wishing to assign, at a price to be determined by a fair appraisal, consisting of three appraisers, one selected by the limited partner wishing to assign, one by the remaining limited partners, and one disinterested party acceptable to both.
11. In the event of the death of a limited partner, the remaining limited partners shall have the option to purchase the deceased limited partner's interest from his heirs or estate, at a price based upon a fair appraisal, said fair appraisal to be as described in paragraph 10 supra.

12. The remaining partners shall have the right to nominate a successor general partner to continue the business after the death, retirement, or adjudication of incompetency of a general partner.

13. No limited partner shall have the right to demand or to receive any property, other than cash, in return for his contribution.

14. The partners shall have the right to admit additional limited partners with the unanimous consent of the partners.

15. This Agreement is formed pursuant to the provisions of Article 73, Annotated Code of Maryland, The Uniform Limited Partnership Act.

Witness:

John D. Sheller seal
John D. Sheller,
General Partner

William E. Hand, Jr. seal
William E. Hand, Jr.
Limited Partner

John D. Sheller seal
John D. Sheller,
Limited Partner

STATE OF MARYLAND, Wicomico County:

I hereby certify that on this 20th day of February, 1986, before me, the subscriber, a Notary Public of the State of Maryland, in and for Wicomico County, personally appeared John D. Sheller and William E. Hand, Jr. and they acknowledged the foregoing Certificate of Limited Partnership to be their act and deed.

Witness my hand and Notarial Seal.

Subscribed and sworn to before me, in my presence,
this 20 day of Feb, 19 86, a Notary Public
in and for the State of Maryland
Elizabeth Estelle Corley
Notary Public
My commission expires 2-1 19 86

Elizabeth Estelle Corley
Notary Public



APPENDIX A

Mail

General Partner

John D. Sheller
627 North Pinehurst Ave.
Salisbury, Maryland 21801

Limited Partners	Contribution	Profits
William E. Hand, Jr. 2550 Ocean Pines Berlin, Maryland 21811	\$15,000.00	25%
John D. Sheller 627 North Pinehurst Ave. Salisbury, Maryland 21801	**	75%

** John D. Sheller's Contribution is in the form of distributorship agreements and distribution network.

REC FEE 14.25
 TOTL 14.25
 6908CASH 14.25
 04 01986 2-20 P3:30

Received for Record *Feb 29 1986* and recorded in the
 Records of Wicomico County, Maryland in Liber A.J.S.
 No. *31* Folios *529-531*.

A. James Smith CLERK

EX. & M. JOHN D. SHELLER, 627 N. PINEHURST AVE. SALIS. 4/8/86

532

922

FIRST AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP

865396

OF

RAMBLER ASSOCIATES

LIMITED PARTNERSHIP

WE, the undersigned, desiring to form a Limited Partnership, pursuant to the Limited Partnership Act as codified in the Corporations and Associations Article of the Annotated Code of Maryland, do hereby certify:

I. The name of the Partnership is RAMBLER ASSOCIATES

Limited Partnership.

II. The character of the business intended to be transacted shall be to own, operate, construct, rent, lease, maintain, manage, and dispose of apartments and all other things necessary to that end.

III. The location of the principle place of business shall be: 326 South Tourmaline Drive, Hebron, Maryland 21830. The Resident Agent is Robert L. Findley of 326 South Tourmaline Drive, Hebron, Maryland 21830.

IV. The name, address, cash contribution and percentage of the General Partnership interest in the capital and the net profits of the Partnership is as follows, viz:

<u>Name</u>	<u>Address</u>	<u>Cash Contribution</u>	<u>General Partnership Interest</u>
Robert L. Findley	326 S. Tourmaline Dr. Hebron, MD 21830	\$5.00	5%

I hereby certify that this is a true and correct copy of the
 page document of the Partnership as amended and restated
 BY: Maria A. Kupperberg
 This stamp replaces any previous stamp. Effective: 10/84

REC FEE 26.00
 TOTL 26.00
 8634CHK 26.00
 04 01986 3-24 P3:27

Let. Low

V. The name, address, cash contribution and percentage of Limited Partnership interest in the capital and the net profits of the Partnership is as follows, viz:

<u>Name</u>	<u>Address</u>	<u>Cash Contribution</u>	<u>Limited Partnership Interest</u>
Sharon E. Findley	326 S. Tourmaline Dr. Hebron, MD 21830	\$25.00	25%
Robert L. Findley	326 S. Tourmaline Dr. Hebron, MD 21830	\$45.00	45%
H.L. Hugh Bradley	31 Silver Run Lane Salisbury, MD 21801	\$25.00	25%

VI. No Partner, General or Limited, shall be required to make any additional contributions to the capital of the Partnership.

VII. The rights and obligations of the Partnership hereunder shall be determined in accordance with the law of the State of Maryland.

VIII. The Partnership shall exist until 2036 AD, unless sooner terminated or dissolved.

IX. No Limited Partner shall have the right to sell, transfer, assign, substitute, pledge, hypothecate, or otherwise encumber a Limited Partnership interest or any part of it, except under the conditions specified in the Limited Partnership Agreement.

X. Additional Limited Partners may be admitted under the conditions specified in the Limited Partnership Agreement.

XI. No right is given any Limited Partner to demand and receive property other than cash in return for a contribution.

XII. The right is given the remaining General Partner or Partners to continue the business upon the death, retirement or insanity of a General Partner.

AS WITNESS, the execution of this Certificate of Limited Partnership this

12 day of March, 1986.

ATTEST:

<u>Stephane Sweetman</u>	<u>Robert L. Findley</u> (SEAL) Robert L. Findley
<u>Stephane Sweetman</u>	<u>Sharon E. Findley</u> (SEAL) Sharon E. Findley
<u>Stephane Sweetman</u>	<u>H.L. Hugh Bradley</u> (SEAL) H.L. Hugh Bradley
_____	_____ (SEAL)

STATE OF Delaware, Sussex COUNTY, TO WIT:

I HEREBY CERTIFY that on this 12th day of March, 1986, before me, a Notary Public in and for the State and County aforesaid, personally appeared Robert L. Findley and he acknowledged the foregoing Certificate of Limited Partnership to be his act as a General Partner.

AS WITNESS my hand and Notarial Seal.

My Commission expires: Oct. 1986

T. Lee Lawrence
Notary Public

STATE OF Delaware, Sussex COUNTY, TO WIT

I HEREBY CERTIFY that on this 12th day of March, 1986,
before me, a Notary Public in and for the State and County aforesaid, personally
appeared Robert L. Findley and he acknowledged the foregoing
Certificate of Limited Partnership to be his act as a Limited Partner.

AS WITNESS my hand and Notarial Seal.
My Commission expires: Oct. 1986

T. Lee Lavigne
Notary Public

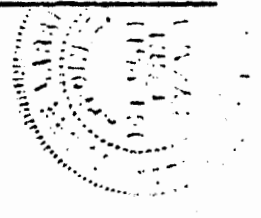


STATE OF Delaware, Sussex COUNTY, TO WIT

I HEREBY CERTIFY that on this 12th day of March, 1986,
before me, a Notary Public in and for the State and County aforesaid, personally
appeared Sharon E. Findley and he acknowledged the foregoing
Certificate of Limited Partnership to be his act as a Limited Partner.

AS WITNESS my hand and Notarial Seal.
My Commission expires: 10/86

T. Lee Lavigne
Notary Public



STATE OF Delaware, Sever COUNTY, TO WIT

I HEREBY CERTIFY that on this 12th day of March, 1986.

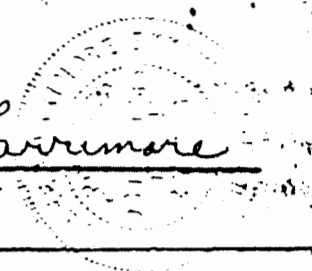
before me, a Notary Public in and for the State and County aforesaid, personally appeared H.L. Hugh Bradley and he acknowledged the foregoing :

Certificate of Limited Partnership to be his act as a Limited Partner.

AS WITNESS my hand and Notarial Seal.

