

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is Rt 2 Box 266B, Parsonsburg, Maryland 21849. The resident agent is Jack R. Pusey, whose address is Rt 2 Box 266B, Parsonsburg, Maryland 21849. Said resident agent is a citizen of the State of Maryland and resides therein.

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

SIXTH: The total number of shares of stock which the

2007 1241

Corporation had authority to issue is 5,000 shares without par value, all of which shares are one class and are designated common stock.

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

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

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

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

d. To determine who shall be authorized to sign on the Corporation's behalf, bills, notes, receipts, acceptances,

3207 1342

LICOR 48 PAGE 703

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

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

NINTH: No contract or other transaction between this Corporation and any other corporations, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Stockholders of this Corporation are pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed, or shall have been known to the Stockholders or a majority thereof, and any Stockholder of this Corporation, who is also a director or officer of such other corporation, or who is interested, may be counted in determining the existence of a quorum at any meeting of the Stockholders of this

3207 1243

LIBER. 43 PAGE 704

Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12TH day of JANUARY, 1990.

WITNESS:

Elizabeth C. de Windt Wm L. Frick
William L. Frick

STATE OF MARYLAND, COUNTY OF WICOMICO, to wit:

I HEREBY CERTIFY that on this 12 day of January, 1990, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William L. Frick, known to me, who made oath in due form of law that the matters and facts set forth in the foregoing Articles of Incorporation are true and correct and who acknowledged said Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Elizabeth C. de Windt
NOTARY PUBLIC



My Commission Expires:

7/1/90

ELIZABETH C. de WINDT
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires July 1, 1990

3207 1244

STATE OF MARYLAND

LICER 48 PAGE 705

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

W02

BUSINESS CODE

03

COUNTY

72

#

P.A.

Religious

Close

Stock

Nonstock

Merging (Transferor)

Surviving (Transferee)

CODE AMOUNT FEE REMITTED

- 10 Expedited Fee
- 20 20 Organ. & Capitalization
- 61 20 Rec. Fee (Arts. of Inc.)
- 62 Rec. Fee (Amendment)
- 63 Rec. Fee (Merger or Consolidation)
- 64 Rec. Fee (Transfer)
- 65 Rec. Fee (Dissolution)
- 66 Rec. Fee (Revival)
- 52 Foreign Qualification
- 50 Cert. of Qual. or Reg.
- 51 Foreign Name Registration
- 13 Certified Copy
- 56 Penalty
- 54 For. Supplemental Cert.
- 53 Foreign Resolution
- 73 Certificate of Conveyance

Name Change (New Name)

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change

76 Certificate of Merger/Transfer

- 75 Special Fee
- 80 For. Limited Partnership
- 83 Cert. Limited Partnership
- 84 Amendment to Limited Partnership
- 85 Termination of Limited Partnership
- 21 Recordation Tax
- 22 State Transfer Tax
- 23 Local Transfer Tax
- 31 Corp. Good Standing
- NA Foreign Corp. Registration
- 87 Limited Part. Good Standing
- 71 Financial
- 600 Personal
- Property Reports and late filing penalties
- 70 Change of P.O., R.A. or R.A.A.
- 91 Amend/Cancellation, For. Limited Part.
- Other

Code

ATTENTION: RJK Corporation

MAIL TO ADDRESS: P.O. Box 531 Parsonsburg, MD 21849

TOTAL FEES

40.00

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

[Signature]

3207 1245

LIBER 48 PAGE 706

ARTICLES OF INCORPORATION
OF
PUSEY & WHITE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 18, 1990 AT 8:32 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ 20.00	\$ 20.00	

D2940773

TO THE CLERK OF THE 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.

RETURN TO:
RJK CORPORATION
PARSONBURG P.O. BOX 331
MD 21849

Received for Record May 18, 1990 and recorded in the
Corp Records of Wicomico County, Maryland in Liber M.S.B,
No. 48 Folios 698-706

Mark L. Bowen Clerk 139C3032000
A 316363



RECORDED IN THE RECORDS OF THE 7207 1227
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

Ex + m. RJK Corp P.O. Box 331 Parsonburg
Md 21849 7-3-90

LIBER 48 PAGE 707 1/11/90 at 9:23 .m.
APPROVED FOR RECORD

908125

ARTICLES OF INCORPORATION

OF

J

WESTBROOKE HOMEOWNERS ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, HUGH P. McLAUGHLIN, whose post office address is One Plaza East, 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, hereby act with the intention of forming a corporation by the execution and filing of these Articles.

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

WESTBROOKE HOMEOWNERS ASSOCIATION, INC.

THIRD: This Association does not contemplate pecuniary gains or profit to the members thereof, and the specific purposes for which it is formed are as follows:

1. To provide for maintenance, preservation and control of the building lots and association property being more particularly described on those subdivision plats entitled: (1) "Plat of Westbury Acres, Section No. 2", made by Harold W. Hampshire, dated May 13, 1986 and recorded at Plat Cabinet A.J.S. No. 7, Folio 156-623; (2) "Westbrooke, Section No. One", made by Harold W. Hampshire, dated April 13, 1987 and recorded at Plat Cabinet A.J.S. No. 6, Folio 66-263.

The aforesaid property is subject to a Declaration of Covenants, Conditions and Restrictions For "Westbury Acres, Section No. 2", made by John B. Long, III and Hugh P. McLaughlin, on October 23, 1986 and recorded among the Land Records of Wicomico County, State of Maryland, in Liber A.J.S. No. 1082, Folio 123 and by a Restatement of Declaration of Covenants and Restrictions for "Westbrooke Section Number One" on February 17, 1988 and recorded at Liber M.S.B. No. 1134, Folio 670.

2. To provide and promote the health, safety and welfare of the residents within the aforescribed subdivision and any additions which may be made thereto as may hereafter be brought within the jurisdiction of this Association.

RECEIVED

1

3205 1991

908125

3. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth fully at length herein.

This Corporation shall have those powers to exercise any and all rights and privileges which a Corporation organized under the Non-Profit Corporation Law of the State of Maryland may now or hereafter have or exercise.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is One Plaza East, Salisbury, Maryland 21801. The resident agent of the Corporation is Hugh P. McLaughlin, whose post office address is One Plaza East, Salisbury, Maryland 21801. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. Any person who is a resident or landowner in the subdivision specifically referred to in the aforementioned Declaration shall be eligible for membership in the Corporation; provided, however, that the Board of Directors shall be the sole and final judge of eligibility in the case of each proposed member, in accordance with the By-Laws of the Corporation. The first members of the Corporation shall be the Board of Directors named in Article Sixth hereof. The number of members of the Corporation shall be unlimited; each member shall be entitled to one vote for each lot owned at all membership meetings held in accordance with the By-Laws of the Corporation; and the annual membership dues for each member shall be as prescribed by the By-Laws and the aforementioned Declaration.

SIXTH: The Corporation shall be governed and directed by a Board of Directors consisting of three (3) members who shall be elected by the members, in accordance with the By-Laws of the Corporation. Until the first annual meeting of the members, and until their successors are duly chosen and qualified, the following shall act as the Board of Directors for the Corporation:

- (a) Hugh P. McLaughlin
- (b) John B. Long, II
- (c) Richard Collins

LIGER 48 PAGE 700

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on January 9, 1990.

TEST:

Beverly A. Gordy

Hugh P. McLaughlin (SEAL)
Hugh P. McLaughlin

STATE OF MARYLAND, COUNTY OF WICOMICO :

THIS IS TO CERTIFY, that on this 9th day of January, 1990, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared HUGH P. McLAUGHLIN and he acknowledged the forgoing Articles of Incorporation to be his act.

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

My commission expires:
July 1, 1990

mlk

Beverly A. Gordy
Notary Public



STATE OF MARYLAND

LICER 48 PAGE 710

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 0228 BUSINESS CODE 04 COUNTY 72

_____ P.A. _____ Religious _____ Close _____ Stock Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10		Expedited Fee
20	<u>20</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		_____ Certified Copy _____
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		_____ Corp. Good Standing
NA		Foreign Corp. Registration
87		_____ Limited Part. Good Standing
71		Financial _____ Personal
600		Property Reports and _____ late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
		Other _____
		Other _____

Name Change (New Name) _____

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change _____

Code _____

ATTENTION: David W. Simpson, Jr.
Esq.

MAIL TO ADDRESS: Long,
Hughes, Baker,
Dashiell + Badger
124 East main St.
P.O. Box 259
Salisbury, MD
21801-
0259

TOTAL FEES 40

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: Jm T

LIBER 48 PAGE 711

ARTICLES OF INCORPORATION
OF
WESTBROOKE HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 11, 1990 AT 9:23 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

4

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ 20.00

\$ 20.00

\$

D2937035

TO THE CLERK OF THE 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.

RETURN TO:
LONG HUGHES, BOHEN, DASHIELL &
BADGER DAVID W. SIMPSON, ESQ.
124 EAST MAIN STREET P.O. BOX 259
SALISBURY MD 21801 0259

Received for Record May 18, 1990 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 707-711 135C3031480

Mark S. Boyer Clerk A 315809



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3205 1990
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

Ex + D JABOB Atty 7-3-90

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

LICER 48 PAGE 712 1-10-90 at 9:05 A.M.

908126

ARTICLES OF INCORPORATION

OF

g

A CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST: That the subscriber, Dashiell J. Shannahan, being at least eighteen (18) years of age, by virtue of the General Laws of the State of Maryland authorizing the formation of close corporations, do hereby act with the intention of forming a close corporation by the execution and filing of these articles.

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

SAM SHANNAHAN WELL CO., INC.

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

- (a) To carry on and conduct all phases of business involving water distribution, water purification and well drilling.
- (b) To carry on and conduct any other lawful related business or businesses and to own, manage, buy, lease, sell and encumber property of every kind and description used or useful in connection therewith.
- (c) To have and exercise any and all of the power and authority conferred upon the Corporation by Maryland Law except those (if any) limited, restricted or denied by the provisions of these Articles, or the By-Laws of the Corporation, or any agreement among its stockholders authorized by the provisions of Maryland law relating to close corporation.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 917 Camden Avenue, Salisbury, Maryland 21801. The resident agent of the Corporation is Dashiell J. Shannahan, whose post office address is 917 Camden Avenue, Salisbury, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

00108023

LEGER 48 PAGE 713

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

SIXTH: The Corporation shall initially have one (1) director, Dashiell J. Shannahan, who shall serve until the organizational meeting, at which time the Board of Directors shall cease to exist and thereafter there shall be no Board of Directors and the Corporation shall proceed under Section 4-303 of the Corporations and Associations Articles of the Annotated Code of Maryland.

