

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 01

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION

ARTICLES OF INCORPORATION

OF

CLAIM CARE, INC.

3-7-91

817a

A MARYLAND CLOSE CORPORATION,
ORGANIZED PURSUANT TO TITLE 4 OF THE
CORPORATION AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND

FIRST: I, Susan U. Powell, whose post office address 436 Blossom Tree Drive, Annapolis, Maryland 21401, being at least eighteen years of age, am hereby forming a corporation under and by virtue of the laws of the State of Maryland.

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

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

- (1) To engage in the business of processing health care and medical claims for individual groups or other entities. These services shall be provided to the general public for a reasonable fee;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) 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;
- (4) To manufacture, purchase and deal in at wholesale or retail any and all kinds and types of materials, supplies and equipment;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with all or any part of the

HILLMAN BROWN & DARROW
Attorneys at Law
Post Office Box 668
Annapolis, Maryland 21404-0668
(301) 263-3131
(301) 269-8555
(301) 858-5500

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BOOK 256 PAGE 02

property of the Corporation;

(6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, service marks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any other way deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

(8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefor, in the same manner provided by law, shares of the capital stock, bonds or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes or carrying on any of the business of the character hereinbefore referred to;

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and

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BOOK 256 PAGE 93.

negotiable instruments of all kinds, as permitted by law;

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal, or to issue bonds, debentures, debenture stock or notes without any such security;

(12) To purchase, hold and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restriction or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the corporation, and the said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article Fourth of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein

BOOK 256 PAGE 04

contained shall be deemed to authorize or permit the corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FIFTH: The post office address of the principal office of the corporation in this State is 436 Blossom Tree Drive, Annapolis, Maryland 21401. The name and post office address of the Resident Agent is Susan U. Powell, 436 Blossom Tree Drive, Annapolis, Maryland 21401. 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 5,000 divided into 3,000 shares of Class A Common Stock without par value, and 2,000 shares of Class B common Stock without par value.

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, restrictions, voting powers, and qualifications of each class:

1. Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Class B Common Stock of the corporation shall be identical in all respects.

2. With respect to voting powers, except as otherwise required by the Corporations and Associations Article of the Annotated Code of Maryland, the holders of Class A Common Stock shall possess all voting powers for all purposes, including, by way of illustration and not of limitation, the election of directors, and the holders of Class B Common Stock shall have no voting powers whatsoever, and no holder of Class B Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the stockholders, except that the directors may appoint a Class B stockholder to serve in an advisory capacity to the Board of Directors without a vote.

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

BOOK 256 PAGE 05

director, whose name is:

Susan U. Powell

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

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

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

NINTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities

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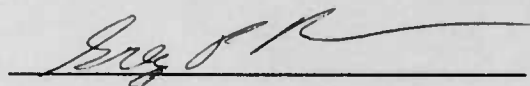
BOOK 256 PAGE 06

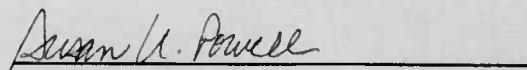
exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of March, 1991, and I acknowledge the same to be my act.

WITNESS:




Susan U. Powell

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK **256** PAGE **07**

CLERK'S NOTATION

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DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ 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>OP</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: _____
87		Limited Part. Good Standing	<u>Gregory Robinson</u>
71		Financial	<u>Hillman, Braunt Dunow,</u>
600		Property Reports and _____ Personal	<u>PO Box 668</u> P.A.
		late filing penalties	<u>Annapolis, Md</u>
70		Change of P.O., R.A. or R.A.A.	<u>21404-0668</u>
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 52

☒ Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: gao

7314 1318

0000 0017

CLERK'S NOTATION
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duction.

ARTICLES OF INCORPORATION
OF
CLAIM CARE, INC.

BOOK 256 PAGE 08

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 8:17 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

\$

D3178522

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HILLMAN, BROWN & DARROW, P.A.
ATTN: GREGORY ROBINSON
P.O. BOX 668
ANNAPOLIS MD 21404 0668

174C3041166

A 352445



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 2214 1711

7700 001A

CLERK'S NOTATION

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BOOK 256 PAGE 09

ARTICLES OF INCORPORATION

OF
STATE DEPARTMENT OF ASSESSMENTS
NEW CLEANERS, INC. AND TAXATION
APPROVED FOR RECORD

3/8/91 at 9:08 a.m.

THIS IS TO CERTIFY:

FIRST: INCORPORATORS. That I, the undersigned, YOUNG SOON SHIN, whose post office address is 1681 Independence Road, Severn, Maryland, 21144, being at least twenty-one years of age, do hereby associate myself as Incorporator with the intention of forming a close corporation under and by virtue of the general laws of Maryland.

SECOND: NAME. The name of the corporation (hereinafter called the "Corporation") is

NEW CLEANERS, INC.