My Commission expires: 10/86

T. Lee Lawrence
Notary Public



received for Record Mar. 24, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 532-536
A. James Smith, Notary

EX. M. ROBERT K. FINDLEY 326 S. TOLLMANINE DR. HEBRON, MD.
4/8/86 21830

865819

A.R.S. PARTNERSHIP AGREEMENT

THIS AGREEMENT is made this 9th day of January, 1980, by and between BAL K. AGARWAL, V. S. RAO, and MAHABIR SHARMA, hereinafter collectively referred to as "Partners".

RECITALS

1. The Partners have heretofore acquired fee simple title as tenants in common to a certain tract of land situate in the City of Salisbury, Wicomico County, Maryland, located at Eastern Shore Drive and South Division Street, hereinafter called "The Premises", having equally contributed to the costs of acquisition thereof.

2. The Partners desire to enter into a joint venture for the purpose of improving the premises with a suitable building and sharing the rents and profits therefrom.

3. In order to more fully set forth their understanding, one with the other, and their specific rights, obligations, liabilities and limitations growing out of their relation, the Partners deem it to be in their mutual best interests to enter into this written Joint Venture Agreement.

NOW, THEREFORE, in consideration of the exchange of promises and the covenants of understanding herein set forth, the parties hereto mutually agree as follows:

I. NAME. The parties hereby associate themselves as Joint Venturers for the purposes hereinafter set forth. The name of the Joint Venture created by this Agreement shall be "A.R.S. Partnership".

II. PURPOSE. The objective of the Joint Venture shall be the construction of certain improvements to property presently owned by the Partners as tenants in common situate at Eastern Shore Drive and South Division Street in Salisbury, Maryland, and the collection of rent and profits therefrom.

A. Initial Development. The Partners shall engage an acceptable contractor for the purpose of constructing on the premises an office building which shall comply with the dimensions and specifications set forth on a certain Plat prepared by Mr. Harold W. Hampshire, Surveyor, dated October 29, 1979. The initial construction shall consist of a single building divided into three (3) separate and distinct units. The objective of the Joint Venture is to construct only the "shell" of the office building, together with rough

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SALISBURY, MD. 21801

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plumbing extending five (5) feet toward the street as more particularly shown on the aforesaid plans. Any and all work necessary or desired to complete the interior of the three (3) separate office units shall be the responsibility of the prospective tenant, and the Partners hereby express their understanding that such interior improvement is not within the ambit of this Joint Venture. The Joint Venture shall, however, improve the exterior common areas of the premises by constructing a parking lot and suitable walkway to service the three (3) separate rental units.

B. Rental of Premises. It is the intention of the Partners that each one of them shall individually rent from the Joint Venture and occupy one (1) of the three (3) separate units to be constructed during the initial development of the premises. The tenant shall be responsible for completing the construction of the interior of his particular rented unit, including the costs of connecting sewer and water service. The individual office units are to be separately serviced by utilities, and each tenant shall bear the costs of heat, water, sewer, electricity and all other matters or things incident to his particular office.

C. Future Construction. The plans above referred to allow for the construction of two (2) additional office units, one (1) on each side of the building to be constructed during the initial development. The Partners do not obligate themselves to proceed with further construction of the premises; and, they expressly stipulate and agree that any and all future construction shall require the unanimous consent of the Partners.

III. CAPITALIZATION. Each Partner hereby dedicates to the Joint Venture his undivided one-third (1/3) fee simple interest in and to that tract of land situate at Eastern Shore Drive and South Division Street, Salisbury, Maryland, above referred to. The Partners shall contribute equally to the initial development and the exterior improvement of the premises. It is the intention of the Partners to secure

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SALISBURY, MD. 21801

financing for the initial development of the premises, including the construction of common parking areas and walkways, and landscaping. Each Partner shall be liable for one-third (1/3) of the principal amount of such loan, together with pro rata interest thereon, and shall indemnify and hold harmless the others for any loss to them on account thereof.

IV. PROFIT AND LOSS. The profits and losses from the operation of the premises shall be shared equally by the Partners.

V. PARTNERSHIP ACTION. All action taken in the name of the Joint Venture shall require the unanimous action of the several Partners. No individual Partner has authority to bind the remaining two (2) Partners in any manner whatsoever concerning the Joint Venture or the purpose for which it is formed. Any improvement or mortgaging of the premises may be made only upon the written consent of all Partners; and any bank account opened in the name of the Joint Venture shall require the signatures of all three (3) Partners to withdraw funds therefrom.

VI. RESTRICTIONS ON TRANSFER.

A. Sub-Lease. Each Partner to the Joint Venture intends to lease and occupy as his individual office building one (1) of the three (3) units to be constructed during the initial development of the premises. No Partner shall sub-lease the particular unit rented by him without first obtaining the written consent of the other Partners.

B. Partition. Each of the Partners irrevocably waives any and all right that he may have to maintain any action for Partition with respect to his undivided interest in the premises or to compel any sale thereof pursuant to the Law of the State of Maryland, now existing or hereinafter enacted.

C. Purchase Option. Each of the Partners hereby irrevocably grants and conveys to the other Partners an option to purchase his undivided interest in the premises and Joint Venture, which option

shall be exercisable upon any of the following events: (1) Death of the Partner; (2) Insolvency or bankruptcy of the Partner; or (3) Seizure of the Partner's undivided interest by a judgment creditor. The purchase price for such Partner's undivided interest shall be determined as hereinafter set forth in sub-paragraph E.

D. Right of First Refusal. In the event that a Partner shall desire to sell, assign or otherwise transfer his undivided interest in the premises and the Joint Venture, he shall first give to the remaining Partners (or Partner), if there then be only one (1), a right of first refusal to purchase such interest. The price to be paid for the Partner's undivided interest shall be determined in accordance with the following sub-paragraph E.

E. Valuation of Partner's Interest. The undivided interest of a given Partner shall be determined as follows: The Partner whose interest is to be appraised (or his representative, if he shall then be deceased) shall select a qualified real estate appraiser for the purpose of submitting an appraisal of the premises. If the remaining Partner or Partners shall find such appraisal acceptable, they may purchase the outgoing Partner's undivided interest at and for the valuation placed upon such interest by the appraiser, reduced, nevertheless, by the outgoing Partner's pro rata share of the existing liabilities of the Joint Venture. In the event the remaining Partner or Partners shall find the appraisal tendered to be unacceptable, then they shall have the right and privilege to select a qualified real estate appraiser of their own for the purpose of placing a value on the outgoing Partner's undivided interest. The two (2) appraisers so selected shall discuss their separate appraisals between them in order to reach a value satisfactory to both; and, in the event they cannot reach an agreement, they shall select a third real estate appraiser to arbitrate their difference of opinion.

VII. DISSOLUTION AND TERMINATION. The Joint Venture shall be dissolved and terminated only with the unanimous consent of the Partners,

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LIBER 41 PAGE 511

in which event, all Partners shall have the right to wind up the affairs of the Joint Venture. In the event of dissolution and termination, the liabilities of the Joint Venture shall be paid and all remaining funds shall be distributed among the Partners in accordance with their pro rata interest in the Joint Venture.

VIII. MISCELLANEOUS PROVISIONS.

A. Management. The management of the premises, including the collection of rents and profits therefrom, shall be equally shared by all Partners. Provided, however, that the Partners may select, from time to time, by unanimous consent, one (1) or more of them who shall serve as manager of the Joint Venture for the purpose of collecting rents, making bank deposits, and performing any other necessary duties incident to the proper management of the premises.

B. Maintenance of Premises. The Joint Venture shall at all times maintain the exterior of the building to be constructed on the premises, including all common areas, i.e., the parking lot and walkways. The Joint Venture shall also provide and maintain such landscaping about the premises as the Partners may deem aesthetically appropriate from time to time.

C. Insurance. The Joint Venture shall maintain, at all times, insurance protection against loss or other casualty to the premises; and shall further maintain insurance against liability for personal injury or property damage as might occur on or about the common areas of the premises.

D. Pro Rata Shares. At the date of this Agreement, it is contemplated that the number of Partners to the Joint Venture shall be three (3) in number, with each contributing equally to the costs of the Joint Venture and sharing equally the profits therefrom. In the event that any one (1) Partner shall cease to be associated in the Joint Venture as provided above in Paragraph VI, and such Partner's undivided interest in the premises is not acquired equally by the remaining Partners, but only by one (1) of such Partners, then

this Agreement shall be construed such that profits and losses of the Joint Venture shall be distributed to the Partners in accordance with each Partner's pro rata interest in the Joint Venture.