WITNESS my signature to these Articles of Incorporation on this 4th day of January, 1990.

TEST:

Lynn Adkins

Dashiell J. Shannahan (SEAL)
Dashiell J. Shannahan

STATE OF MARYLAND, COUNTY OF Wicomico :

THIS IS TO CERTIFY, that on this 4th day of January, 1990, before me, the undersigned, personally appeared Dashiell J. Shannahan and acknowledged the foregoing Articles of Incorporation to be his act.

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

My Commission expires:
July 1, 1990

Lynn Adkins
Notary Public



3205 1905

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

0228

BUSINESS CODE

03

COUNTY

72

_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10		Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corp. Registration
87		Limited Part. Good Standing
71		Financial
600		Personal
		Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
		Other

Name Change (New Name) _____

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change

Code _____

ATTENTION: _____

George C. Bahen

MAIL TO ADDRESS: Long, Hughes,

Bahen, Dashiell & Badger

124 E. Main St.

P.O. Box 259

Salisbury, Md

21801-0259

TOTAL FEES

40

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY:

MTF

LIBER 48 PAGE 715

ARTICLES OF INCORPORATION
OF
SAM SHANNAHAN WELL CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 10, 1990 AT 9:05 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

3

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ 20.00

\$ 20.00

\$ _____

D2936896

TO THE CLERK OF THE 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.

RETURN TO:
LONG, HUGHES, BAHEN, DASHIELL &
BADGER GEORGE E. BAHEN
124 EAST MAIN STREET P.O. BOX 259
SLAISBURY MD 21801 0259

Received for Record May 18, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 712-715 135C3031466

Mark L. Bowen Clerk 315795



RECORDED IN THE RECORDS OF THE 3205 1903
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

ARTICLES OF AMENDMENT OF

MARWELL & GERLINSKI, LTD.

908127

JW

MARWELL & GERLINSKI, LTD., a Maryland close corporation, having its principal place of business at Rt. 2, Box 214, Naylor Mill Road, Salisbury, Maryland 21801, hereinafter referred to as "Corporation," hereby certifies to the State Department of Assessments and Taxation of Maryland, hereinafter referred to as "Department," that:

The Charter of the Corporation is hereby amended by striking in its entirety Article Second and by substituting in lieu thereof the following:

1990 JAN 5 A 8:36

1-5-90 8:36a

"Second: The name of the corporation (which is hereafter called the "Corporation") is Mar Well & Associates, Ltd.

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

1989 DEC 28 A 8:59

IN WITNESS WHEREOF, Mar Wel & Associates, Ltd. has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereunder affixed and attested by its Secretary on this 21 day of December, 1989, and its President acknowledges that these Articles of Amendment are the act and deed of Mar Wel & Associates, Ltd., and under the penalties of perjury that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST: Michael K Davis
Secretary

MARWELL & GERLINSKY, LTD.
By: Debra M. Marshall (SEAL)
President

ATTEST: Michael K Davis
Secretary

MAR WEL & ASSOCIATES, LTD.
By: Debra M. Marshall (SEAL)
President

00058019 3205 0390



LIBER 48 PAGE 717

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 22nd day of DECEMBER, 1989, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared DeLourdes Marshall, known to me (or satisfactorily proven) to be President of MARWELL & GERLINSKY, LTD., and made oath in due form of law that the matters and facts set forth in the foregoing Articles of Amendment are true to the best of her knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.

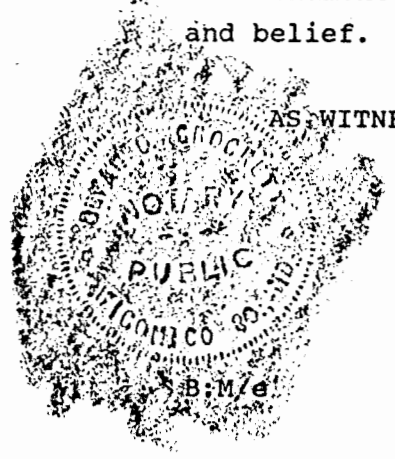


Bryan A. Corbett
NOTARY PUBLIC
My Commission Expires: 07/01/90.

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 22nd day of DECEMBER, 1989, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared DeLourdes Marshall, known to me (or satisfactorily proven) to be President of MAR WEL & ASSOCIATES, LTD., and made oath in due form of law that the matters and facts set forth in the foregoing Articles of Amendment are true to the best of her knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.



Bryan A. Corbett
NOTARY PUBLIC
My Commission Expires: 07/01/90.

STATE OF MARYLAND LICOR 48 PAGE 718
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE GA BUSINESS CODE _____ COUNTY 72

D 2816478 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	<u>20</u>	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	_____ Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance
76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	_____ Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	_____ Limited Part. Good Standing
71	_____	Financial _____ Personal
600	_____	Property Reports and late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
_____	_____	Other _____
_____	_____	Other _____

Name Change (New Name) Marwell & Associates, Ltd.

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change _____

Code _____ ATTENTION: _____

MAIL TO ADDRESS: Edward Banks Jr
P O Box 44
Salisbury Md
21801

TOTAL FEES 20

Check _____ Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: JSC cm

LIBER 48 PAGE 719

ARTICLES OF AMENDMENT
OF
MARWELL & GERLINSKI, LTD.
CHANGING ITS NAME TO:
MAR WELL & ASSOCIATES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 5, 1990 AT 8:36 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$ _____

\$ 20.00

\$ _____

D2816478

TO THE CLERK OF THE 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.

RETURN TO:
EDWARD BANKS, JR.
P.O. BOX 44
SALISBURY

MD 21801

Received for Record May 18, 1990 and recorded in the
Corp. Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 716-719

134C3031421

Mark S. Bowen Clerk
A 315727



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

3205 0588

Ex + D: BNA & S Atty 7-3-90

Earlene G. Marshall, P.A.

NIC to LICER 48 PAGE 720

E. G. MARSHALL & ASSOCIATES, P.A.

908128 A Maryland Close Professional Corporation OF ASSESSMENTS
Organized Pursuant to Title 4 and Subtitle TAXATION
of Title S of the Corporations and Associations
Article of the Annotated Code of Maryland FOR RECORD

1-8-90 at 959k

AMENDED ARTICLES OF INCORPORATION

(Changing Corporate Name to E. G. MARSHALL & ASSOCIATES, P.A.)

FIRST: I, Earlene G. Marshall, whose post office address is 1341 S. Division Street, Salisbury, Maryland 21801, being at least eighteen (18) years of age, and being the sole Incorporator of Earlene G. Marshall, P.A., which has not yet held the organizational meeting of its Board of Directors, am hereby amending, pursuant to the Corporations & Associations Article of the Maryland Annotated Code, Section 2-603, the Charter of said corporation in the manner hereinafter stated.

SECOND: The name of the Corporation (hereinafter "Corporation") shall be changed to E. G. MARSHALL & ASSOCIATES, P.A.

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

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

(1) To engage in the business of Certified Public Accounting; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 1341 S. Division Street, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State are John C. Seipp, One Plaza East, Box 4247, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH The number of directors of the Corporation shall be TWO (2), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1). The names of the Directors who shall act until the first annual meeting or

00088113 0481

until their successors are duly chosen and qualified are: Earlene G. Marshall and Shari N. Dirska.

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

NINTH: 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 or classes, whether now or hereafter authorized.

2. The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption of such stock.

3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

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 Maryland General Corporation Law now or hereafter in force.

4. Notwithstanding any provision of law to the contrary, the affirmative vote of a majority of all the votes entitled to be cast on the matter shall be sufficient, valid and effective, after due authorization, approval and/or advice of such action by the Board of Directors, as required by law, to approve and authorize the following acts of the Corporation:

- (a) the amendment of the Charter of the Corporation;

(b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;

(c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;

(d) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;

(e) the participation by the Corporation in a share exchange (as defined in the Corporations and Associations Article of the Annotated Code of Maryland) as the corporation the stock of which is to be acquired; and

(f) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation.

Amended

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 31 day of December, 1989, and I acknowledge same to be my act.

WITNESS:

Sara Johnson

Earlene G. Marshall
Earlene G. Marshall

d:~jcs~jcsCorp.005
JCS:amc 11/28/89

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE COA 90 BUSINESS CODE 06 COUNTY 72

W 2716926 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	<u>20</u>	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance
76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	Limited Part. Good Standing
71	_____	Financial
600	_____	Personal
	_____	Property Reports and late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
	_____	Other
	_____	Other

Name Change (New Name) E. G. Marshall & Associates, P.A.

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change Add close

Code _____

ATTENTION: _____

MAIL TO ADDRESS: John Seipp
PO Box 4247
Salisbury Md
21801

TOTAL FEES 20

Check Cash

NOTE: Add close

Documents on _____ checks

APPROVED BY: JW cm

LIBER 48 PAGE 724

AMENDED ARTICLES OF INCORPORATION
OF
EARLENE G. MARSHALL, P.A.
CHANGING ITS NAME TO:
E. G. MARSHALL & ASSOCIATES, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 8, 1990 AT 9:09 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ _____

D2716926

TO THE CLERK OF THE 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.

RETURN TO:
JOHN SEIPP
P.O. BOX 4247
SALISBURY MD 21801

Received for Record May 18, 1990 and recorded in the
Corp Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 720-724

134C3031399

Mark S. Bowser Clerk

A 315710



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3205 0480

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

1/8/90 at 2:15 .m.

908129

LIBR 48 PAGE 725

DENTON STORE, INC.

J

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

ARTICLES OF INCORPORATION

FIRST: I, CHARLES E. KEMP, whose address is Unit A-205, 231 Canal Park Drive, Salisbury, Maryland 21801, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is DENTON STORE, INC.