THIRD: CLOSE CORPORATION. The Corporation shall be a Close Corporation as authorized by title four of the Corporation's and Associations's Article of the Annotated Code of Maryland.

FOURTH: PURPOSES. To engage in the business of commercial dry cleaning.

To engage in any other purpose and/or manner of business, either alone or in conjunction with others, which may be lawfully conducted under the laws of the State of Maryland or elsewhere; and do all things necessary and proper for the enhancement or furtherance thereof;

The Corporation reserves the right to amend, alter,

80 6 A 8- MAR 16 1991

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CLERK'S NOTATION

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BOOK 256 PAGE 10

enlarge, or change in any way, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter authorized or permitted by statute, and all rights, powers, privileges and restrictions are granted to this reservation.

FIFTH: PRINCIPAL PLACE OF BUSINESS AND RESIDENT AGENT.

The post office address of the principal place of business of the Corporation is 596 Benfield Village Shopping Center, Severna Park, Maryland, 21146. The name and post office address of the resident agent of the Corporation is Dennis C. Weisberg, Esquire, 7458 Baltimore-Annapolis Blvd, Glen Burnie, Maryland, 21061. Said resident agent is a citizen of the State of Maryland and actually resides therein.

SIXTH: CAPITAL STOCK. The total numbers of shares of stock which the Corporation has authority to issue is Two Thousand (2,000) shares, without par value.

SEVENTH: DIRECTORS. The Corporation shall have two (2) Directors, which number may be increased or decreased, as may be fixed in the By-Laws, and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are;

YOUNG SOON SHIN

CHONG HUI LAROSE

EIGHTH: DURATION. The duration of the Corporation shall be perpetual.

CLERK'S NOTATION
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BOOK 256 PAGE 11

IN WITNESS WHEREOF, I have hereunto set my hand and seal
on this 5th day of March, 1991, to these Articles of
Incorporation and acknowledge same to be my act.

WITNESS:

Sangell

Young soon Shi [Seal]
YOUNG SOON SHIN

STAR BRAND
COTTON FIBER
MADE IN U.S.A.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 12

CLERK'S NOTATION

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DOCUMENT CODE 02 ^{MA} BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name) _____
10		Expedited Fee	
20	<u>20</u>	Organ. & Capitalization	
61	<u>30</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		Certified Copy _____	<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 _____
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>Dennis C. Weisberg</u>
71		Financial	<u>7458 Belt-Annap Rd</u>
600		Property Reports and late filing penalties	<u>Glen Burnie, Md 21061</u>
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other _____	
		Other _____	

TOTAL FEES 40

1 Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: Wen

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CLERK'S NOTATION
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ARTICLES OF INCORPORATION
OF
NEW CLEANERS, INC.

BOOK 253 PAGE 13

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 9:08 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

\$

D3178399

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 C. WEISBERG
9458 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

174C3041153

A 352432



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3314 1232

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Form/12-5-85/jsm

BOOK 256 PAGE 14

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR PAYMENT

OF 03-11-91 at 8:16 A.M.

SELECT - FIRE, INCORPORATED

(A CLOSE CORPORATION)

FIRST: The undersigned JOSEPH S. MATRICCIANI whose post office address is 11306 Reisterstown Road, Owings Mills, Maryland 21117, being of full lawful age does hereby form a close corporation pursuant to the provisions of Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland, and the General Laws of the State of Maryland.

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

SELECT - FIRE, INCORPORATED

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

- (a) To engage in the business of selling, renting, repairing, manufacturing and/or altering firearms, ammunition and weapons of any nature and description and to operate ranges for the firing of firearms and to engage in any other lawful purpose and business;
- (b) To engage in the retail and wholesale sales business and to sell anything at wholesale;
- (c) To provide services of any kind to the public;
- (d) To manufacture and/or fabricate any item for any purpose;
- (e) To carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects or any of them; to facilitate in the transaction of any other business that may be calculated directly or indirectly to enhance the value of its property and rights. The Corporation shall have and

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CLERK'S NOTATION

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BOOK 256 PAGE 15

enjoy and exercise all of the rights and powers conferred by statute on corporations; and the enumeration of specific powers in these articles are made in furtherance and not in limitation of the powers conferred by law and no restrictions upon and power is intended in such specification or from any expression of said clauses;

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

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

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

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

(j) 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;

CLERK'S NOTATION

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BOOK 256 PAGE 16

(k) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law, and is not intended, by the mention of any particular purpose, object or business mentioned, to limit or restrict the generality of any other purpose, object, or business mentioned, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power or do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The Post Office address of the principal office of the Corporation in this State is 409 Lake Shore Drive, Pasadena, MD 21122 and is located in Anne Arundel County Maryland. The name and post office address of the resident agent of the corporation in this State is Wayne Thomas Nowicki, 409 Lake Shore Drive, Pasadena, MD 21122. ✓

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares without nominal or 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, and the name of the Director who shall act until the first annual meeting or until his successor is duly qualified is Wayne Thomas Nowicki.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed the Certificate of Incorporation this 4th day of March, 1991.