E. Binding Effect. This Agreement shall enure for the benefit of and be binding upon the parties hereto, their legal representatives and assigns. This instrument constitutes the entire Agreement between the parties with respect to the Joint Venture, and no warranties or representations have been made except as specifically set forth herein. This Agreement or any of the several provisions hereof may be modified only by an instrument in writing of equal dignity hereto. This Agreement shall be construed in accordance with the Laws of the State of Maryland.

IN WITNESS WHEREOF, the parties set their hands and seals to this Agreement the day and year first above written.

WITNESS:

<u>Quetta B. Cuthell</u>	<u>Bal K. Agarwal</u> (SEAL)
<u>Rachy Rao</u>	<u>V. S. Rao</u> (SEAL)
<u>Quetta B. Cuthell</u>	<u>Mahabir P. Sharma</u> (SEAL)

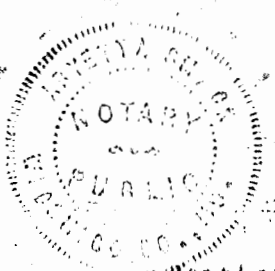
STATE OF MARYLAND, WICOMICO COUNTY, to-wit:

I HEREBY CERTIFY, That on this 9th day of January, 1980, before me, a Notary Public of the State and County aforesaid, personally appeared Bal K. Agarwal, V. S. Rao and Mahabir Sharma, and acknowledged the foregoing Agreement to be their act and deed.

AS WITNESS my hand and Notarial Seal.

Quetta Smock
Notary Public

MY COMMISSION EXPIRES JULY 11 1982



Received 4/9/86 Record 4/9/86 and Recorded in the
 Registry of Wicomico County, Maryland in Liber A.J.S.
 No. 41, Folios 537-542.

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

A. James Smith

Ex. & Del. ROBINS & JOHNSON 4/15/86

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ARTICLES OF INCORPORATION

OF

THE HEARNE TRUST CORPORATION

A Maryland Close Corporation
Organized Pursuant to Title 4 of the Corporations
And Association Article of the Anotated Code of Maryland

FIRST: The undersigned, John B. Robins, IV, whose Post Office address is 128 East Main Street, Salisbury, Maryland, 21801, being at least eighteen (18) years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

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

THE HEARNE TRUST CORPORATION

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 purchase, breed, raise, produce or otherwise acquire, invest in, own, hold, use, create security interests in, pledge, sell, assign, transfer, or otherwise dispose of, trade, deal in and deal with any and all kinds of animals and agricultural products, including seed; and, to manufacture, produce, purchase, or otherwise acquire, invest in, own, mortgage, create security interests in, pledge, sell, assign, transfer or otherwise dispose of, deal in and deal with any and all articles or things manufactured, produced, resulting or derived in whole or in part from animals or agricultural products of any kind, whether to be used as food or in commerce, manufacture, or otherwise.

2. To buy, sell, export and inport, and to raise and produce all kinds of farm and related products, for wholesale or retail; to conduct and operate farm properties and other real estate, by purchase, lease, or otherwise; to breed, raise, buy, prepare for market, exhibit, sell and deal in livestock and farm products of all kinds.

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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

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LIBER 41 PAGE 544

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 interests 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.

FIFTH: The Post Office address of the principal office of the corporation in the State of Maryland is South Division Street, Salisbury, Maryland, 21801. The Resident Agent is John B. Robins, IV, 128 East Main Street, Salisbury, Wicomico County, Maryland, 21801.

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.

SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be three (3) Directors, namely: William P. Hearne, Sr., Steven Joseph Hearne and Lucille B. Hearne.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 13th day of November, 1985, and I acknowledge same to be my act.

WITNESS:

Parvato Cox Wilson

INCORPORATOR:

John B. Robins, IV (SEAL)

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LIBER 41 PAGE 545

ARTICLES OF INCORPORATION
OF
THE HEARNE TRUST CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 22, 1985 AT 10:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 3 2763 , FOLIO 689 , 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: \$ _____

D2036598

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.

R. W. Fisher



A 190203

received for Record April 10, 1986 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 543-545.

A. James Smith

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EX. & REC. JOHN B. ROBINS, IV 4/23/86

LIBER 41 PAGE 546

ARTICLES OF INCORPORATION

OF

ATLANTIC ELECTRIC & PLUMBING, INC.
(A Close Corporation)

365853

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, **CARROLL HORSEMAN**, whose post office address is Route 8, Box 173, Salisbury, Maryland 21801, being at least eighteen (18) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, execute and file these Articles with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is: **ATLANTIC ELECTRIC & PLUMBING, INC..**

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

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

(b) To do plumbing, water, gas, and steam fitting of all kinds. To invent, design, manufacture, buy, sell, install, inspect, and repair, heating, cooling, ventilating, water supply, lighting, and sewage disposal systems, appliances, apparatus, machinery, equipment, materials, and supplies of all kinds. To make and furnish estimates and costs for work and materials of the kind above described. To acquire, by competitive bidding or otherwise, make, and perform contracts pertaining to any of the foregoing business. To deal in scrap metal and junk.

(c) To develop, manufacture, assemble, fabricate, import, lease, purchase, or otherwise acquire, invest in, hold, use, license the use of, install, handle, maintain, service or repair, sell, pledge, mortgage, exchange, export, distribute, lease, assign, and otherwise dispose of, and generally to trade and deal in and with, as principal or agent, at wholesale, retail, on commission, or otherwise, electronic systems, equipment and components, and electrical, mechanical, and electro-mechanical apparatus and equipment of every kind and description, electronic, tele-communication, communication, transmitting, receiving, recording, reproducing, and similar equipment of every description, microwave devices and equipment, radio, sonar, radar, television, and related devices and equipment, and similar goods, wares, merchandise, commodities, articles of commerce, and property of every kind and description, and any and all products, machinery, equipment, and supplies used or useful in connection therewith.

(d) To purchase, lease, produce, manufacture, import, or otherwise acquire, own, hold, invest in, prepare for market, store, ship, transport, create security interest in or otherwise encumber, sell, transfer, export, or otherwise dispose of, in any manner deal in and with, at retail or wholesale, building materials of all kinds, including, without limiting the generality of the foregoing, stone, sand, gravel, slate, shale, clay and clay products of all kinds, cinders, slag, lime, mortar, cement and cement products, calcsined and other plaster, drain tile, pressed tile, fireproof tile, and any other tile, natural and artificial stone, marble, fire, paving, and building bricks,

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building blocks and load bearing blocks of all kinds, ceramics and ceramic ware of all kinds, terra cotta, mosaics, and other building, fireproofing, and paving material of all kinds.

(e) To engage in the business of erecting or altering, under contract or otherwise, houses, churches, schoolhouses, office buildings, manufacturing plants, public buildings, and all other buildings of whatever name or nature; to make estimates on and bid for the construction of such buildings and to do every act and thing commonly done by building contractors; to buy and sell building materials and to enter into contracts for the wrecking of buildings.

(f) To make estimates for itself and for others, and bid upon, enter into, and carry out contracts for the grading and making of roads, walks, paths, railroads; the constructions of bridges, buildings, piers, wharves, fortifications, power plants, and developments, transmission lines, tunnels, subways, drainage, and irrigation systems. To do building, structural, construction, erection, surveying, dredging, shoring, wrecking, salvage and electrical work of every kind in every part of the world. To manufacture or otherwise produce, buy, sell, and deal in building materials, and all kinds of materials, supplies and equipment for masons, carpenters, builders, electricians, engineers, and contractors. To acquire, use, employ, sell, and deal in all suitable means, apparatus, machinery, contrivances, equipment and facilities for prosecuting its business.

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

(h) 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 transactions of the 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, the powers and purposes stated in each clause shall, except where otherwise stated, not be limited or restricted by any term or provision of any clause, and shall be regarded not only as independent purposes, but the purposes and powers shall be construed distributively as to 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.

(i) 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: 309 Priscilla Street, Salisbury, Maryland 21801. The resident agent of the corporation is: Carroll Horseman, whose address is Route 8, Box 173, 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 Dollars (\$100,000.00).