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

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

(1) To operate retail sales operations engaging in every aspect of the sale of convenience items, including but not limited to the sale of delicatessen, ice cream, foods of all types, groceries, beverages, alcoholic beverages, automobile supplies, motor fuel products, housewares, newspapers, health and beauty aids, 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 part thereof or to enhance the value of its property, business, or rights;

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

FIFTH: The mailing address of the principal office of the Corporation in this State is Unit A-205, 231 Canal Park Drive, Salisbury, Maryland 21801. The name and mailing address of the Resident Agent of the Corporation in this State is Charles E. Kemp, Unit A-205, 231 Canal Park Drive, Salisbury,

DENNIS J. FARINA
ATTORNEY AT LAW
POST OFFICE BOX 189
DENTON, MD 21889-0189
(301) 479-0900

90 JAN 8 - 1990

00098032

1990 2595

Maryland 21801. The said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capitol stock which the Corporation has authority to issue is Ten Thousand (10,000) shares of common stock, without par value.

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

EIGHTH: The Corporation may indemnify a present or former director or officer of the Corporation or other corporate representative to the maximum extent permitted by and in accordance with Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

IN WITNESS WHEREOF, I have signed these ARTICLES OF INCORPORATION this 5th day of January, 1990, and I acknowledge the same to be my act.

WITNESS:

Shawn M. Hutchison

Charles E. Kemp (SEAL)
CHARLES E. KEMP

STATE OF MARYLAND

LIBER 48 PAGE 727

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 102

BUSINESS CODE 03

COUNTY 72

_____ P.A. _____ Religious Close Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
10		Expedited Fee
20	<u>40</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corp. Registration
87		Limited Part. Good Standing
71		Financial
600		Personal
		Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
		Other
		Other

Name Change (New Name) _____

_____ Change of Name

_____ Change of Principal Office

_____ Change of Resident Agent

_____ Change of Resident Agent Address

_____ Resignation of Resident Agent

_____ Designation of Resident Agent and Resident Agent's Address

_____ Other Change _____

Code _____

ATTENTION: Dennis J. Farina, Esq.

MAIL TO ADDRESS: 17 South Third Street
P.O. Box 189
Denton, MD 21629-
0189

TOTAL FEES 60

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: J.M.T. JS

LIBER 48 PAGE 728

ARTICLES OF INCORPORATION
OF
DENTON STORE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 8, 1990 AT 2:15 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 40.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2933919

TO THE CLERK OF THE 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.

RETURN TO:
DENNIS J. FARINA, ESQ.
17 S. 3RD STREET
P. O. BOX 189
DENTON

MD 21629 0189

Received for Record May 18, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
Corp. No. 48, Folios 725-728

133C3030992

Mark S. Bower Clerk
A 315541



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3203 2594

*Ex: M Dennis J. Farina Esq. 17 S. 3rd St.
P.O. Box 189 Denton md 21629-0189 7-3-90*

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

LIBER

43 PAGE 729

APPROVED FOR PAYMENT

1-2-89 at 8:18 A.M.

ARTICLES OF INCORPORATION

OF

TRIAC, INC.

(a close corporation)

908130

HC

THIS IS TO CERTIFY:

FIRST: That the undersigned, HAROLD B. GORDY, JR. whose post office address is 5200-B Coastal Highway, Ocean City, Maryland 21842, being of full legal age, does, under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, hereby form a close corporation under the Corporations and Associations Article of the Annotated Code of Maryland (1985 Replacement Volume), as amended.

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

TRIAC, INC.
(a close corporation)

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

a. To provide aviation services, including pilot services for aircraft, aircraft charter services, sales and leasing of aircraft and aircraft insurance, management of aircraft and fixed base airport operations, and generally to all things necessary to accomplish the foregoing purposes.

1990 JAN -2 A 8:18

00028036 202 1542

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

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

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

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

f. To transact the business of buying and selling, dealing in, leasing, renting, and managing real estate and any interest

LIBOR 48 PAGE 731

therein for its own account as agent or broker, or upon commission.

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

h. To borrow money, with or without pledge of or mortgage upon all or any of its property, real or personal, as security, and to loan and advance money upon mortgages on personal and real property, or on either of them.

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

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

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

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

l. To carry on any of the business hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to invest in and carry on any other business which may be deemed by it to be calculated directly or indirectly

LIBER 48 PAGE 733

to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

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

FOURTH. The post office address of the principal office of the Corporation in this State is Rt. 4, Box 2, Salisbury, Maryland 21801. The resident agent of the Corporation is JAMES E. CARPENTER whose address is Rt. 4, Box 2, Salisbury, Maryland 21801. Said resident agent is a citizen of the State of Maryland and resides therein.

FIFTH: From and after the completion of the organizational meeting of directors and the issuance of at least one share of stock of the corporation there shall be no Board of Directors for this Corporation, provided that until such meeting and issuance of stock, JAMES E. CARPENTER shall serve as the sole director of

this corporation, pursuant to Section 4-302 of the Corporations and Associations Volume of the Annotated Code of Maryland.

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

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

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

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

LIBER : 48 PAGE 735

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

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

EIGHTH: The Charter of this Corporation may, from time to time, be amended for any purpose, including an amendment or

LIBER 48 PAGE 736

amendments which change the terms of any of the outstanding stock of classification, reclassification, or otherwise, upon the unanimous, affirmative vote of all the shares of stock outstanding and entitled to vote.

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28th day of December, 1989.

WITNESS:

Carol Sullard

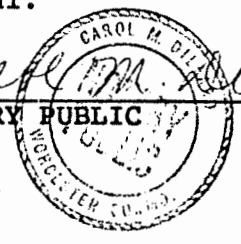
Harold B. Gordy, Jr.
HAROLD B. GORDY, JR.

STATE OF MARYLAND, COUNTY OF WORCESTER, TO WIT:

I HEREBY CERTIFY that on this 28 day of December, 1989, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared HAROLD B. GORDY, JR. known to me, who made oath in due form of law that the matters and facts set forth in the foregoing Articles of Incorporation are true and correct and who acknowledged said Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Carol M. Sullard
NOTARY PUBLIC



My Commission Expires:

7-1-90

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02

BUSINESS CODE 03

COUNTY 22

_____ P.A. _____ Religious _____ Close Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	_____	Expedited Fee
20	<u>70</u>	Organ. & Capitalization
61	<u>20</u>	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	_____	Rec. Fee (Dissolution)
66	_____	Rec. Fee (Revival)
52	_____	Foreign Qualification
50	_____	Cert. of Qual. or Reg.
51	_____	Foreign Name Registration
13	_____	Certified Copy _____
56	_____	Penalty
54	_____	For. Supplemental Cert.
53	_____	Foreign Resolution
73	_____	Certificate of Conveyance
76	_____	Certificate of Merger/Transfer
75	_____	Special Fee
80	_____	For. Limited Partnership
83	_____	Cert. Limited Partnership
84	_____	Amendment to Limited Partnership
85	_____	Termination of Limited Partnership
21	_____	Recordation Tax
22	_____	State Transfer Tax
23	_____	Local Transfer Tax
31	_____	Corp. Good Standing
NA	_____	Foreign Corp. Registration
87	_____	Limited Part. Good Standing
71	_____	Financial
600	_____	Property Reports and _____ Personal
	_____	late filing penalties
70	_____	Change of P.O., R.A. or R.A.A.
91	_____	Amend/Cancellation, For. Limited Part.
	_____	Other _____
	_____	Other _____

Name Change (New Name) _____

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Other Change _____

Code _____

ATTENTION: _____

Harold B. Gordy, Jr

MAIL TO ADDRESS: Alyce Jenkins

Gordy & Almond, P.A.
5200 B Coastal Highway
Ocean City, Md

01848

TOTAL FEES 40.00

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

LICER 48 PAGE 739

ARTICLES OF INCORPORATION
OF
TRIAC, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 2, 1989 AT 8:18 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2930055

TO THE CLERK OF THE 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.

RETURN TO:
AYERS, JENKINS, GORSY, ALMAND,
HAROLD B. GORDY
5200 B COSTAL HIGHWAY
OCEAN CITY MD 21842

Received for Record May 18, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 729-739 129C3030413



Mark S. Bowen Clerk
A 320096

RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3202 1541

AT5-060 Ex + M: Ayers Jenkins Gordy Almand
Attn: Harold Gordy 5200 B Coastal Highway

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENT AND TAXATION

908131

OF

MICHAEL L. WHITE RESIDENTIAL CONTRACTOR, INC. APPROVED FOR PAYMENT

(A Close Corporation)

12-27-89 at 2:37 pm

M

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, Ronald G. Rayne, whose 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: Michael L. White Residential Contractor, Inc.

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

(a) To engage in the general speculative home building business, including the erection of homes, flats, and apartment; to operate a contracting business; to purchase, own, hold, and sell real property, improved and unimproved, or any interest therein or easement thereon; to purchase lands and subdivide same into subdivisions or lots; to loan money upon real property and to accepted 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.

(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

RECEIVED
STATE DEPARTMENT OF ASSESSMENT AND TAXATION
DEC 27 PM 2 37 '89

3202 0685
00010332

LIBER 48 PAGE 741

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

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

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

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

FOURTH: The post office address of the principal office of the corporation is 731 Jackson Street, P.O. Box 1694, Salisbury, Maryland, 21801. The resident agent of the corporation is Michael L. White, 731 Jackson Street, 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 Michael L. White shall act as such until the first annual meeting or until 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.

LICER 48 PAGE 743

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

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

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

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

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

EIGHTH: No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors, individually, or any firm of which any director may be a member may be a party

to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he was not such a director or officer of such other corporation or not so interested.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 26 day of December, 1989.

WITNESS:

Sharon L. Jenkins

[Signature] (SEAL)
RONALD G. RAYNE

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY, that on this 26th day of December, 1989, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared RONALD G. RAYNE and acknowledged the foregoing Articles of Incorporation to be his act.