 (SEAL)
JOSEPH S. MATRICCIANI

CLERK'S NOTATION

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BOOK 256 PAGE 17

I HEREBY ACKNOWLEDGE that the foregoing Articles of
Incorporation are my act.

 (SEAL)
JOSEPH S. MATRICCIANI

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 18

CLERK'S NOTATION

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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☐ Stock ☐ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>28</u>	Organ. & Capitalization	
61		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>Joseph S. Matriccioni</u>
84		Amendment to Limited Partnership	<u>ESQ.</u>
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	MAIL TO ADDRESS: <u>McManus & Matriccioni</u>
23		Local Transfer Tax	<u>Ste. 208</u>
31		Corp. Good Standing	<u>11306 Reisterstown Rd.</u>
NA		Foreign Corp. Registration	<u>Quings Mills, Md. 21117</u>
87		Limited Part. Good Standing	
71		Financial	
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	

TOTAL FEES

40

☒ Check

☐ Cash

NOTE:

Documents on _____ checks

APPROVED BY: Pam

7314 1192

0000 0028

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
SELECT - FIRE, INCORPORATED

BOOK 256 PAGE 19

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 AT 8:16 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:

\$

D3178274

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MCMAMUS & MATRICCIANI
ATTN: JOSEPH S. MATRICCIANI
11306 REISTERSTOWN RD., STE. 200
OWINGS MILLS MD 21117

174C3041141

A 352421



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3314 1177

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 20

CORPORATE RESOLUTION

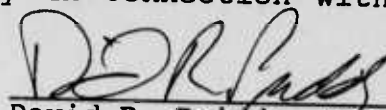
A meeting of the Board of Directors of Regis Renovations, Inc. held pursuant to waiver of notice thereof on February 1, 1991. The purpose of the meeting was to approve the new Corporate address and address for the Resident Agent.

RESOLVED that the new principal office effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the Resident Agent is authorized to take any and all actions necessary in connection with the foregoing address changes.

FURTHER RESOLVED that the new address of the Resident Agent effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the Resident Agent is authorized to take any and all actions necessary in connection with the foregoing address changes.


David R. Priddy, Resident Agent

1991 JUN 10 AM 10:20

11 5 A L - 844 1661

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

3/9/91 at 9:11 A.m.

3314 0516

0000 0030

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 21

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE _____

BUSINESS CODE _____

COUNTY 52

D2727568 P.A. Registration Class Stock Nonstock

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
20 _____ Organ. & Capitalization
61 _____ 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 \$10.00 Change of P.O., R.A. or R.A.A.
91 _____ Amend/Cancellation, For. Limited Part.
Other _____
Other _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Regis Reprographics Inc
49 Old Solomons Island Rd
Annapolis MD 21401

TOTAL

FEES \$10.00

1 Check _____ Cash

NOTE:

3314 0517

1 Documents on 1 checks

APPROVED BY: RMC

0000 0021

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 22

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
REGIS RENOVATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

10.00

D2727568

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
REGIS RENOVATIONS, INC.
49 OLD SOLCMENS ISLAND ROAD
ANNAPOLIS MD 21401

173C3041126

A 352403



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

7214 0515

BOOK 256 PAGE 23

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

THOMAS BUS SERVICE, INC.

APPROVED FOR PAYMENT

ARTICLES OF VOLUNTARY DISSOLUTION

03-08-91 at 8:10 A.M.

Thomas Bus Service, Inc., a Maryland corporation, having its principal office in Havre de Grace, Harford County, Maryland (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is 606 Robin Hood Road, Havre de Grace, Maryland 21078.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is Herman N. Thomas, 606 Robin Hood Road, Havre de Grace, Maryland 21078.

PR FOURTH: The Corporation elected in its Articles of Incorporation to have no Directors.

FIFTH: The name, title and address of each officer of the Corporation are as follows: Herman N. Thomas, President/Secretary - 606 Robin Hood Road, Havre de Grace, Maryland 21078.

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation in that the voluntary dissolution of the Corporation was duly approved by the Stockholders of the Corporation by unanimous written informal action duly executed by all Stockholders of the Corporation.

SEVENTH: The Corporation has no known creditors.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and

3314 0507

10678129

0000 0033

BOOK 256 PAGE 24

Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, Herman N. Thomas 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 4th day of January, 1991, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of Thomas Bus Service, Inc. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

WITNESS
ATTEST:

THOMAS BUS SERVICE, INC.

Herman N. Thomas

By: Herman N. Thomas (SEAL)
HERMAN N. THOMAS, President

TEM/136

-2-

7314 0508

0000 0034

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

BOOK 256 PAGE 25
COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISION

LOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746

ARNOLD G. HOLZ, CPA,
DIRECTOR

Dear Sir/Madam:

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


THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

THOMAS BUS SERVICE, INC.

have been paid.