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

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

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

SIXTH: After the completion of the organization meeting of the Directors and the issuance of one (1) or more shares of stock of the corporation, the corporation shall have no board of directors. Until such time, the corporation shall have two (2) directors, whose names are: Carroll Horseman and Bruce Campbell.

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

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 8th day of November 1985.

WITNESS:

Kenneth D. Boyer Carroll Horseman (SEAL)
CARROLL HORSEMAN

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 8th day of November 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared CARROLL HORSEMAN and acknowledged the foregoing Articles of Incorporation to be his act.

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

Vernadett M. Hudson

NOTARY PUBLIC

My Commission expires:



LIBER 41 PAGE 550

ARTICLES OF INCORPORATION
OF
ATLANTIC ELECTRIC & PLUMBING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 21, 1985 AT 11:15 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2762 FOLIO 1521 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: \$ _____

D2035541

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

David W. Fisher



A 189988

received for Record APR 10, 1986 and recorded in the
corp. Records of Wicomico County, Maryland in Liber A.J.S.
No. 41 Folios 546-550.

A. James Smith

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Ex. of M. CARROLL HORSEMAN Rt. 8 BOX 173 SAUS. 4/29/86

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LIBER 41 PAGE 551

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ARTICLES OF INCORPORATION

OF

SHORE-TYPE PRESS, 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 SHORE-TYPE PRESS, INC.

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

(1) To print, bind, publish, circulate, distribute, buy, sell, and deal in books, pamphlets, circulars, posters, newspapers, magazines, literature, music, pictures, tickets, cards, advertisements, letter and bill heads, envelopes, and legal, commercial, and financial forms and blanks of every kind. To acquire, by purchase or otherwise, turn to account, license the use of, assign, and deal with copyrights and intellectual properties of every kind. To carry on a general printing, engraving, lithographing, electrotyping, and publishing business in all the branches thereof; and to engage in any other lawful purpose and business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is Route 1, Box 10, Pittsville, Maryland 21850. The name and post office address of the Resident Agent of the Corporation in this State are Patricia A. Liechty, Route 1, Box 10, Pittsville, Maryland 21850. Said Resident Agent is an individual actually residing in this State.

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

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

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

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

LAW OFFICES
EATON & WIDDOWSON,
P.A.
121 East Market Street
P.O. Box 41
Salisbury, MD. 21801
(301) 746-1530

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3.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Patricia A. Liechty
Bonnie L. Dennis

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 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 13th day of November, 1985, and I acknowledge the same to be my act.

WITNESS:

Jamie E. Dawson

Dirk W. Widdowson
Dirk W. Widdowson

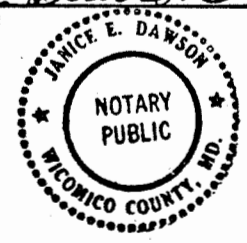
STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this 13th day of November, 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.

Jamie 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) 748-1530

LIBER 41 PAGE 554

ARTICLES OF INCORPORATION
OF
SHORE-TYPE PRESS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 20, 1985 AT 10:54 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

RECORDED IN LIBER 2762 . FOLIO 1556 . 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:
\$ _____

D2035608

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.

William W. Fisher



A 189994

Received for Record 09/10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. 41 Folios 551-559.

A. James Smith W.D.

2762 1556

EX. & M. PATRICIA A. LIECHTY Rt. 1 BOX 10 WITTSVILLE, MD. 21850
4/23/86

1985 DEC 11 A 10:17

555800

TOM WROTEN & CO., 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, Hugh Kristian Hanson, whose post office address is 132 East Main Street, Post Office Box 109, Salisbury, Maryland 21801, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as "Corporation") is TOM WROTEN & CO., 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 erecting or altering, under contract or otherwise, houses, churches, school houses, office buildings, manufacturing plants, public buildings, and all other buildings of whatever name or nature; to make estimates on and bid for the construction of such buildings and to do every act and thing commonly done by building contractors; to buy and sell building materials and to enter into contracts for the wrecking of buildings.

(2) To do anything permitted by Section 2103 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 Rt. 1, Box 138, Tyaskin, Maryland 21865. The name and post office address of the Resident Agent of the Corporation in this State is Hugh K. Hanson, 132 East Main Street, Salisbury, Maryland. 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 Ten Thousand (10,000) shares having a par value of Ten Dollars (\$10.00) per share, all of which shares are one class and are designated "common capital stock". The aggregate par value of all shares having a par value is One Hundred Thousand Dollars (\$100,000.00).

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

REC FEE 5.00
TOTL 5.00
9707CHK 5.00
02-01986-10A10-42

53458274

5.00

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 successor is duly chosen and qualified, is Hugh Kristian Hanson.

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 proceedings; or (ii) an affirmative vote, at a duly constituted meeting, of a majority of all the votes cast by stock holders 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 9th day of December 1985, and I acknowledge the same to be my act.

WITNESS:

Dawn G. Dinkush

Hugh Kristian Hanson (SEAL)
HUGH KRISTIAN HANSON

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

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

2767 0585

LIBER 41 PAGE 557

I HEREBY CERTIFY that on this 9th day of December, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Hugh Kristian Hanson, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Dawn W. Furbush
NOTARY PUBLIC

My Commission Expires: July 1, 1986



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

2767 0566

LIBER 41 PAGE 558

ARTICLES OF INCORPORATION
OF
TOM WROTEN & CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1985 AT 10:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2767 FOLIO 4 363 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:
\$ _____

D2045359

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Handwritten Signature]



A 191311

received for Record APR 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
CORP. 91 Folios 555-558.

[Handwritten Signature]

2767 0563

EX. & REC. HUGH K. HANSON 4/23/86

ARTICLES OF INCORPORATION

OF

JEFF SMITH ELECTRIC, INC.
(A Close Corporation)

865861

90

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, JEFFREY JAMES SMITH, SR., whose post office address is Route 1, Box 12, Pittsville, Maryland 21850, being at least eighteen (18) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, execute and file these Articles with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "corporation") is: JEFF SMITH ELECTRIC, INC..

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

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

(b) To do plumbing, water, gas, and steam fitting of all kinds. To invent, design, manufacture, buy, sell, install, inspect, and repair, heating, cooling, ventilating, water supply, lighting, and sewage disposal systems, appliances, apparatus, machinery, equipment, materials, and supplies of all kinds. To make and furnish estimates and costs for work and materials of the kind above described. To acquire, by competitive bidding or otherwise, make, and perform contracts pertaining to any of the foregoing business. To deal in scrap metal and junk.

(c) To develop, manufacture, assemble, fabricate, import, lease, purchase, or otherwise acquire, invest in, hold, use, license the use of, install, handle, maintain, service or repair, sell, pledge, mortgage, exchange, export, distribute, lease, assign, and otherwise dispose of, and generally to trade and deal in and with, as principal or agent, at wholesale, retail, on commission, or otherwise, electronic systems, equipment and components, and electrical, mechanical, and electro-mechanical apparatus and equipment of every kind and description, electronic, tele-communication, communication, transmitting, receiving, recording, reproducing, and similar equipment of every description, microwave devices and equipment, radio, sonar, radar, television, and related devices and equipment, and similar goods, wares, merchandise, commodities, articles of commerce, and property of every kind and description, and any and all products, machinery, equipment, and supplies used or useful in connection therewith.

(d) To purchase, lease, produce, manufacture, import, or otherwise acquire, own, hold, invest in, prepare for market, store, ship, transport, create security interest in or otherwise encumber, sell, transfer, export, or otherwise dispose of, in any manner deal in and with, at retail or wholesale, building materials of all kinds, including, without limiting the generality of the foregoing, stone, sand, gravel, slate, shale, clay and clay products of all kinds, cinders, slag, lime, mortar, cement and cement products, calcsined and other plaster, drain tile, pressed tile, fireproof tile, and any other tile, natural and artificial stone, marble, fire, paving, and building bricks,

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REC FEE 5.00
TOTL 5.00
2798CHW 5.00
02 01988 4-10A10:42

5.00

building blocks and load bearing blocks of all kinds, ceramics and ceramic ware of all kinds, terra cotta, mosaics, and other building, fireproofing, and paving material of all kinds.