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

Sharon L. Jenkins
NOTARY PUBLIC

My Commission Expires: 7/1/90



STATE OF MARYLAND LICR 48 PAGE 745
State Department of Assessments and Taxation
Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 72

_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>20</u>	Organ. & Capitalization	_____
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	_____
62		Rec. Fee (Amendment)	_____
63		Rec. Fee (Merger or Consolidation)	_____
64		Rec. Fee (Transfer)	_____ Change of Name
65		Rec. Fee (Dissolution)	_____ Change of Principal Office
66		Rec. Fee (Revival)	_____ Change of Resident Agent
52		Foreign Qualification	_____ Change of Resident Agent Address
50		Cert. of Qual. or Reg.	_____ Resignation of Resident Agent
51		Foreign Name Registration	_____ Designation of Resident Agent and Resident Agent's Address
13	<u>10</u>	<u>1</u> Certified Copy <u>fp</u>	_____ Other Change _____
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	Code _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: _____
84		Amendment to Limited Partnership	_____
85		Termination of Limited Partnership	_____
21		Recordation Tax	_____
22		State Transfer Tax	_____
23		Local Transfer Tax	_____
31		Corp. Good Standing	
NA		Foreign Corp. Registration	MAIL TO ADDRESS: <u>Law Offices</u>
87		Limited Part. Good Standing	<u>Penelope Payne, Duist White, P.A.</u>
71		Financial	<u>PO Box 949</u>
600		Property Reports and _____ Personal	<u>Salisbury, MD 21801</u>
		late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other _____	
		Other _____	

TOTAL FEES 50.00

Check _____ Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: [Signature]

LIBER 48 PAGE 746

ARTICLES OF INCORPORATION
OF
MICHAEL L. WHITE RESIDENTIAL CONTRACTOR, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 27, 1989 AT 2:37 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:
\$ 20.00

RECORDING
FEE PAID:
\$ 20.00

SPECIAL
FEE PAID:
\$

D2929313

TO THE CLERK OF THE 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.

RETURN TO:
PERDUE, RAYNE, DAVIS & WHITE,
P.A.
P. O. BOX 949
SALISBURY MD 21801

Received for Record *May 18, 1990* and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. *48* Folios *740-746* 128C3030251

Mark S. Sawyer Clerk **A 319919**



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

3202 0624

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

LIBER

48 PAGE 747

APPROVED FOR PAYMENT

12-29-89 at 12:38 p.m.

SUS

ARTICLES OF INCORPORATION

908132

OF

OECHSLI CHIROPRACTIC, P.A.

A Professional Corporation

A Maryland Close Corporation

1989 DEC 29 P 12:38

THIS IS TO CERTIFY:

That I, the subscriber, Arthur D. Webster, whose post office address is 300 West Main Street, P.O. Box 307, Salisbury, Wicomico County, Maryland 21801, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations do by the execution of these Articles of Incorporation indicated my intention of forming a corporation.

LAW OFFICES

WEBSTER & MOORE, P.A.

P. O. BOX 307

SALISBURY, MD 21801-0307

(301) 749-0333

ARTICLE I

Name

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

OECHSLI CHIROPRACTIC, P.A.

ARTICLE II - Purpose

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

- (1) To engage in the general practice of chiropractic medicine in the State of Maryland and elsewhere, and to do all other acts incident thereto; and

3201 1474

93050400

(2) To purchase, lease, hire or otherwise acquire machinery, equipment and facilities, and any other property, appliances or equipment which may appertain to or be useful in the conduct of any of the business of the Corporation; and

(3) To enter into partnerships, joint ventures and other business associations, for any lawful purposes at any location of their choosing within or without the borders of the United States of America; and

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

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

ARTICLE III

Principal Office, Address and Resident Agent

The principal office of the Corporation in the State of Maryland will be maintained at 929 Eastern Shore Drive, Salisbury, Wicomico County, Maryland 21801.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 300 West Main Street, P.O. Box 307, Salisbury, Maryland 21801. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

Status of Corporation and Election

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

ARTICLE V

Directors

The Corporation elects not to have a Board of Directors, said election to become effective at the time of the organizational meeting of the Directors and the issuance of a least one (1) share of stock of the Corporation are complete. Until the election not to have a Board of Directors becomes effective, David W. Moore, 300 West Main Street, Salisbury, Maryland 21801, Arthur D. Webster, 300 West Main Street, Salisbury, Maryland 21801 and Louis V. Oechsli, 929 Eastern Shore Drive, Salisbury, Maryland 21801, shall serve as the Directors of the Corporation

ARTICLE VI

Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE VII

Capital Stock

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

The Stockholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its

stock for such consideration as said Stockholders may deem advisable, as permitted by law, after first obtaining the unanimous approval of all Stockholders of the Corporation.

ARTICLE VIII

Amendment

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28th day of December, 1989.

TEST:

[Signature] _____ *[Signature]* (SEAL)
Arthur D. Webster

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY that on this 28th day of December, 1989, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared Arthur D. Webster and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

[Signature]
Notary Public
WICOMICO CO. MD.

My Commission Expires:
July 1, 1990

3201 1477

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

STATE OF MARYLAND
State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 06 COUNTY 72

_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>10</u>	Organ. & Capitalization	
61	<u>10</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	_____ Change of Name
65		Rec. Fee (Dissolution)	_____ Change of Principal Office
66		Rec. Fee (Revival)	_____ Change of Resident Agent
52		Foreign Qualification	_____ Change of Resident Agent Address
50		Cert. of Qual. or Reg.	_____ Resignation of Resident Agent
51		Foreign Name Registration	_____ Designation of Resident Agent and Resident Agent's Address
13		_____ Certified Copy _____	_____ Other Change _____
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	Code _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		_____ Corp. Good Standing	
NA		Foreign Corp. Registration	MAIL TO ADDRESS: <u>Law Office</u>
87		_____ Limited Part. Good Standing	<u>Webster & Moore</u>
71		Financial	<u>PO Box 307</u>
600		Property Reports and _____ Personal	<u>Salisbury, MD 21801-0307</u>
		late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other _____	
		Other _____	

TOTAL FEES NO. 00

Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: BM VH

LIBER 48 PAGE 752

ARTICLES OF INCORPORATION
OF
DECHSLI CHIROPRACTIC, P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 29, 1989 AT 12:38 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2928018

TO THE CLERK OF THE 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.

RETURN TO:
WEBSTER & MOORE
P. O. BOX 307
SALISBURY

MD 21801 0307

Received for Record May 18, 1990 and recorded in the
Cop. Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 747-752 127C3030048
Mark S. Bower Clerk
A 319737



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

3201 1472

Ex + D: W & M Atlip 7-3-90

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

LIDER 48 PAGE 753 12/29/89 at 8:56 .m.

ARTICLES OF INCORPORATION

OF

908133

NORTH SALISBURY PLAZA, INC.

A CLOSE CORPORATION

THIS IS TO CERTIFY:

FIRST: That the subscribers, G. ROBERT MILLER, whose post office address is 606 Fountain Road, Salisbury, Maryland, 21801, being at least eighteen (18) years of age, by virtue of the General Laws of the State of Maryland authorizing the formation of close corporations, do hereby act with the intention of forming a close corporation by the execution and filing of these articles.

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

NORTH SALISBURY PLAZA, INC.

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

(a) To purchase, construct, operate, manage, sell and otherwise deal in real estate with a particular emphasis upon shopping center development.

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 603 Spring Hill Road, Salisbury, Maryland, 21801. The resident agent of the Corporation is G. ROBERT MILLER, whose post office address is 606 Fountain Road, Salisbury, Maryland, 21801. Said resident agent is a citizen of the State of Maryland and actually resides therein.

3201 1371
93638098

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

SIXTH: The Corporation shall initially have two (2) directors, G. ROBERT MILLER and EDWARD J. JOYEUSAZ, who shall serve until the organizational meeting, at which time the Board of Directors shall cease to exist and thereafter there shall be no Board of Directors and the Corporation shall proceed under Section 4-303 of the Corporations and Associations Articles of the Annotated Code of Maryland.

WITNESS my signature to these Articles of Incorporation on this 22nd day of December, 1989.

TEST:

John B. [Signature]

G. Robert Miller (SEAL)

STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT :

THIS IS TO CERTIFY, that on this 22nd day of December, 1989, before me, the undersigned, personally appeared G. ROBERT MILLER and acknowledged the foregoing Articles of Incorporation to be his act.

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

Dawn M. [Signature] (SEAL)
Notary Public

My Commission expires:
July 1, 1990



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 72

_____ P.A. _____ Religious Close Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>29</u>	Organ. & Capitalization	_____
61	<u>10</u>	Rec. Fee (Arts. of Inc.)	_____
62		Rec. Fee (Amendment)	_____
63		Rec. Fee (Merger or Consolidation)	_____
64		Rec. Fee (Transfer)	_____ Change of Name
65		Rec. Fee (Dissolution)	_____ Change of Principal Office
66		Rec. Fee (Revival)	_____ Change of Resident Agent
52		Foreign Qualification	_____ Change of Resident Agent Address
50		Cert. of Qual. or Reg.	_____ Resignation of Resident Agent
51		Foreign Name Registration	_____ Designation of Resident Agent and Resident Agent's Address
13		Certified Copy _____	_____ Other Change _____
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	Code _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: <u>John B. Long, II, Esq.</u>
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corp. Registration	MAIL TO ADDRESS: <u>Long, Hughes, Bahen, Dashiell + Badger</u>
87		Limited Part. Good Standing	<u>124 East Main St.</u>
71		Financial	<u>P.O. Box 259</u>
600		Property Reports and _____ Personal	<u>Salisbury, MD</u>
		late filing penalties	<u>21801-00259</u>
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other _____	
		Other _____	

TOTAL FEES 40.00

Check _____ Cash

Documents on _____ checks

APPROVED BY: [Signature]

NOTE:

LIBER 48 PAGE 756

ARTICLES OF INCORPORATION
OF
NORTH SALISBURY PLAZA, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 29, 1989 AT 8:56 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2927846

TO THE CLERK OF THE 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.

RETURN TO:
LONG, HUGHES, BODGEN, DASHIELD
JOHN B. LONG, II, ESQ
124 EAST MAIN ST P.O. BOX 259
SALISBURY MD 21801 0259

Received for Record May 18, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 753-756 127C3030031

Mark S. Bowen Clerk 319721



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

3201 1370

Ex + D: LHBDB Atty 7-3-90

90

908134

ARTICLES OF REVIVAL

12-27-89 900w

L. R. MOSER, INC., a Maryland corporation having its principal office in Wicomico County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND THAT:

FIRST: The charter of the Corporation was forfeited on February 8, 1980 for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was L. R. MOSER, INC.