WITNESS my hand and official seal this

8TH day of FEBRUARY A.D. 19 91.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

MY TELEPHONE NUMBER IS:

TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

7314 0509

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

0000 0035

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



HARFORD COUNTY GOVERNMENT

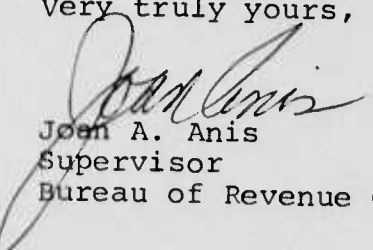
BOOK 256 PAGE 26

March 7, 1991

To Whom It May Concern:

Our records indicate that we have no Corporate
Personal Taxes under the name of Thomas Bus
Service, Inc. due to Harford County at this time.

Very truly yours,


Joan A. Anis
Supervisor
Bureau of Revenue Collections

JAA/g

3314 0510

P.O. BOX 609 / BEL AIR, MARYLAND 21014
(301) 838-6000 (301) 879-2000

0000 0036

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 27

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

19MA
1195312

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

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

TOTAL

FEES

50

Check

Cash

NOTE:

Documents on

checks

APPROVED BY:

[Signature]

0000 0037

7314 0511

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 28

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
BEST HOUSE ON THE BLOCK, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:17 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

10.00

D3133162

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BEST HOUSE ON THE BLOCK, INC.
49 OLD SOLOMONS ISLAND ROAD
ANNAPOLIS MD 21401

173C3041125

A 352402



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

2314 0512

BOOK 256 PAGE 29

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF AMENDMENT APPROVED FOR PAYMENT
OF 03-11-91 at 8:55 Am.

R.J. MOORE & ASSOCIATES, INC.

R.J. MOORE & ASSOCIATES, INC., a Maryland corporation,
having its principal office at 929 West Street, Annapolis,
Maryland 21401 (hereafter referred to as the "Corporation"),
hereby certifies to the State Department of Assessments and
Taxation of Maryland (hereafter referred to as the
"Department") that:

FIRST: The Amended Articles of Incorporation of the
Corporation are hereby amended by deleting Article FIFTH in
its entirety, and by substituting the following new Article
FIFTH:

FIFTH: The total number of shares of capital stock
which the Corporation is authorized to issue is
Thirteen Thousand (13,000) shares, as follows:

(A) Five Thousand (5,000) shares of Class A Voting
Common Stock with a par value of One Dollar (\$1.00)
per share, or an aggregate par value of Five
Thousand Dollars (\$5,000.00), which is hereafter
referred to as "the Class A Stock"; and

(B) Five Thousand (5,000) shares of Class B Non-
voting Common Stock with a par value of One Dollar
(\$1.00) per share, or an aggregate par value of
Five Thousand Dollars (\$5,000.00), which is
hereafter referred to as "the Class B Stock"; and

(C) Three Thousand (3,000) shares of Non-voting
Preferred Stock with a par value of One Dollar
(\$1.00) per share, or an aggregate par value of
Three Thousand Dollars (\$3,000.00), which is
hereafter referred to as "the Preferred Stock"; and

(D) The aggregate par value of all classes of
stock having par value is Thirteen Thousand Dollars
(\$13,000.00).

1991 JUN 10 AM 10:20
1991 FEB 28 PM 8:55

10708469

10708468

3314 0476

0000 0039

BOOK 256 PAGE 30

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, restrictions, voting powers, and qualifications of each class:

(1) Except as otherwise required by the Corporations and Associations Article of the Annotated Code of Maryland, the holders of Class A Stock shall possess all voting powers for all purposes, including (by way of illustration and not of limitation) the election of directors. The holders of Class B Stock and Preferred Stock shall have no voting power whatever, and no holder of Class B Stock or Preferred Stock shall vote on, or otherwise participate in, any proceedings in which action shall be taken by the Corporation or the stockholders of the Corporation, or be entitled to notification of any meetings of the board of directors or the stockholders of the Corporation.

(2) All rights granted and distributions made in accordance with the preferences, rights, restrictions, powers, and qualifications set forth in this Article FIFTH with respect to a class of stock shall be divided among the stockholders of that class in the proportion which the number of shares of stock of that class held by each stockholder bears to the aggregate number of outstanding shares of stock of that class.

(3) In the event of any voluntary or involuntary liquidation (in whole or in part), dissolution, or winding-up of the Corporation, the holders of the Class A Stock, the Class B Stock and the Preferred Stock of the Corporation shall be paid out of the assets of the Corporation available for distribution to its stockholders in the following order of priority:

(a) First, to the holders of the Preferred Stock an amount equal to all unpaid, declared, accumulated dividends, if any, on such stock, without interest; and

(b) Second, to the holders of the Class A Stock and Class B Stock an amount equal to all unpaid, declared, accumulated dividends, if any, on such stock, without interest; and

BOOK 256 PAGE 31

(c) Third, to the holders of the Class A, Class B and Preferred Stock an amount equal to One Dollar (\$1.00) per share; and

(d) Thereafter, the remaining assets of the Corporation available for distribution to its stockholders shall be distributed among and paid to the holders of Class A, Class B and Preferred Stock, share and share alike, in proportion to their respective holdings.