(e) To manufacture, install, repair, buy, sell, import, export, trade, and deal in machinery and appliances for the generation, transmission, and utilization of electricity, direct or alternating current machinery, motors, generators, dynamos, transformers, storage and other batteries, armatures, controller, distributors, magnetos, switches and switchboards, vibrators, elevators, engines, pumps, fans, lamps, and flashlights, carbon brushes, fuses, insulators insulating materials, bells, annunciators, burglar alarms, fire alarms, electric cutting and welding machines and electrical tools, machinery, devices, condensers, tools, dies, apparatus, appliances, equipment and accessories of every description.

(f) To engage in the business of erecting or altering, under contract or otherwise, houses, churches, schoolhouses, office buildings, manufacturing plants, public buildings, and all other buildings of whatever name or nature; to make estimates on and bid for the construction of such buildings and to do every act and thing commonly done by building contractors; to buy and sell building materials and to enter into contracts for the wrecking of buildings.

(g) To make estimates for itself and for others, and bid upon, enter into, and carry out contracts for the grading and making of roads, walks, paths, railroads; the constructions of bridges, buildings, piers, wharves, fortifications, power plants, and developments, transmission lines, tunnels, subways, drainage, and irrigation systems. To do building, structural, construction, erection, surveying, dredging, shoring, wrecking, salvage and electrical work of every kind in every part of the world. To manufacture or otherwise produce, buy, sell, and deal in building materials, and all kinds of materials, supplies and equipment for masons, carpenters, builders, electricians, engineers, and contractors. To acquire, use, employ, sell, and deal in all suitable means, apparatus, machinery, contrivances, equipment and facilities for prosecuting its business.

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

(i) 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 transactions of the 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, the powers and purposes stated in each clause shall, except where otherwise stated, not be limited or restricted by any term or provision of any clause, and shall be regarded not only as independent purposes, but the purposes and powers shall be construed distributively as to 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.

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

✓ FOURTH: The post office address of the principal office of the corporation is: Route 1, Box 12, Pittsville, Maryland 21850. The resident agent of the corporation is: Jeffrey James Smith, Sr., Route 1, Box 12, Pittsville, Maryland 21850. Said resident agent is a citizen of the State of Maryland.

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

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

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

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

SIXTH: After the completion of the organization meeting of the Directors and the issuance of one (1) or more shares of stock of the corporation, the corporation shall have no board of directors. Until such time, the corporation shall have one (1) director, whose names is: Jeffrey James Smith, Sr.

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

EIGHTH: No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors, individually, or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction

2767 0439

with like force and effect as if he was not such a director or officer of such other corporation or not so interested.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 11th day of December 1985.

WITNESS:

Beverly A. Tilghman

Jeffrey James Smith, Sr. (SEAL)
JEFFREY JAMES SMITH, SR.

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

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

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



Beverly A. Tilghman
NOTARY PUBLIC

My Commission expires: 7/1/1986.

LIBER 41 PAGE 563

ARTICLES OF INCORPORATION
OF
JEFF SMITH ELECTRIC, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 12, 1985 AT 02:30 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

RECORDED IN LIBER 5767 , FOLIO 0436 , OF THE RECORDS OF THE STATE
DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

ORGANIZATION & CAPITALIZATION FEE PAID: \$ 21 RECORDING FEE PAID: \$ 20 SPECIAL FEE PAID: \$ _____

D2045144

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Handwritten Signature]



A 191290

Received for Record COV10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp No. 47 . Folios 559-563.

A. James Smith

2767 0436

Ed. M. JEFFREY J. SMITH, SR. Rt. 1 Box 12 HAITTSVILLE, MD. 21850
4/23/86

amb

ARTICLES OF INCORPORATION

865882

Peninsula Optical, Inc.

FIRST: I, Sally D. Adkins, whose post office address is One Plaza East - Sixth Floor, P. O. Box 4247, 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 Peninsula Optical, Inc.

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

(1) to operate a retail facility for the sale of optical equipment; and to engage in any other lawful purpose and/or business;

(2) to do anything permitted by § 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 101 Milford Street, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State is Sally D. Adkins, One Plaza East - Sixth Floor, P. O. Box 4247, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock, 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.

SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

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

REC FEE 5.00
TOTL 5.00
9709CHK 5.00
02 01986 4-10A10:42

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2766 2897

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LICOR 41 PAGE 505

(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: Alex Azar, Gary P. Luppens, Richard H. Meeks and William J. Doyle.

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

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

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

(3) The Corporation may and, if it enters into an agreement to do so, shall be required, according to the terms thereof, to purchase or redeem shares of its stock for a consideration greater than the net asset value per share, provided, however, that the Corporation shall purchase and redeem its stock only out of surplus unless otherwise permitted by law.

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

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any

shares of the 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: Unless otherwise decided by a majority vote of the Board of Directors of the Corporation:

(1) As used in this Article NINTH, any 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 or other applicable law.

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation shall not be required to indemnify him or her in connection with a proceeding, but may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section or other applicable law; 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

LIGER 41 PAGE 567

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 5th day of December, 1985, and I acknowledge the same to be my act.

WITNESS:

Janelle W. Buick

Sally D. Adkins (SEAL)
Sally D. Adkins

LIBER 41 PAGE 568

ARTICLES OF INCORPORATION
OF
PENINSULA OPTICAL, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 09, 1985 AT 09:35 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED. 5

RECORDED IN LIBER 2766 . FOLIO 2896 . 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: \$ _____

D2044659

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Handwritten Signature]



A 191245

Recorded April 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 564-568.

[Handwritten Signature]

2766 2896

HARBRO INDUSTRIES, INC.

865863 Articles of Incorporation

FIRST: This is to certify that I, the subscriber, William G. Duvall, being at least 21 years of age, do, under and by virtue of the General Laws of Maryland authorizing the formation of corporations, intend to form a corporation by the execution and filing of these Articles.

SECOND: The name of this Corporation is:

HARBRO INDUSTRIES, INC.

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

- (a) To engage in the commercial and industrial painting and construction business.
- (b) To buy, sell, own, lease, mortgage, rent or otherwise deal in any real or personal property, wheresoever situate.
- (c) To undertake, guarantee, assume and pay the indebtedness and liabilities, whether related in ownership and interest or otherwise.
- (d) To purchase or to otherwise acquire, hold and re-issue shares of its capital stock of any class in accordance with applicable provisions of Maryland law.
- (e) To purchase, acquire or otherwise deal in stock, bonds, or securities of any nature, of any corporation, domestic or foreign, and whether its powers and purposes are similar or dissimilar to those contained herein.
- (f) And generally to carry on any other lawful trade of business and to do every act or thing not inconsistent with law, which may seem to the Corporation's stockholders calculated at any time and from time to time, directly or indirectly, to effectuate the aforesaid business and objects, or any of them, or to enhance the value of the Corporation's property and rights.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is: Northwood Industrial Park, 2110 Windsor Drive, P. O. Box 2595, Salisbury, Maryland 21801. The resident agent of the Corporation shall be William G. Duvall and his post office

LAW OFFICES
LONG, HUGHES, SAHEN,
DUVALL & DASHIELL
124 EAST MAIN STREET
SALISBURY, MARYLAND
21801-0259

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REC FEE 5.00
27 APR 1980 5.00
9710CHK 5.00
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address is 124 East Main Street, P. O. Box 259, Salisbury, Maryland 21801, and such resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has the authority to issue is 500 shares, all having a par value of \$100.00 per share, all of one class, all designated common stock, and all being "Section 1244 stock" as that term is defined in Section 1244 of the Internal Revenue Code. The aggregate authorized capital stock of the corporation is \$50,000.00.

SIXTH: The number of Directors of the Corporation shall be initially set at three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The names of the initial Directors who shall act until the organizational meeting and the first issuance of shares of stock has been completed, are:

William G. Duvall
Patricia S. Godfrey
Jeffrey E. Badger

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

1. The stockholders may from time to time and at any time before the issuance of shares of stock, classify or reclassify unissued shares by fixing or altering in any one or more aspects the preferences, rights, voting powers, restrictions and qualifications, of the dividends on, the time and prices of redemption of, and the conversion rights of such shares.