THIRD: The name by which the Corporation will hereafter be known is L. R. MOSER, INC.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is Route 7, Box 34, South Schumaker Drive, ^{Salisbury} Wicomico County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter. 21801

(b) The name and post office address of the resident agent of the corporation in the State of Maryland are Lamar R. Moser, No. 229 Canal Woods Drive, ^{Salisbury} Wicomico County, Maryland. Said resident agent is an American citizen actually 21801

908134



residing in this state.

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

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

SIXTH: The last acting President, Vice-President, Secretary and Treasurer of the Corporation are unable (or unwilling) to sign and acknowledge these Articles of Revival, there are less than three of the last acting directors of the Corporation able and willing to sign and acknowledge these Articles of Revival, and these Articles of Revival are, therefore, signed and acknowledged by the undersigned as the directors.

IN WITNESS WHEREOF, the undersigned as directors elected for that purpose, as hereinabove set forth, have signed these Articles of Revival on September 13, 1989.

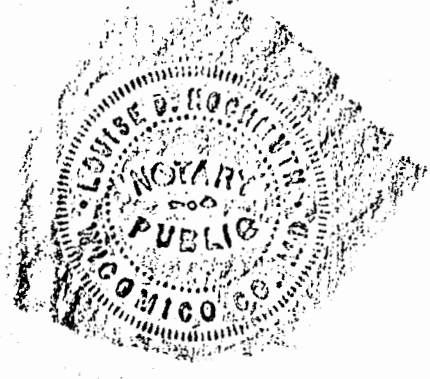
Lamar R. Moser
Lamar R. Moser
Director Elected As Above Set Forth

Anne E. Moser
Anne A. Moser
Director Elected As Above Set Forth

Brenda M. Smith
Brenda M. Smith
Director Elected As Above Set Forth

I HEREBY CERTIFY that on September 13, 1989 before me, the subscriber, a notary public of the State of Maryland, in and for the County of Wicomico, personally appeared Lamar R. Moser, Anne A. Moser and Brenda Smith as three directors elected for the purpose of executing, acknowledging and filing Articles of Revival of L. R. MOSER, INC., a Maryland corporation, severally acknowledging the foregoing Articles of Revival to be their act.

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



Louise D. Hochmuth
My commission expires July 1, 1990

UNANIMOUS CONSENT TO ACTION AS AND FOR THE ANNUAL MEETING OF THE SHAREHOLDERS AND OF THE DIRECTORS OF L. R. MOSER, INC.

The undersigned, being the Shareholder and the only Directors of the above named Corporation, hereby waive notice of the holding of the annual meeting of the Shareholders and of the Board of Directors and hereby consent to the adoption of the following resolutions to have the same force and effect as if adopted at an annual meeting duly called and held on September 13, 1989.

The following individuals attended the meeting:

- Lamar R. Moser
Anne E. Moser
Brenda M. Smith

RESOLVED that the following individuals are hereby elected directors of the Corporation to serve for one year or until their successors are elected and qualified:

- Lamar R. Moser
Anne E. Moser
Brenda M. Smith

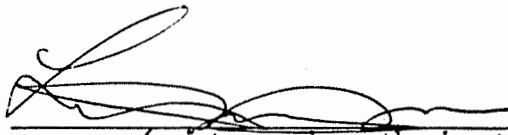
RESOLVED that the following individuals are hereby elected officers of the Corporation to serve for one year or until their successors are elected and qualified:

- Lamar R. Moser - President
Brenda M. Smith - Vice President
Anne E. Moser - Secretary
Anne E. Moser - Treasurer

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, LaMar R. Moser, President of L. R. Moser, Inc.
(insert name and title) (insert name of corporation)

hereby declare that the previously mentioned corporation has paid all State and local taxes except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.



(print name beneath signature)

LaMar R. Moser, President

I hereby certify that on December 18, 1989 before me, the
(insert date)

subscriber, a notary public of the State of Maryland, in and for

Wicomico County personally appeared
(insert name of county for which notary is appointed)

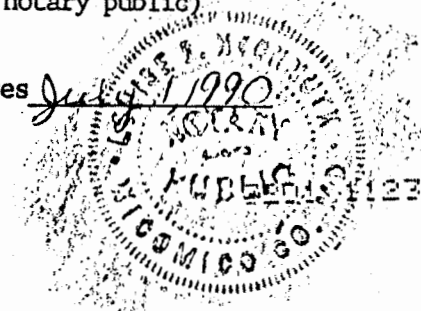
LaMar R. Moser and made oath under the penalties of
(insert name of person swearing)

perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.

As witness my hand and notarial seal

Louise D. Hochmuth
(Signature of notary public)

My Commission expires July 1, 1990



STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 18 BUSINESS CODE 03 COUNTY 72

9 0156281 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20		Organ. & Capitalization	
61		Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	<input checked="" type="checkbox"/> Change of Name
65		Rec. Fee (Dissolution)	<input checked="" type="checkbox"/> Change of Principal Office
66	<u>20</u>	Rec. Fee (Revival)	<input checked="" type="checkbox"/> Change of Resident Agent
52		Foreign Qualification	<input checked="" type="checkbox"/> Change of Resident Agent Address
50		Cert. of Qual. or Reg.	Resignation of Resident Agent
51		Foreign Name Registration	Designation of Resident Agent and Resident Agent's Address
13		Certified Copy	Other Change _____
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75	<u>30</u>	Special Fee	Code _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corp. Registration	MAIL TO ADDRESS: _____
87		Limited Part. Good Standing	<u>Lamar Moser</u>
71		Financial	<u>229 Canal Woods Dr</u>
600		Personal	<u>Salisbury, Md</u>
		Property Reports and late filing penalties	<u>21801</u>
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 50

Check Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

LIBER 48 PAGE 763

THE ARTICLES OF REVIVAL
OF
L. R. MOSER, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 27, 1989 AT 9:00 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND CAPITALIZATION FEE PAID:	RECORDING FEE PAID:	SPECIAL FEE PAID:
\$ _____	\$ 20.00	\$ 30.00

D0156281

TO THE CLERK OF THE 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.

RETURN TO:
LAMAR MOSER
229 CANAL WOODS DRIVE
SALISBURY MD 21801

Received for Record *May 18, 1990* and recorded in the
Corp. Records of Wicomico County, Maryland in Liber M.S.B.
No. *48* Folios *757-763*

Mark S. Bowen Clerk 126C3032564
A 319621



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO. 3201 1118

*Ex + m Lamar Moser 229 Canal Woods Drive
Salisbury md 21801 7-3-90*

ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF REGISTRATIONS
AND TAXATION

908135

CEDAR LANE BOWLING, 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 CEDAR LANE BOWLING, INC.

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

(1) To lease, equip and operate a commercial bowling alley and to engage in any other lawful purpose and 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 330 Snow Hill Road, Salisbury, Maryland 21801. The name and post office address of the Resident Agent of the Corporation in this State is Richard F. Hazel, 330 Snow Hill Road, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State. ✓

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be six (6), 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

00000370 0367

duly chosen and qualified are: Richard F. Hazel, Patricia M. Hazel, Robert D. Dashiell, Joseph T. Dashiell, Thomas W. Wade and Mark Lupean

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 stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms or conditions of redemption of such stock.

(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.

(4) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his or her stock.

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

(1) As used in this Article EIGHTH, any words that are defined in § 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 representative other than a present or former director or officer is proper in the circumstances.

NINTH: The owners of the Common Stock of the Corporation shall have preemptive rights with respect to any and all new issues of Common Stock of the Corporation to the fullest extent permitted by law, and such preemptive rights shall not be limited by Section 2-205 of the Corporations and Associations Article of the Annotated Code of Maryland as such is in effect as of the date hereof.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27th day of December, 1989, and I acknowledge the same to be my act.

WITNESS:

Joan L. Collier

Sally D. Adkins (SEAL)
Sally D. Adkins

d:+aga:cedarlne.001
D:+aga:amc 12/27/89

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 72

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	<u>Name Change (New Name)</u>
20	<u>20</u>	Organ. & Capitalization	
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	<u>Change of Name</u>
65		Rec. Fee (Dissolution)	<u>Change of Principal Office</u>
66		Rec. Fee (Revival)	<u>Change of Resident Agent</u>
52		Foreign Qualification	<u>Change of Resident Agent Address</u>
50		Cert. of Qual. or Reg.	<u>Resignation of Resident Agent</u>
51		Foreign Name Registration	<u>Designation of Resident Agent and Resident Agent's Address</u>
13	<u>10</u>	<u>1</u> Certified Copy <u>4p</u>	<u>Other Change</u>
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	Code _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	<u>ATTENTION:</u> _____
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corp. Registration	<u>MAIL TO ADDRESS:</u> _____
87		Limited Part. Good Standing	<u>A. Gillis Allen II</u>
71		Financial	<u>P O BOX 4247</u>
600		_____ Personal	<u>Salisbury Md 21801</u>
		Property Reports and late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 80

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

LIBER 48 PAGE 769

ARTICLES OF INCORPORATION
OF
CEDAR LANE BOWLING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND DECEMBER 28, 1989 AT 10:18 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

5

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2926756

TO THE CLERK OF THE 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.

RETURN TO:
A. GILLIS ALLEN, II
P. O. BOX 4247
SALISBURY MD 21801

Received for Record May 18, 1990 and recorded in the
corp Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 764-769

Mark S. Bowen Clerk 126C3032429

A 319504



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

3201 0366

Ex + D: A P S Atty 7-3-90

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

LIBER 48 PAGE 770 APPROVED FOR RECORD
ARTICLES OF INCORPORATION
OF 1/4/90 at 12:49 p.m.

908136

COULBOURNE WOODS HOMEOWNERS ASSOCIATION, INC.

THIS IS TO CERTIFY:

That I, the subscriber, Arthur D. Webster, whose post office address is 300 West Main Street, P.O. Box 307, Salisbury, Wicomico County, Maryland 21801, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations do by the execution of these Articles of Incorporation indicate my intention of forming a corporation.