(4) A merger or consolidation of the Corporation with or into any other corporation, a share exchange involving the Corporation, or a sale, lease, exchange, or transfer of all or any part of the assets of the Corporation which shall not in fact result in the liquidation (in whole or in part) of the Corporation and the distribution of its assets to its stockholders shall not be deemed to be a voluntary or involuntary liquidation (in whole or in part) dissolution, or winding-up of the Corporation.

SECOND: Immediately prior to the adoption of these Articles of Amendment, the Corporation had authority to issue Ten Thousand (10,000) shares of Common Stock, of the par value of One Dollar (\$1.00) per share or an aggregate par value of Ten Thousand Dollars (\$10,000.00), as follows:

(A) Five Thousand (5,000) shares of Class A Voting Common Stock with a par value of One Dollar (\$1.00) per share, or an aggregate par value of Five Thousand Dollars (\$5,000.00).

(B) Five Thousand (5,000) shares of Class B Non-voting Common Stock with a par value of One Dollar (\$1.00) per share, or an aggregate par value of Five Thousand Dollars (\$5,000.00).

BOOK 256 PAGE 32

As a result of these Articles of Amendment, the Corporation has the authority to issue Thirteen Thousand (13,000) shares of stock, as follows:

(A) Five Thousand (5,000) shares of Class A Voting Common Stock of the par value of One Dollar (\$1.00) per share, or an aggregate par value of Five Thousand Dollars (\$5,000.00).

(B) Five Thousand (5,000) shares of Class B Non-voting Common Stock with a par value of One Dollar (\$1.00) per share, or an aggregate par value of Five Thousand Dollars (\$5,000.00).

(C) Three Thousand (3,000) shares of Non-voting Preferred Stock with a par value of One Dollar (\$1.00) per share, or an aggregate par value of Three Thousand Dollars (\$3,000.00).

The holders of the Preferred Stock shall be entitled to receive, but only when and as authorized by the Board of Directors of the Corporation, out of the assets of the Corporation legally available for dividends, cash dividends at the rate of Three Dollars (\$3.00) per share for each fiscal year of the Corporation, without interest, before any sum or sums shall be set aside for or applied to the purchase or redemption of the Preferred Stock and before any dividend shall be set apart or paid on any other capital stock for such year.

BOOK 256 PAGE 33

The Preferred Stock shall be convertible into Class B Common Stock as hereafter provided and, when so converted, shall be cancelled and retired and shall not be reissued as such:

(1) Any holder of the Preferred Stock may at any time or from time to time convert such stock into the Class B Common Stock of the Corporation, on presentation and surrender to the Corporation, of the certificates of the Preferred Stock to be so converted.

(2) Each holder of Preferred Stock shall have the right to convert such Preferred Stock on and subject to the following terms and conditions:

(a) The Preferred Stock shall be converted into Class B Common Stock at the conversion rate in effect at the time of conversion. Unless such conversion rate shall be adjusted, the conversion rate shall be three (3) shares of Class B Common Stock for each share of Preferred Stock so converted.

(b) In order to convert Preferred Stock into Class B Common Stock, the holder thereof shall on any business day surrender at 929 West Street, Annapolis, Maryland 21401 or such other principal office of the Corporation the certificate or certificates representing such shares, duly endorsed to the Corporation or in blank, and give written notice to the Corporation at said office of the number of said shares which such holder elects to convert.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 34

Preferred Stock shall be deemed to have been converted immediately prior to the close of business on the day of such surrender for conversion, and the person or persons entitled to receive the Class B Common Stock issuable upon such conversion shall be treated for all purposes as the record holder or holders of such Class B Common Stock at such time. As promptly as practicable on or after the date of any conversion, the Corporation shall issue and deliver a certificate or certificates representing the number of shares of Class B Common Stock issuable upon such conversion to the person or persons entitled to receive same. In case of the conversion of only a part of the shares of any holder of Preferred Stock, the Corporation shall also issue and deliver to such holder a new certificate of Preferred Stock representing the number of shares of such Preferred Stock not converted by such holder.