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

EIGHTH: The duration of the Corporation shall be perpetual.

LIGER 41 PAGE 571

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 10th day of December, 1985.

WITNESS:

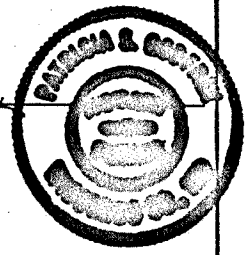
Patricia G. Godfrey William G. Duvall (SEAL)

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY, that on this 10th day of December, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William G. Duvall, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

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

Patricia G. Godfrey
Notary Public



My Commission Expires:

July 1, 1986

LAW OFFICES
LONG, HUGHES, SAHLEN,
DUVALL & DASHIELL
124 EAST MAIN STREET
SALISBURY, MARYLAND
21801-0259

LIBER 41 PAGE 572
ARTICLES OF INCORPORATION
OF
HARBRO INDUSTRIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 11, 1985 AT 09:47 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

RECORDED IN LIBER 2766 , FOLIO 2679 , 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:
\$ _____

D2044386

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

G. B. Johnson



A 191228

Submitted for Record APR 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41 . Folios 267-272.

G. James Smith

2766 2679

Ex. 4 Rec. Wm. A. Duvall 4/23/86

ARTICLES OF INCORPORATION

865864

OF

DIAGNOSTIC CYTOPATHOLOGY, INC.

75

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Ronald G. Rayne, whose post office address is 212 East Main Street, Salisbury, Wicomico County, Maryland, 21801, being at least eighteen (18) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, 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: DIAGNOSTIC CYTOPATHOLOGY, INC.

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

(a) To act as a pathology laboratory, or such other laboratory as the Corporation deems desirable.

(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, indorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount; to execute contracts of any nature whatsoever including contracts of indemnity, suretyship and guaranty.

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

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5.00
5.00
02 01986 4-10A10:42

2764 1703

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

(d) 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 707 Camden Avenue, Salisbury, Wicomico County, Maryland 21801. The resident agent of the corporation is Robert L. Taylor, whose address is 67 Camden Avenue, Salisbury, Wicomico County, Maryland 21801. Said resident agent is a citizen of the State of Maryland.

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

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

(b) 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:

LIBER 41 PAGE 575

(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.

Robert L. Taylor and Eric L. Decker shall act as the directors of the corporation until the first annual meeting or until their successors are duly chosen and qualified.

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to do the following:

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

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

(c) Subject to any limitation or restriction herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on, the times and prices of redemption and the conversion rights of such shares.

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

(e) May by Resolution passed by a majority of the whole Board, designate one or more committees, each to consist of two (2) or more of the Directors of the Corporation, which to the extent provided in said Resolution or in the By-Laws, shall have and may exercise the powers of the Board of Directors in the management of the business of

2764 1705

the Corporation and may have power to authorize the seal of the Corporation to be affixed to all papers which may require it, and such committees shall have such names as may be stated in the By-Laws or as may be determined by Resolution adopted by the Board of Directors.

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

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

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

NINTH: The duration of the Corporation shall be perpetual.

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

WITNESS:

Joseph A. Seenes

Ronald G. Rayne (SEAL)
RONALD G. RAYNE

LIBER 41 PAGE 577

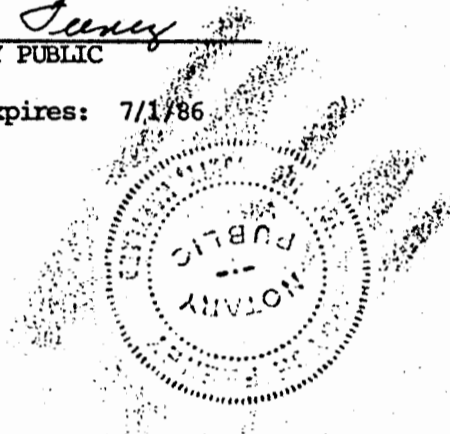
STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 25th day of November, 1985 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared RONALD G. RAYNE and acknowledged the foregoing Articles of Incorporation to be his act.

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

Joyce A. Seaney
NOTARY PUBLIC

My Commission Expires: 7/1/86



LIBER 41 PAGE 578

ARTICLES OF INCORPORATION
OF
DIAGNOSTIC CYTOPATHOLOGY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 02, 1985 AT 11:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2764 , FOLIO 1702 , 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: \$ _____

D2040178

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Signature]



A 190672

Corp filed for Record April 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 573-578.

[Signature]

2764 1702

EX. & DEL. ROBERT L. TAYLOR 4/23/86

ARTICLES OF INCORPORATION

865865

JENNY'S SEWING STUDIO, INC.

ps

FIRST: The undersigned, Jacqueline N. Casper, whose post office address is 4303 Lancaster Pike, Wilmington, Delaware, 19805, being at least eighteen 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 JENNY'S SEWING STUDIO, INC.

THIRD: The purposes for which the Corporation is formed are to engage in any lawful act or activity for which corporations may be formed under the General Corporation Law of the State of Maryland; to engage in the business of retail sales of sewing machines and related materials and sewing instruction classes.

✓

FOURTH: The post office address of the principal office of the Corporation in Maryland is 321-A Civic Avenue, Twilley Center, Salisbury, Wicomico County, Maryland, 21801. The name and post office address of the resident agent of the Corporation in Maryland are Jennifer Friedel, 321-A Civic Avenue, Twilley Center, Salisbury, Wicomico County, Maryland, 21801, said agent is a citizen of Maryland and actually resides therein.

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

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, 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, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are: Jennifer Friedel, C. Gray Friedel, and Mildred Friedel.

SEVENTH: The duration of the Corporation shall be perpetual.

REC FEE 5.00
TOTL 5.00
9712CHK 5.00
02 01986 4-10A10:43

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on November 27, 1985 and severally acknowledged the same to be my act.

Jacqueline N. Casper
Jacqueline N. Casper

53368076

2764 1699

3

STATE OF DELAWARE)
COUNTY OF NEW CASTLE)

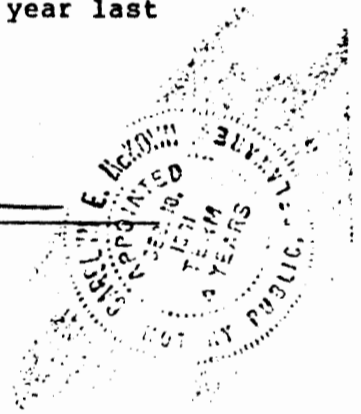
I, HEREBY CERTIFY that on this twenty-seventh day of November, A.D., 1985, before me, the subscriber, a Notary Public of the State of Delaware in and for New Castle County, personally appeared Jacqueline N. Casper and severally acknowledged the foregoing Articles of Incorporation to be her act.

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

CAROLYN E. MCKOWN
Notary Public, Delaware
My Commission Expires
December 10, 1985

Carolyn E. McKown

Notary Public



LIBER 41 PAGE 581

ARTICLES OF INCORPORATION
OF
JENNY'S SEWING STUDIO, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 02, 1985 AT 10:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

RECORDED IN LIBER 2764 , FOLIO 1698 , 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:
\$ _____

D2040160

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Signature]



A 190671

received for Record APR 10, 1986 and recorded in the
Records of Wicomico County Maryland in Liber A.J.S.
No. 41, Folios 519-58.

[Signature]

2764 1698

EX. M. JENNIFER FRIEDEL TWILLEY CENTER 321A CNICA AVENUE
SAUS. 4/23/86

0674-5

LIBER 41 PAGE 582

ARTICLES OF INCORPORATION

OF

865866

DaRob, Inc.

FIRST: I, J. Harrison Phillips, III, whose post office address is P.O. Box 497, Ocean City, Maryland 21842, 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 DaRob, Inc..

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

1. To engage in the business of marketing, selling, distributing and otherwise dealing in the operation of a gasoline station, commonly termed a "gas and go", general grocery store, sandwich shop, and off-sale beer and wine; to distribute, sell, manufacture, process, purchase and generally trade and deal in dairy products, food products, and beverages of every nature, kind and description; and
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is P.O. Box 2, Route 354, Powellville, Wicomico County, Maryland 21852. The name and post office address of the Resident Agent of the Corporation in this State is David Allen Shockley, Route 1, Box 138-1, Pittsville, Wicomico County, Maryland 21850. Said Resident Agent is an individual actually residing in this State.