ARTICLE I - Name

The name of the Corporation (hereinafter referred to as the "Association") is:

COULBOURNE WOODS HOMEOWNERS ASSOCIATION, INC.

ARTICLE II - Purpose

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the residence lots and the Association property as may be subjected to the Declaration of Covenants, Conditions and Restrictions for Coulbourne Woods Subdivision made by the Coulbourne Corporation, dated October 8, 1987, and recorded among the Land Records of Wicomico County, Maryland at Liber A.J.S. 1124, Folio 173 (hereinafter referred to as the "Declaration"), and

1990 JAN - 9 P 12:49

COULBOURNE WOODS HOMEOWNERS ASSOCIATION, INC.

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

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

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

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

~~RECORDED~~
~~INDEXED~~

(e) Dedicate, sell or transfer all or any part of the Association property to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless first approved by a written instrument signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;

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

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

ARTICLE III

Principal Office, Address and Resident Agent

The principal office of the Corporation in the State of Maryland will be maintained at Route 14, Box 60, Salisbury, Wicomico County, Maryland 21801.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 300 West Main Street, P.O. Box 307, Salisbury, Maryland 21801. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

Status and Membership

The Association shall not be authorized to issue any capital stock. Every person or entity who is a record owner of the fee simple title in any lot which is subject to covenants of record to assessment by the Association, or, if such lot is subject to a reversion reserved in a lease redeemable pursuant to Title 8 of the Real Property Article, Annotated Code of Maryland, the owner of the leasehold interest, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

ARTICLE V

Board of Directors

The affairs and activities of the Association, except as provided by statute, by these Articles of Incorporation, and by the By-Laws, shall be conducted and managed by a Board of Directors. Said Board of Directors shall consist of three (3) directors, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names and addresses of the directors who shall act until the first annual meeting, or until their successors are chosen and have qualified are:

Arthur D. Webster 300 West Main Street
Salisbury, Maryland 21801

David W. Moore 300 West Main Street
Salisbury, Maryland 21801

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

Al Castillego

Route 14, Box 60
Salisbury, Maryland 21801

At the first annual meeting, the members shall elect one (1) director for a term of one (1) year, one director for a term of two (2) years, and one director for a term of three (3) years; and at each annual meeting thereafter the members shall elect a director for a term of three (3) years.

ARTICLE VI

Perpetual Existence

The Association shall have perpetual existence.

ARTICLE VII

Amendment

The Association upon the approval of the members as provided in the By-Laws, reserves the right to amend, alter, change or repeal any provisions contained in the manner now or hereafter prescribed by law and all rights conferred on unit owners herein are granted subject to this reservation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 8th day of January, 1990.

TEST:

Linda A. Collins

Arthur D. Webster (SEAL)
Arthur D. Webster

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

3227 2000
2000-0000
2000-0000

LIBER 43 PAGE 775

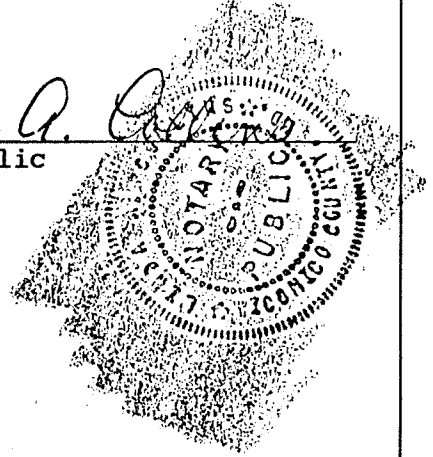
STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY that on this 8th day of January, 1990, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared Arthur D. Webster and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Linda A. Carter
Notary Public

My Commission Expires:
July 1, 1990



2009-2009
2009-2009

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

STATE OF MARYLAND

LICER 48 PAGE 776

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

02

BUSINESS CODE

04

COUNTY

72

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
 20 _____ Organ. & Capitalization
 61 20 Rec. Fee (Arts. of Inc.)
 62 2022 Rec. Fee (Amendment)
 63 _____ Rec. Fee (Merger or Consolidation)
 64 _____ Rec. Fee (Transfer)
 65 _____ Rec. Fee (Dissolution)
 66 _____ Rec. Fee (Revival)
 52 _____ Foreign Qualification
 50 _____ Cert. of Qual. or Reg.
 51 _____ Foreign Name Registration
 13 _____ Certified Copy _____
 56 _____ Penalty
 54 _____ For. Supplemental Cert.
 53 _____ Foreign Resolution
 73 _____ Certificate of Conveyance

Name Change (New Name) _____

_____ Change of Name
 _____ Change of Principal Office
 _____ Change of Resident Agent
 _____ Change of Resident Agent Address
 _____ Resignation of Resident Agent
 _____ Designation of Resident Agent and Resident Agent's Address
 _____ Other Change _____

76 _____ Certificate of Merger/Transfer

Code _____

75 _____ Special Fee
 80 _____ For. Limited Partnership
 83 _____ Cert. Limited Partnership
 84 _____ Amendment to Limited Partnership
 85 _____ Termination of Limited Partnership
 21 _____ Recordation Tax
 22 _____ State Transfer Tax
 23 _____ Local Transfer Tax
 31 _____ Corp. Good Standing
 NA _____ Foreign Corp. Registration
 87 _____ Limited Part. Good Standing
 71 _____ Financial
 600 _____ Personal
 Property Reports and late filing penalties
 70 _____ Change of P.O., R.A. or R.A.A.
 91 _____ Amend/Cancellation, For. Limited Part.
 _____ Other _____
 _____ Other _____

ATTENTION: Arthur D. Webster, Esq.

MAIL TO ADDRESS: Webster

+ Moore
P.O. Box 307
Old Synagogue
Bldg.
300 West Main St.
Salisbury, MD 21801
0307

TOTAL FEES

40 42.

Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY:

J.M.T. Fls

~~RECEIVED~~

LIBER 48 PAGE 777

ARTICLES OF INCORPORATION
OF
COULBOURNE WOODS HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 9, 1990 AT 2:49 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

7

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 22.00

SPECIAL
FEE PAID:

\$

D2936730

TO THE CLERK OF THE 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.

RETURN TO:
WEBSTER & MOORE
ARTHUR D. WEBSTER, ESQ.
P.O. BOX 307 OLD SYNAGOGUE BLDG.
300 WEST MAIN STREET
SALISBURY MD 21801 0307

Received for Record May 18, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 770-777 135C3031450

Mark S. B... 315779



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

3237 2002

Ex-D: W+m Atty 7-3-90

LIBER 48 PAGE 778
ARTICLES OF AMENDMENT

908504

OF

DOWNES ASSOCIATES, INC.

Downes Associates, Inc., a Maryland corporation, having its principal place of business at Salisbury, Maryland, hereinafter referred to as "Corporation", hereby certifies to the State Department of Assessments and Taxation of Maryland, hereinafter referred to as "Department", that:

FIRST: The Charter of the Corporation is hereby amended to effect an election to be a close corporation under Maryland law and from and after the date of acceptance of these Articles of Amendment by the Department the Corporation shall be a close corporation as authorized by Title 4 of the Corporations And Associations Article of the Annotated Code of Maryland as amended.

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

"SIXTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is David V. Downes."

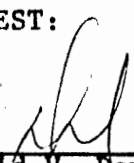
THIRD: The Charter of the Corporation is hereby amended by striking in its entirety Article FOURTH and by substituting in lieu thereof the following:

"FOURTH: The post office address of the principal office of the Corporation in this State is 1202 Old Ocean City Road, Salisbury, Maryland 21801. The name and

post office address of the Resident Agent of the Corporation in this State is David V. Downes, 511 North Pinehurst Avenue, Salisbury, Maryland 21801. Said Resident Agent is an individual actually residing in this State."

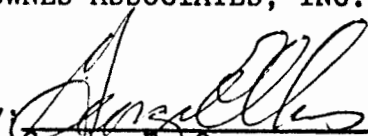
FOURTH: By written informal action unanimously taken by the Board of Directors of the Corporation pursuant to and in accordance with Section 2-408(c) of the Corporations And Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly advise the foregoing amendments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

IN WITNESS WHEREOF, Downes Associates, Inc. has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be hereunder affixed and attested by its Secretary on this 23rd day of February, 1990, and its President acknowledges that these Articles of Amendment are the act and deed of Downes Associates, Inc., and under the penalties of perjury that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:


David V. Downes,
Secretary

DOWNES ASSOCIATES, INC.

By  (SEAL)

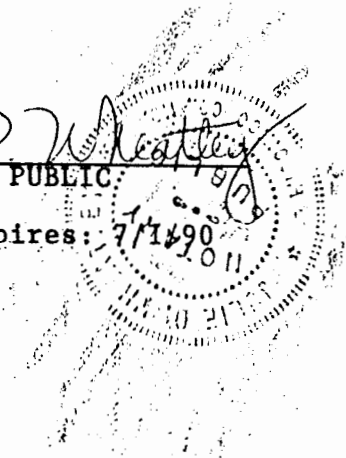
George E. Owens,
President

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 1st day of May, 1990, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared George E. Owens known to me (or satisfactorily proven) to be the person whose name is subscribed above, who acknowledged himself to be President of Downes Associates, Inc., and made oath in due form of law that the matters and facts set forth in the foregoing Articles Of Amendment are true to the best of his knowledge, information and belief.

AS WITNESS my hand and Notarial Seal.