The Corporation, at the option of the Board of Directors, may redeem the whole or any part of the Preferred Stock at any time outstanding, at any time, by paying a redemption price per share equal to 104% of the amount of the consideration paid to the Corporation by the original purchasers in consideration for the issuance of each share of Preferred Stock, plus all accrued and unpaid dividends declared thereon, at the date fixed for redemption, without interest, in cash, for each share of Preferred Stock so redeemed. The Board of Directors shall have full power and

BOOK 256 PAGE 35

authority, subject to the limitations and provisions herein. contained, to prescribe the manner in which and the terms and conditions upon which the Preferred Stock shall be redeemed at any time and from time to time. The notice of redemption to each stockholder whose shares of Preferred Stock are to be redeemed shall specify the number of shares of Preferred Stock of such stockholder to be redeemed, the date fixed for redemption and the redemption price at which the shares of Preferred Stock are to be redeemed, and shall specify where payment of the redemption price is to be made upon surrender of such shares, shall state the conversion rate then in effect, and that conversion rights of such shares shall terminate at the closing of business on the date fixed for redemption. None of the Preferred Stock acquired by the Corporation by redemption or otherwise shall be reissued or disposed of but shall, from time to time, be retired in the manner provided by law.

(D) The aggregate par value of all classes of stock having par value is Thirteen Thousand Dollars (\$13,000.00).

THIRD: By written informal action, unanimously taken by the board of directors of the Corporation, pursuant to and in accordance with Section 2-408(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the board of directors of the Corporation duly advised the foregoing amendments; and by written informal action unanimously taken by the stockholders of the Corporation in

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 36

accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said amendments.

IN WITNESS WHEREOF, R.J. Moore & 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 affixed and attested by its Secretary on this 25th day of September, 1990, and its President acknowledges that these Articles of Amendment are the act and deed of R.J. Moore & 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:

R.J. MOORE & ASSOCIATES, INC.

Mary T. Bergmann By: Robert J. Moore
Mary T. Bergmann, Secretary Robert J. Moore, President

temp\eg\RJamend.cmm

8

3314 0483

0000 0046

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 37

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 01 BUSINESS CODE _____ COUNTY 52
D1601590 _____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE	AMOUNT	FEE REMITTED
1	100.00	100.00
2	100.00	100.00
3	100.00	100.00
4	100.00	100.00
5	100.00	100.00
6	100.00	100.00
7	100.00	100.00
8	100.00	100.00
9	100.00	100.00
10	100.00	100.00
11	100.00	100.00
12	100.00	100.00
13	100.00	100.00
14	100.00	100.00
15	100.00	100.00
16	100.00	100.00
17	100.00	100.00
18	100.00	100.00
19	100.00	100.00
20	100.00	100.00
21	100.00	100.00
22	100.00	100.00
23	100.00	100.00
24	100.00	100.00
25	100.00	100.00
26	100.00	100.00
27	100.00	100.00
28	100.00	100.00
29	100.00	100.00
30	100.00	100.00
31	100.00	100.00
32	100.00	100.00
33	100.00	100.00
34	100.00	100.00
35	100.00	100.00
36	100.00	100.00
37	100.00	100.00
38	100.00	100.00
39	100.00	100.00
40	100.00	100.00
41	100.00	100.00
42	100.00	100.00
43	100.00	100.00
44	100.00	100.00
45	100.00	100.00
46	100.00	100.00
47	100.00	100.00
48	100.00	100.00
49	100.00	100.00
50	100.00	100.00
51	100.00	100.00
52	100.00	100.00
53	100.00	100.00
54	100.00	100.00
55	100.00	100.00
56	100.00	100.00
57	100.00	100.00
58	100.00	100.00
59	100.00	100.00
60	100.00	100.00
61	100.00	100.00
62	100.00	100.00
63	100.00	100.00
64	100.00	100.00
65	100.00	100.00
66	100.00	100.00
67	100.00	100.00
68	100.00	100.00
69	100.00	100.00
70	100.00	100.00
71	100.00	100.00
72	100.00	100.00
73	100.00	100.00
74	100.00	100.00
75	100.00	100.00
76	100.00	100.00
77	100.00	100.00
78	100.00	100.00
79	100.00	100.00
80	100.00	100.00
81	100.00	100.00
82	100.00	100.00
83	100.00	100.00
84	100.00	100.00
85	100.00	100.00
86	100.00	100.00
87	100.00	100.00
88	100.00	100.00
89	100.00	100.00
90	100.00	100.00
91	100.00	100.00
92	100.00	100.00
93	100.00	100.00
94	100.00	100.00
95	100.00	100.00
96	100.00	100.00
97	100.00	100.00
98	100.00	100.00
99	100.00	100.00
100	100.00	100.00

20	<u>20</u>	Expedited Fee
61		Organ. & Capitalization
62	<u>20</u>	Rec. Fee (Arts. of Inc.)
63		Rec. Fee (Amendment)
		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	<u>14</u>	Certified Copy <u>8</u>
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 _____
		Other _____

Code 133

ATTENTION:

Christopher M. May Jr.
ESQ

MAIL TO ADDRESS: _____

TOTAL FEES 54

✓ Check Cash

1 Documents on 2 checks

APPROVED BY:

NOTE:

CERTIFIED
COPY MADE 4 0494

0000 0047

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 38

ARTICLES OF AMENDMENT
OF
R. J. MOORE & ASSOCIATES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 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:

\$

D1601590

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
COUNCIL, BARADEL, KOSMERL
& NOLAN, P.A.
POST OFFICE BOX 2289
125 WEST STREET, FOURTH FLOOR
ANNAPOLIS MD 21404 2289

173C3041118

A 352396



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

3314 0475

0000 0040

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
BOOK 256 PAGE 39
APPROVED FOR PAYMENT
03-08-91 at 8:24 AM.