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

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

- (1) If there is no stock outstanding, the number of directors may be less than three but not less than one; and
- (2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: David Allen Shockley, Robin W. Shockley, and David P. Rayne.

REC FEE 5.00
 TOTL 5.00
 9713CHK 5.00
 02 01986 4-10A10:43

53338165

2764 0909

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

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

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

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

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

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

The Corporation may, as determined by the Board of Directors of the Corporation, indemnify and advance expenses to a director, officer, employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

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



STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this 4th day of November, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared J. Harrison Phillips, III, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within and foregoing instrument, and he did make oath in due form of law that he executed the same for the purposes therein contained.

AS WITNESS my hand and Official Seal.



Sharon D. Sleight
Notary Public

My Commission expires: 7/1/86

LIBER 41 PAGE 585

ARTICLES OF INCORPORATION
OF
DAROB, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 29, 1985 AT 10:48 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2764, FOLIO 908, 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:
\$

D2039279

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 190590

received for Record April 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
Corp. No. 91, Folios 582-585.

A. James Smith

2764 0908

Ex. M. DAVIDA SHOCKLEY RT. 1 BOX 138-1 KEITTSVILLE, MD. 21850 4/23/86

ARTICLES OF INCORPORATION
OF

1985 NOV 26 A 10:54

*Jno
Riv*

865867 TALCOM, INC.
A Maryland Close Corporation

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Ronald R. Hcdges, whose post office address is Route 1, Box 808B, Hebron, Maryland, 21830, being over eighteen (18) years of age, under and by virtue of the laws of the State of Maryland authorizing formation of a corporation, do execute and file these Articles of Incorporation with the intention of forming a corporation.

SECOND: The name of the corporation (hereinafter called the "Corporation") hereby formed is:

TALCOM, INC.

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.

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

(1) To carry on and conduct a business consisting of the manufacture, sale and service of communications equipment, including but not limited to radios, telephones, computers, and micro wave equipment, anywhere in the United States.

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

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

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

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

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

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

(6) To do every other act not inconsistent with law which is appropriate to promote and attain the purposes set forth herein.

(7) To have and enjoy, in addition to the foregoing purposes, objects and powers, all other rights, privileges, powers and immunities provided under the general laws of the State of Maryland and any future additions or amendments thereto or enlargements thereof.

✓ FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is Route 1, Box 808B, Crooked Oak Lane, Hebron, Maryland, 21830. The name and address of the resident agent is Ronald R. Hodges, Route 1, Box 808B, Hebron, Maryland, 21830. The resident agent is an individual actually residing in 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 designated "Common Capital Stock". The aggregate par value of all shares having a par value is ONE HUNDRED THOUSAND DOLLARS (\$100,000.00).

SIXTH: The Corporation shall have no board of directors; however, until this election to have no board of directors becomes effective, the Corporation's director shall be Ronald R. Hodges, Route 1, Box 808B, Hebron, Maryland, 21830.

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, but subject to any unanimous written agreement among themselves, the Board of Directors or stockholders, at such time as there is no Board of Directors, are expressly authorized to do the following:

(a) Authorize the issuance, from time to time, of shares of the Corporation's stock with or without par value of any class for such consideration as the stockholders may deem advisable irrespective of the value or amount of such considerations, but subject to such limitations

and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) To fix and determine and to vary the amount of working capital of the Corporation, to determine whether any, and if any, what part of the surplus of the net profits of the Corporation arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter; and to direct and determine the use and disposition of any such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation or any of its bonds or other evidences of indebtedness to such extent and in such manner and upon such lawful terms as shall be deemed expedient.

(c) To declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by Law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

(d) To execute mortgages and liens upon the real and personal property of the Corporation.

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

The enumeration and definition of particular power of the Board of Directors or, at such time as there is no Board of Directors, the stockholders, included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference to exclude or limit any powers conferred upon the Board of Directors or stockholders under the general laws of the State of Maryland now or hereafter in force.

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.

NINTH: Meetings of stockholders may be held without the State of Maryland if the By-Laws so provide. The books of the Corporation may be kept (subject to any provision contained in the Maryland law) outside of the State of Maryland at such place or places as may be designated by the Board of Directors or in the By-Laws of the Corporation. Election of directors need not be by ballot unless the By-Laws so provide.

WITNESS:

Richard Cullen

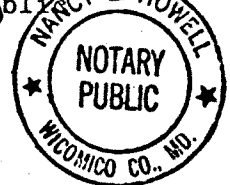
Ronald R. Hodges (SEAL)
Ronald R. Hodges

STATE OF MARYLAND, WICOMICO COUNTY, to wit:

I HEREBY CERTIFY that on this 8th day of November, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Ronald R. Hodges and acknowledged the foregoing Articles of Incorporation to be his act.

AS WITNESS my hand and Notarial Seal.

Nancy J. Howell
Notary Public



My Commission expires: 7/1/86

LIGER **41** PAGE **590**
ARTICLES OF INCORPORATION
OF
TALCOM, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 26, 1985 AT 10:54 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

RECORDED IN LIBER **2763** . FOLIO **1813** . 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: \$ _____

D2038156

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO

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

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

[Signature]



A 190345

Received for Record April 10, 1986 and recorded in the
Conf. Records of Wicomico County, Maryland in Liber A.J.S.
No. 41 . Folios 586-590.

[Signature]

2763 1813

LIBER 41 PAGE 501

ARTICLES OF INCORPORATION
OF
TIME SHARE FINANCING CORP.

js

865863

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, MORTON J. OWRUTSKY whose post office address is 701 Roland Street, Salisbury, Wicomico County, Maryland, 21801-1170, being at least twenty-one (21) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, particularly the Close Corporation Act, execute and file these Articles with the intention of forming a close corporation.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is: TIME SHARE FINANCING, CORP..

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

(a) To act as loan broker and generally to do everything, proper and condusive to the successful conduct of a financial placement business, agency and brokerage in all its forms, branches and departments.

(b) To engage in any and all other lawful activities.

✓

FOURTH: The post office address of the principal office of the Corporation is 701 Roland Street, Salisbury, Wicomico County, Maryland 21801-1170. The resident agent of the Corporation is E. DEAN FRENCH. Said resident agent is a citizen of the State of Maryland. The said resident agent's address is 701 Roland Street, Salisbury, Wicomico County, Maryland, 21801.

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

REC FEE 5.00
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(a) Each share holder shall be entitled to a stock certificate certificates certifying the number and kind of shares owned by him. Said certificate shall be signed by the proper officers of the Corporation as provided in the By-Laws and shall thereafter be sealed with the seal of the Corporation.

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

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

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SIXTH: The Corporation shall initially 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.

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

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to do the following:

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

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

(c) Subject to any limitation or restriction herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions, and qualifications of, the dividends on and the times and prices of redemption and the conversion rights of such shares.

(d) To declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by Law or by these Articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of all other corporation or unincorporated business entities.

(e) May by Resolution passed by a majority of the whole Board, designate one or more committees, each to consist of two (2) or more of the Directors of the Corporation, which to the extent provided in said Resolution or in the By-Laws, shall have and may exercise the powers of the Board of Directors in the management of the business of the Corporation and may have power to

2763 1581

authorize the seal of the Corporation to be affixed to all papers which may require it, and such committees shall have such names as may be stated in the By-Laws or as may be determined by Resolution adopted by the Board of Directors.

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

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

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

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 20th day of November, 1985.

WITNESS:

Gretta Cathell

Morton J. Owrutsky
MORTON J. OWRUTSKY (SEAL)

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 21st day of November, 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 have hereunto set my hand and Notarial Seal.



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

2763 1582

LIBER 41 PAGE 591

ARTICLES OF INCORPORATION
OF
TIME SHARE FINANCING, CORP.

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

OF MARYLAND NOVEMBER 25, 1985 AT 11:06 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2763 , FOLIO 1579 , 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: \$ _____

D2037760

TO THE CLERK OF THE CIRCUIT COURT OF WICOMICO COUNTY

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

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

[Handwritten Signature]



A 190306

Received for Record APR 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 591-594.