Julie D. Heatley
NOTARY PUBLIC
My Commission Expires: 7/1/90



H26:D3/sg

Received for Record July 1, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
Corp No. 48 Folios 778-780
Mark S. Bower Clerk

REC FEE 14.50
TOTL 14.50
4342CHK 14.50
04 01990 6-01 P2:54

*Downes Assoc. Inc.
1202 Old Ocean City Rd.
Salis. Md. 21801*

*Ex + M Downes Assoc Inc 1202 Old Ocean
City Rd Salis Md 21801 7-3-90*

LIBER 48 PAGE 781

908505

INFORMAL ACTION OF THE BOARD OF DIRECTORS
DOWNES ASSOCIATES, INC.January 31, 1990

The undersigned, constituting all of the Directors of Downes Associates, Inc., a Maryland corporation (hereinafter referred to as the "Corporation"), in accordance with Section 2-408(c) of the Corporations And Associations Article of the Annotated Code of Maryland, do hereby take the actions below set forth and, to evidence their waiver of any right to dissent from such actions, do hereby consent as follows:

RESOLVED: That the amendment to the Articles of Incorporation of the Corporation as set forth in the form of the Articles of Amendment of the Corporation, attached hereto and incorporated by reference herein as Exhibit A, be and the same is hereby advised; and

RESOLVED: That the Articles of Amendment be submitted for consideration by all of the stockholders entitled to vote thereon at the next annual or a special meeting of such stockholders; and

RESOLVED: That the proper officers of the Corporation be and they are hereby authorized and directed in the name and on behalf of the Corporation to execute, acknowledge, seal and file with the State Department of Assessments and Taxation of Maryland such Articles of Amendment following the due approval thereof by the stockholders of the Corporation, and to take any and all other actions and to execute, acknowledge, seal and file any and all instrument and documents deemed necessary or proper in connection therewith.

This Informal Action of the Board of Directors may be executed in counterparts.

AS WITNESS our hands and seals the day and year first above written.

WITNESS:

DOWNES ASSOCIATES, INC.
BOARD OF DIRECTORS

Ellen G. Phoebus

George E. Owens (SEAL)
George E. Owens, Director

Ellen G. Phoebus

David V. Downes (SEAL)
David V. Downes, Director

Ellen G. Phoebus

Harry K. Alexander (SEAL)
Harry K. Alexander, Director

H26:D1/sg

REC FEE	14.50
TOTL	14.50
4343CHK	14.50
04 01990 6-01 P2:54	

Received for Record July 1, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
Corp No. 48 Folios 781-782
Mark S. Bower Clerk

*Downes Assoc. Inc.
1202 Old Ocean City Rd.
Salis. Md. 21801*

Ex + m. Downes Assoc Inc 1202 Old Ocean
City Rd Salis md 21801 7-3-90

INFORMAL ACTION OF STOCKHOLDERS

DOWNES ASSOCIATES, INC.

January 31, 1990

908506

The undersigned, constituting all of the stockholders of Downes Associates, Inc., a Maryland Corporation, (hereinafter referred to as the "Corporation"), in accordance with Section 2-505 of the Corporations And Associations Article of the Annotated Code of Maryland, do hereby take the actions below set forth, and to evidence their waiver of any right to dissent from such actions, do hereby consent as follows:

RESOLVED: That the amendment to the Articles of Incorporation of the Corporation as set forth in the form of the Articles of Amendment of the Corporation, attached hereto and incorporated by reference herein as Exhibit A, be and the same is hereby approved.

RESOLVED: That the President of the Corporation is hereby authorized and directed to file with the State Department of Assessments and Taxation of Maryland Articles of Amendment in the form attached hereto and incorporated by reference herein, and the proper officers of the Corporation be and they are hereby authorized to take any and all action to execute, acknowledge, seal and file any and all instruments and documents deemed necessary or proper in connection therewith.

This Informal Action of Stockholders may be executed in counterparts.

WITNESSETH the execution hereof on the day and year first above written.

REC FEE 13.50
TOTL 13.50
4344CHK 13.50
04 01990 6-01 P2:54

WITNESS:

Ellen G. Phoebus

George E. Owens
George E. Owens, Stockholder

Ellen G. Phoebus

David V. Downes
David V. Downes, Stockholder

H26:D2/sg

Downes Assoc. Inc Corp
1202 Old Ocean City Rd
Salis. Md. 21801

Received for Record Jan 1, 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. 48 Folios 783

Mark S. Bower Clerk

Ex+m Downes Assoc Inc 1202 Old Ocean City Rd
Salis Md 21801 7-3-90

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

LIBER 48 PAGE 784

APPROVED FOR PAYMENT

02-20-90 at 953 .m.

ARTICLES OF INCORPORATION

OF

908507

WILDASIN SEAFOOD COMPANY, INC.

A Maryland Close Corporation

THIS IS TO CERTIFY:

That I, the subscriber, Arthur D. Webster, whose post office address is 300 West Main Street, P.O. Box 307, Salisbury, Wicomico County, Maryland 21801, being of full legal age, do under and by virtue of the General Corporation Laws of the State of Maryland authorizing the formation of corporations do by the execution of these Articles of Incorporation indicated my intention of forming a corporation.

ARTICLE I

Name

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

WILDASIN SEAFOOD COMPANY, INC.

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

- (1) To engage in the business of buying, selling, trucking and otherwise distributing seafood and seafood products to wholesalers and to the general public; and
- (2) To purchase, lease, hire or otherwise acquire machinery, equipment and facilities, and any other property, appliances or equipment which may appertain to or be useful in the conduct of any of the business of the Corporation; and

1990 FEB 20 A 9 50

00318231 3217 2172

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

(3) To enter into partnerships, joint ventures and other business associations, for any lawful purposes at any location of their choosing within or without the borders of the United States of America; and

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

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

ARTICLE III

Principal Office, Address and Resident Agent

The principal office of the Corporation in the State of Maryland will be maintained at Route 1, Box 75, Tyaskin, Wicomico County, Maryland 21865.

The resident agent of the Corporation is Arthur D. Webster, whose post office address is 300 West Main Street, P.O. Box 307, Salisbury, Maryland 21801. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV

Status of Corporation and Election

The Corporation elects to be a Close Corporation pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland and shall exist as a Close

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

Corporation until such time as the Stockholders by unanimous consent shall file Articles of Amendment to change such status.

ARTICLE V

Directors

The Corporation elects not to have a Board of Directors, said election to become effective at the time of the organizational meeting of the Directors and the issuance of a least one (1) share of stock of the Corporation are complete. Until the election not to have a Board of Directors becomes effective, Sterling L. Wildasin, Route 1, Box 75, Tyaskin, Maryland 21865, Arthur D. Webster, 300 West Main Street, Salisbury, Maryland 21801 and David W. Moore, 300 West Main Street, Salisbury, Maryland 21801, shall serve as the Directors of the Corporation

ARTICLE VI

Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE VII

Capital Stock

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

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

3217 2174

ARTICLE VIII

Amendment

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of February, 1990.

TEST:

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

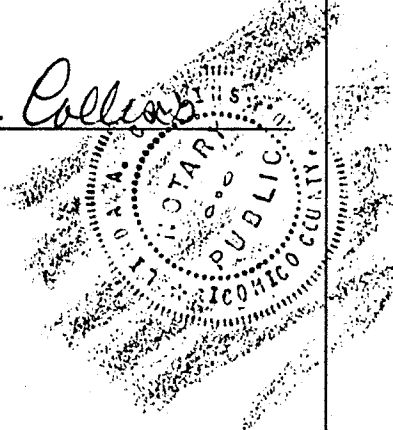
STATE OF MARYLAND, COUNTY OF WICOMICO, TO WIT:

I HEREBY CERTIFY that on this 15th day of February, 1990, before me, the subscriber, a Notary Public for the State and County aforesaid, personally appeared Arthur D. Webster and acknowledged the foregoing Articles of Incorporation to be his act and deed.

AS WITNESS my hand and Notarial Seal.

Linda A. Collins
Notary Public

My Commission Expires:
July 1, 1990



3217 2175

LAW OFFICES
WEBSTER & MOORE, P.A.
P. O. BOX 307
SALISBURY, MD 21801-0307
(301) 749-0333

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE

02

BUSINESS CODE

03

COUNTY

72

P.A. Religious Close Stock Nonstock

Merging (Transferor)

Surviving (Transferee)

CODE AMOUNT

FEE REMITTED

10		Expedited Fee
20	20	Organ. & Capitalization
61	20	Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65		Rec. Fee (Dissolution)
66		Rec. Fee (Revival)
52		Foreign Qualification
50		Cert. of Qual. or Reg.
51		Foreign Name Registration
13		Certified Copy
56		Penalty
54		For. Supplemental Cert.
53		Foreign Resolution
73		Certificate of Conveyance
76		Certificate of Merger/Transfer
75		Special Fee
80		For. Limited Partnership
83		Cert. Limited Partnership
84		Amendment to Limited Partnership
85		Termination of Limited Partnership
21		Recordation Tax
22		State Transfer Tax
23		Local Transfer Tax
31		Corp. Good Standing
NA		Foreign Corp. Registration
87		Limited Part. Good Standing
71		Financial
600		Personal
		Property Reports and late filing penalties
70		Change of P.O., R.A. or R.A.A.
91		Amend/Cancellation, For. Limited Part.
		Other
		Other

Name Change (New Name)

- Change of Name
- Change of Principal Office
- Change of Resident Agent
- Change of Resident Agent Address
- Resignation of Resident Agent
- Designation of Resident Agent and Resident Agent's Address
- Other Change

Code

ATTENTION:

MAIL TO ADDRESS:

Law Offices
Webster & Moore
PO Box 307
Old Synagogue Building
Salisbury, MD 21801-0307

TOTAL FEES

40 Check Cash

NOTE:

Documents on checks

APPROVED BY:

ARC

3217 2176

LIBER 48 PAGE 789

ARTICLES OF INCORPORATION
OF
WILDASIN SEAFOOD COMPANY, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 20, 1990 AT 9:53 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2962165

TO THE CLERK OF THE 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.

RETURN TO:
WEBSTER & MOORE
OLD SYNAGOGUE BUILDING P.O. BOX 307
SALISBURY MD 21801 - 0307

Received for Record *Jan 11, 1990* and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
48 Folios *789-789*

Mark S. Bowen Clerk

163C3032242

A 321148



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS 3217 2171
AND TAXATION OF MARYLAND IN LIBER, FOLIO.

Ex + D: W + m attyp 7-3-90

0913B:1
JWB/mlw
02/16/90

LIBER

48 PAGE 790

APPROVED FOR PAYMENT

02-16-90

at 1:48 .m.

908508

ARTICLES OF INCORPORATION
OF
CHESAPEAKE CELLULAR COMMUNICATIONS, INC.