Justin Case Productions, Inc.
A Close Corporation Under Title 4
Articles of Incorporation

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Russell Farmarco, whose post office address is 3040 St. Paul Street, Bsmt., and Andre Owens, whose post office address is 3040 St. Paul Street, Bsmt. being of full legal age, do under and by virtue of the General laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

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

Justin Case Productions, Inc.

THIRD: The Corporation shall be a Close Corporation as authorized by title 4.

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

1. To produce and distribute films and other media.
2. To carry on any other business which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects or any of them, or to facilitate in the transaction of its business or any part thereof, or in the transactions 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 and to the laws and statutes of the United States and foreign countries in which the same may be transacted or its property may be located.

CONSTRUCTION OF AFOREGOING CLAUSES

It is the intention that the objects and purposes specified in this Article FOURTH shall not, unless otherwise specified herein, be in any way limited or restricted by this or any other article in these Articles of Incorporation, but that the objects and purposes specified in each of the clauses be separately construed as to both purposes and powers and, generally that the rights, franchises, and privileges, granted to or conferred upon

10678125

0000 0049

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 40

corporations of this character by the laws of the State of Maryland, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights, franchises or privileges granted or conferred by the laws of said State now or that may hereafter be in force.

FIFTH: The post office address of the place at which the principal office of the Corporation in this state shall be located is 323 Crain Highway, Glen Burnie MD, 21061, the resident agent of the Corporation is Russell Farmarco, whose post office address is 3040 St. Paul Street, Bsmt., Baltimore MD 21218. Said resident is a citizen of the State of Maryland and actually resides therein. ✓

SIXTH: The total number of shares of stock which the corporation has authority to issue is one thousand shares of the par value of one hundred dollars a share common stock and having an aggregate par value of one hundred thousand dollars.

SEVENTH: The Corporation shall have two (2) directors and Russell Farmarco and Andre Owens shall act as such until the first annual meeting or until a successor is duly chosen and qualified; provided, however that the stockholders of said Corporation shall have the power to increase the number of directors to not more than fifteen (15) by amendment of the By-Laws.

EIGHTH: 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 hereinafter authorized, for such considerations as said Board of Directors may deem advisable, subject to limitations or restrictions, if any, as may be set forth in the By-Laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

In Witness whereof, we have signed these Articles of Incorporation this 16th day of February, 1991 and acknowledge the same to be our act.

WITNESS:

Witness

Witness

Russell Farmarco

Andre Owens

3314 0393

0000 0050

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 41

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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)	<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		Certified Copy	<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 _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: <u>Melvin P. Howard Jr.</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	MAIL TO ADDRESS: <u>Melvin P. Howard Jr., ESO.</u>
NA		Foreign Corp. Registration	<u>323 Crown Hwy. S.E.</u>
87		Limited Part. Good Standing	<u>Glen Burnie, MD 21061</u>
71		Financial	
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	

TOTAL FEES 40

☒ Check ☐ Cash

NOTE:

Documents on _____ checks

APPROVED BY: plm

3314 0394

0000 0051

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
JUSTIN CASE PRODUCTIONS, INC.

BOOK 256 PAGE 42

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 8:24 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:

\$

D3178092

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
MELVIN P. HOWARD, JR., ESQUIRE
323 CRAIN HIGHWAY, S.E.
GLEN BURNIE MD 21061

173C3041101

A 352382



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

7314 0791

0000 0057

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 43

WM. HENDRIX, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Rhonda Harding-Pollero, whose post office address is 7419 Baltimore-Annapolis Boulevard, P.O. Box 1330, Glen Burnie, Maryland 21061-3592, being at least 18 years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

WM. HENDRIX, 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 act as a residential and home improvement contractor and subcontractor; and,
- (2) To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is: 998 Shore Acres Road, Arnold, Maryland 21012. The name and address of the Resident Agent of the Corporation in this State is William Hendrix, 998 Shore Acres Road, Arnold, Maryland 21012. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Hundred (100) 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 William Hendrix.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

03-08-91

8:22A. 1

RECEIVED FOR RECORD
JUN 10 AM 10:20

10678123

3314 0333

0000 0053

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 44

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 7th day of March, 1991, and I acknowledge the
same to be my act.