[Handwritten Signature]

2763 1579

Ch. & M. E. PEAN FRENCH 701 ROLAND ST. SAUS. 4/23/86

AMENDED ARTICLES OF INCORPORATION

865869

OF

ENGINEERING CONTRACTING SERVICES, INC.

98

THIS IS TO CERTIFY:

1. That I, the subscriber, Gary R. Watson, whose post office address is Box 106-B, Hebron, Maryland 21830, Wicomico County, being at least twenty-one (21) years of age, do under and by virtue of the Laws of the State of Maryland authorizing the formation of corporations, and Amendment thereof, execute and file these Amended Articles of Incorporation for the purposes of changing the corporate name, no organizational meeting of the board of directors having yet occurred, and this Amendment being propounded pursuant to Corporations and Associations Article §2-603.

2. The name of the Corporation, which is hereinafter called the "Corporation" is changed from Engineering Contracting Services, Inc. to Engineering Construction Systems, Inc.

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

- (a) To engage in building construction, project development and all related fields.
- (b) To engage in real estate development.

4. The post office address of the principal office of the Corporation is c/o Gary R. Watson, 235 Florida Avenue, Salisbury, Maryland 21801. The resident agent of the Corporation is Gary R. Watson [Box 106-B, Hebron, Maryland 21830]. Said agent is a citizen of the State of Maryland.

5. The total number of shares of stock which the Corporation has authority to issue is ten million (10,000,000) shares, having a par value of One Cent (\$.01) per share, all of which shares are of one class and are designated "common stock". The aggregate par value of all shares having a par value is One Hundred Thousand Dollars (\$100,000).

- (a) Each share holder shall be entitled to a stock certificate or certificates certifying the number and kind of shares owned by him. Said certificate shall be signed by the proper officers of the Corporation as provided in the By-Laws and shall thereafter be sealed with the Seal of the Corporation.
- (b) Shares of stock shall be transferred only on the books of the Corporation by the holder thereof in person or by a duly authorized attorney or Transfer Agent appointed for such purpose 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.

6. The Corporation shall initially have not less than three (3) nor more than nine (9) directors, and, except as provided in §2-402, Corporations and Associations Article, Gary R. Watson and H.L. Hugh Bradley shall act as such until the first annual meeting or until stock is issued and successors are duly chosen and qualified.

REC FEE	5.00
TOTL	5.00
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Return To: WP DRAKE 4100 Coastal Highway Ocean City 21872

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7. The duration of the Corporation shall be perpetual.

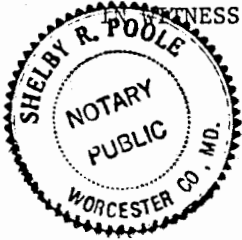
IN WITNESS WHEREOF, I have signed these Amended Articles of Incorporation this NOV 15, 1985 day of November, 1985.

Margaret White
Witness

Gary R. Watson (SEAL)
GARY R. WATSON

STATE OF MARYLAND, WORCESTER COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 15th day of November, 1985, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared GARY R. WATSON and acknowledged the foregoing Articles of Incorporation to be his act and deed and that he executed the same for the purposes therein contained.



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

Shelby R. Poole
NOTARY PUBLIC

My Commission Expires 7/1/86

LIBER 41 PAGE 597

AMENDED ARTICLES OF INCORPORATION
OF
ENGINEERING CONTRACTING SERVICES INC.
Changing its name to
ENGINEERING CONSTRUCTION SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND NOVEMBER 22, 1985 AT 10:47 O'CLOCK A. M. AS IN CONFORMITY
Effective: 10/23/85, at 11:29 AM
WITH LAW AND ORDERED RECORDED.

RECORDED IN LIBER 2763 , FOLIO 2933 , 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.

Paul B. Johnson



A 190090

Received for Record April 10, 1986 and recorded in the
Records of Wicomico County, Maryland in Liber A.J.S.
No. 41, Folios 595-597.

G. James Smith

2763 2933

EX. 9 M. GARY R. WATSON BOX 106 B HEBRON, MD. 21830 4/23/86

855870

LIBER 41 PAGE 593

AMENDED ARTICLES OF INCORPORATION

OF

EASTERN SHORE SHEET METAL & MILLWRIGHTS, INC.

FIRST: The undersigned, Carol A. Truitt, whose post office address is 130 E. Main Street, Salisbury, Maryland, and 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) shall be:

✓ EAST COAST SHEET METAL & MILLWRIGHT, INC.

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

(1) IRON AND STEEL:

To construct, acquire by purchase or otherwise, maintain and operate, or sell or otherwise dispose of sheet metal plants, cement plants, blast furnaces, or furnaces of any kind or character, coke ovens, or plants of any kind or character for converting coal into coke, foundries, rolling mills, steel mills, rod mills, wire mills, or mills, plants, or constructions of any kind or character for the manufacture of iron, steel, or other metals, or for converting iron, steel, or other metal into a manufactured product of any kind or character; to construct, acquire by purchase, or otherwise, and maintain and operate, or sell or otherwise dispose of by-product plants of any and all kinds for the conservation of or refining or utilizing of any by-product or substance produced at any plant or construction of any kind or character, including a plant or plants for generating electricity or heat, or for the manufacture of cement; to construct, acquire by purchase or otherwise, and maintain and operate or sell, or otherwise dispose of, plants or constructions for purifying or refining oil, gas, petroleum, or mineral substance of any kind; and to construct, acquire by purchase or otherwise, and maintain and operate machinery, appliances, and constructions of all kinds necessary or deemed necessary for any or all of these purposes, and to sell or otherwise dispose of and deal in machinery, appliances, and constructions of all kinds and character that may be or be deemed to be of use for or in connection with any of these purposes.

(2) MACHINE SHOP

To acquire, by purchase, lease, or otherwise, and to equip, maintain, and operate a general machine shop. To design and manufacture tools, machinery, boilers, engines, motors, and all things made wholly or partly from metals. To do repairing, welding, brazing, soldering, polishing, moulding, casting,

LAW OFFICES
OF
RICHARDSON & ANDERSON
130 EAST MAIN STREET
P. O. BOX 258
SALISBURY, MARYLAND 21801
(301) 742-8744

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TOTL 5.00
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pattern-making, lacquering, enameling, metal stamping and cutting, and electrical work of all kinds.

(3) MACHINE TOOLS

To manufacture, buy, or otherwise acquire, and to sell, lease, repair, trade, and deal in and with, machine tools, machinery, motors, engines, and equipment, and their parts, accessories, appliances, tools, and implements.

To exercise any powers not heretofore set forth as enumerated by the Corporation and Association 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 is Dennis Street, Willards, Maryland 21849, and the name and post office address of the Resident Agent of the Corporation is Don E. Richardson, 130 E. Main Street, P. O. Box 258, Salisbury, Maryland 21801.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is SEVEN HUNDRED FIFTY (750) shares, each having a par value of ONE HUNDRED DOLLARS (\$100.00), all of one class, and all designated common stock, having an aggregate par value of \$75,000.00.

SEVENTH: After the completion of the organization meeting of the Corporation and the issuance of one or more shares of stock of the Corporation, the Corporation shall have a Board of Directors consisting of at least one (1) director. The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Craig W. Givens, Dewey T. Sisk, and Carol A. Truitt, P. O. Box 4037, Salisbury, Maryland 21801.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Amended Articles of Incorporation this 3/27 day of October, 1985, and I acknowledge the same to be my act.

WITNESS:

Eward P. Crowley

Carol A. Truitt (SEAL)
Carol A. Truitt

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 31st day of October, 1985, before me, a Notary Public in and for the state and county aforesaid, personally appeared Carol A. Truitt and she acknowledged the foregoing Articles of Incorporation to be her

LAW OFFICE
OF
RICHARDSON & ANDERSON
130 EAST MAIN STREET
P. O. BOX 258
SALISBURY, MARYLAND 21801
(301) 742-0744

LIBR 41 PAGE 600

act and deed.

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

Edward S. Crowley
Notary Public

My commission expires: 7/1/86.



LAW OFFICES
OF
RICHARDSON & ANDERSON
130 EAST MAIN STREET
P. O. BOX 228
SALISBURY, MARYLAND 21801
(301) 742-8744