FIRST: I, John W. Browning, whose post office address is Suite 600, 102 W. Pennsylvania Avenue, Towson, Maryland 21204, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of General Laws of the State of Maryland.

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

CHESAPEAKE CELLULAR COMMUNICATIONS, INC.

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

- (1) To operate, sell, market, install, service, repair, rent, purchase and otherwise deal in telephone systems and services.
- (2) To engage in any lawful purpose and/or business.
- (3) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this state is 215 New York Avenue, Salisbury, Maryland 21801. The name and post office address of the resident agent of the Corporation in this state is Matthew H. Fisher, 215 New York Avenue, Salisbury, Maryland 21801. Said resident agent is an individual actually residing in this state.

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

SIXTH: The number of directors of the Corporation shall be one (1), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3), provided that:

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

NOTARY PUBLIC
STATE OF MARYLAND

90 FEB 16 PM 1 48

RECEIVED

00478443217 1128

LIBER 48 PAGE 791

(2) If there is stock outstanding, the number of directors may be less than three (3), but not less than the number of stockholders.

The name of the sole director who shall act until the first annual meeting or until his successors are duly chosen and qualified is: Matthew H. Fisher.

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 stock by fixing or altering in any one or more respects, from time to time before issuance of such stock, 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 stock.

(3) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to the same rights as an objecting stockholder in the case of a consolidation, merger, share exchange, or transfer of all or substantially all the assets of the Corporation.

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

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

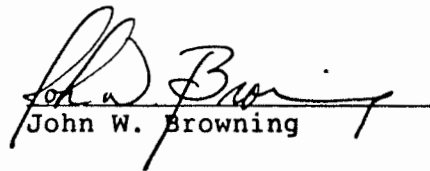
NINTH: The following provisions are hereby adopted for the purpose of defining the powers of the Corporation with respect to indemnification of directors, officers, employees and agents.

(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, as amended from time to time (the "Indemnification Section"), shall have the same meaning as provided in the Indemnification Section.

(2) 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.

TENTH: The Officers and Directors of the Corporation shall be exonerated from any and all liabilities to the Corporation or its shareholders for money damages subject to the limitations set out in Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 16th day of February, 1990, and I acknowledge the same to be my act.


John W. Browning

STATE OF MARYLAND

LIBER 48 PAGE 793

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE 502 BUSINESS CODE 03 COUNTY 72

_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	<u>Name Change (New Name)</u>
20	<u>20</u>	Organ. & Capitalization	
61	<u>20</u>	Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	<input type="checkbox"/> Change of Name
65		Rec. Fee (Dissolution)	<input type="checkbox"/> Change of Principal Office
66		Rec. Fee (Revival)	<input type="checkbox"/> Change of Resident Agent
52		Foreign Qualification	<input type="checkbox"/> Change of Resident Agent Address
50		Cert. of Qual. or Reg.	<input type="checkbox"/> Resignation of Resident Agent
51		Foreign Name Registration	<input type="checkbox"/> Designation of Resident Agent and Resident Agent's Address
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	<input type="checkbox"/> Other Change
56		Penalty	
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	Code <u>150</u>
80		For. Limited Partnership	ATTENTION: <u>John Browning</u>
83		Cert. Limited Partnership	
84		Amendment to Limited Partnership	
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		Corp. Good Standing	
NA		Foreign Corp. Registration	MAIL TO ADDRESS: _____
87		Limited Part. Good Standing	
71		Financial	
600		_____ Personal	
		Property Reports and late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES

49 Check _____ Cash

Documents on _____ checks

APPROVED BY: A yH

NOTE:

copy made

LIBER 48 PAGE 794

ARTICLES OF INCORPORATION
OF
CHESAPEAKE CELLULAR COMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 16, 1990 AT 1:48 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2961829

TO THE CLERK OF THE 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.

RETURN TO:
ROYSTON, MUELLER, MCLEAN & REID
ATTN: JOHN BROWNING

102 W. PENN. AVE. #600

MD 21204 4575

Received for Record *Jan 1990* and recorded in the
Records of Wicomico County, Maryland in Liber M.S.B.
No. *48* Folios *190-74*

Mark S. Bower Clerk

162C3032127

A 321078



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER, FOLIO.

3217 1127

*Ex + m: Royston, Mueller, McLean + Reid Attn:
John Browning 102 W. Penn. Ave #600 Jonson*

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

APPROVED FOR PAYMENT

LIBER

48 PAGE 795

2-16-90 at 8:55 a.m.

908509

J

DELMARVA TOWING, INC.

ARTICLES OF INCORPORATION

FIRST: I, Dirk W. Widdowson, whose post office address is 104 West Market Street, Salisbury, Maryland, 21801, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

DELMARVA TOWING, INC.

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

(1) To conduct the business of motor vehicle towing, which business shall include dealing in the owning, leasing, or operating and managing of garages and lots for the temporary parking of motor vehicles; to buy, sell, and deal generally in automotive parts and accessories including petroleum products; to wash and wax motor vehicles; to repair motor vehicles; to carry on generally such other and incidental business as may be appropriate to the above-mentioned activities; to conduct the business of repossessing and recovering motor vehicles; 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 4, Box 328, Delmar, Maryland 218675. The name and post office address of the Resident Agent of the Corporation in this State are Edward Eugene Cole, Jr., Route 4, Box 328, Delmar, Maryland 21875. 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 fewer than three (3), provided that:

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

(2) If there is stock outstanding and so long as there are fewer than three stockholders, the number of directors may be fewer than three (3) but not fewer 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: Edward E. Cole, Jr.

00478240

1990 FEB 16 P 8:55

LAW OFFICES DIRK W. WIDDOWSON, P.A. 104 WEST MARKET ST. SALISBURY, MD 21801 (301) 546-0050

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, 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

LIBER 48 PAGE 797

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 15th day of February, 1990, and I acknowledge the same to be my act.

WITNESS:

Jamie E. Dawson

Dirk W. Widdowson (SEAL)
Dirk W. Widdowson

STATE OF MARYLAND, WICOMICO COUNTY, TO WIT:

I HEREBY CERTIFY that on this 15th day of February, 1990, 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, 1990.

LAW OFFICES
DIRK W. WIDDOWSON, P.A.
104 WEST MARKET ST.
SALISBURY, MD 21801
(301) 546-0050

3217 0221

STATE OF MARYLAND

State Department of Assessments and Taxation

Gene L. Burner, Director

DOCUMENT CODE DA

BUSINESS CODE 03

COUNTY 12

_____ P.A. _____ Religious _____ Close Stock _____ Nonstock _____

Merging (Transferor) _____

Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
 20 20 Organ. & Capitalization
 61 20 Rec. Fee (Arts. of Inc.)
 62 _____ Rec. Fee (Amendment)
 63 _____ Rec. Fee (Merger or Consolidation)
 64 _____ Rec. Fee (Transfer)
 65 _____ Rec. Fee (Dissolution)
 66 _____ Rec. Fee (Revival)
 52 _____ Foreign Qualification
 50 _____ Cert. of Qual. or Reg.
 51 _____ Foreign Name Registration
 13 _____ Certified Copy
 56 _____ Penalty
 54 _____ For. Supplemental Cert.
 53 _____ Foreign Resolution
 73 _____ Certificate of Conveyance

Name Change (New Name) _____

_____ Change of Name
 _____ Change of Principal Office
 _____ Change of Resident Agent
 _____ Change of Resident Agent Address
 _____ Resignation of Resident Agent
 _____ Designation of Resident Agent and Resident Agent's Address
 _____ Other Change _____

76 _____ Certificate of Merger/Transfer

Code _____

75 _____ Special Fee
 80 _____ For. Limited Partnership
 83 _____ Cert. Limited Partnership
 84 _____ Amendment to Limited Partnership
 85 _____ Termination of Limited Partnership
 21 _____ Recordation Tax
 22 _____ State Transfer Tax
 23 _____ Local Transfer Tax
 31 _____ Corp. Good Standing
 NA _____ Foreign Corp. Registration
 87 _____ Limited Part. Good Standing
 71 _____ Financial
 600 _____ Personal
 _____ Property Reports and late filing penalties
 70 _____ Change of P.O., R.A. or R.A.A.
 91 _____ Amend/Cancellation, For. Limited Part.
 _____ Other
 _____ Other

ATTENTION: _____

MAIL TO ADDRESS: _____

Dirk H. Maddoxon
104 N. Market St
Salisbury, Md
2184

TOTAL FEES 40

Check _____ Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: J.M.T. JH

3217 0222

LIBER 48 PAGE 799

ARTICLES OF INCORPORATION
OF
DELMARVA TOWING, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 16, 1990 AT 8:55 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 20.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2960706

TO THE CLERK OF THE 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.

RETURN TO:
DIRK W. WIDDOWSON, P.A.
104 W. MARKET ST.
SALISBURY MD 21801

Received for Record Jan 4 1990 and recorded in the
Records of Wicomico County, Maryland in Liber M.3161C3032002
No. 48 Folios 795-799

Mark A. Boden 320973



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER, FOLIO 3217 0218

Ex + D. D. Widdowson P.A. 104 W. Market St.
Salis md 21801 7-3-90

908510

ARTICLES OF INCORPORATION
OF
EXPERT TILE, INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR PAYMENT

02-15-80 at 12:30 P.M.

A

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

FIRST: The undersigned, Allan T. Hanley, whose Post Office Address is RD 2, Box 145, Parsonsburg, Maryland, 21849, 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:

EXPERT TILE, INC.

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

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

1. To engage in the sale, both wholesale and retail, of ceramic tile and related materials and the installation, repair and maintenance of same and any and all activities in connection therewith;

2. To such extent as a corporation organized under the General Laws of the State of Maryland may now or hereafter lawfully do, to do, either as principal or agent, and either alone or in conjunction with other corporations, firms or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the 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.

3. 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 RD 2, Box 145, Parsonsburg, Maryland, 21849; and the name and post office address of the Resident Agent of the Corporation is Allan T. Hanley, RD 2, Box 145, Parsonsburg, Maryland, 21849. Said Resident Agent is an individual actually residing in the State of Maryland. ✓

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, with no par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) Director, name of Allan T. Hanley.

02-15-80

3215 1475

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

00468538