Rhonda Harding-Pollero

AFTER RECORDATION, RETURN TO:

Rhonda Harding-Pollero
Lessans and Tate
P.O. Box 1330
Glen Burnie, Maryland 21061

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 256 PAGE 45

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02^{MA}

BUSINESS CODE

03

COUNTY

52

#

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

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

TOTAL

FEES

48

Check

Cash

NOTE:

Documents on

checks

APPROVED BY:

PCM

3314 0335

0000 0055

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
WM. HENDRIX, INC.

BOOK 256 PAGE 46

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 8:22 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:

\$

D3177595

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LESSANS AND TATE
POST OFFICE BOX 1330
GLEN BURNIE

MD 21061 3592

173C3041091

A 352764



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

3714 0772

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 47

ARTICLES OF INCORPORATION
OF
TRIAD GROUP, INC.

FIRST: I, Bruce McGraw, whose post office address is 2315 B Forest Drive, Suite 9, Annapolis, Maryland 21401 being at least eighteen years of age, am hereby forming a corporation under and by virtue of the laws of the State of Maryland.

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

Triad Group, Inc.

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

- (1) To engage in all aspects of office, business and computer support services, including consulting, marketing, printing, shipping and receiving, and all other activities, generally related thereto;
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;
- (3) 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;
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment;
- (5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;
- (6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;
- (7) To apply for, obtain, register, purchase, lease or otherwise acquired or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, trade name or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;
- (8) To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 48

indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefore, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

(9) To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes or carrying on any of the business of the character hereinbefore referred to;

(10) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

(11) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security;

(12) To purchase, hold and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

(13) To have one or more offices and places of business and to carry on all or any part of its operations or business, without restrictions or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the principal office of the corporation in this State is 2315 B Forest Drive, Suite 9, Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation is Don Parisi, 331 Presswick Way, Severna park, Maryland 21146. 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), divided into one thousand (1,000) shares of Class A Common Stock without par value, and four thousand (4,000) shares of Class B Common Stock without par value.

The following is a description of each class of stock of the corporation with the preferences, conversion and other rights, restrictions, voting powers, and qualifications of each class:

(1) Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Class B Common Stock of the Corporation shall be identical in all respects.

(2) With respect to voting powers, except as otherwise required by the Corporations and Association Article of the Annotated Code of Maryland, the holders of Class A Common Stock shall possess all voting powers for all purposes, including, by way of illustration and not of limitation, the election of directors, and the holders of Class B Common Stock shall have no voting powers whatsoever, and no holder of Class B Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the stockholders, except that the directors may appoint a Class B stockholder to serve in an advisory capacity to the Board of Directors without a vote.

SIXTH: The minimum number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the Bylaws 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 name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Bill Barniea, Don Parisi and Bruce McGraw.

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

NINTH: The Corporation shall provide any indemnification required or permitted by the laws of Maryland and shall indemnify officers, directors, agents and employees as follows:

(1) The Corporation shall indemnify any officer or director of the corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he is or was such officer, director, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, director, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 51

interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(2) The Corporation shall indemnify any officer or director of the corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he is or was such an officer, director, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, director, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation, unless (and only to the extent that) the court in which such action or suit was brought, or any other court having jurisdiction in the premises, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense as such court shall deem proper.

(3) To the extent that an officer or director of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraphs (1) and (2) of this Article NINTH or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without the necessity for the determination as to the standard of conduct as provided in paragraph (4) of this Article NINTH.

(4) Any indemnification under paragraph (1) or (2) of this Article NINTH (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the officer or director is proper in the circumstances because he has met the applicable standard of conduct set forth in paragraph (1) or (2) of this Article NINTH. Such determination shall be made: (a) by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit, or proceeding, or (b) if such a quorum is not obtainable, or even if obtainable, if such a quorum of disinterested shareholders so directs, then by independent legal counsel (who may be regular counsel for the Corporation) in a written opinion; and any determination so made shall be conclusive.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 52

(5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the shareholders in the specific case, upon receipt of an undertaking by or on behalf of the officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(6) Agents and employees of the Corporation who are not officers or directors of the Corporation may be indemnified under the same standard and procedures set forth above, in the discretion of the shareholders of the Corporation.

(7) Any indemnification pursuant to this Article NINTH shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs and personal representatives of such a person.

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 3rd day of March, 1991, and I acknowledge the same to be my act.

WITNESS:

Sordana Barnico

Bruce A. McGraw
Bruce McGraw

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 53

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02

BUSINESS CODE

03

COUNTY

52

_____ 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 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

Code

ATTENTION:

MAIL TO ADDRESS:

Daniel Mellin
Hillman, Brown
Po Box 668
Annapolis Md 21404-
0668

TOTAL FEES

52

☒

Check

Cash

NOTE:

Documents on checks

3314 0302

APPROVED BY:

go

0000 0067

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
TRIAD GROUP, INC.

BOOK 256 PAGE 54

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 11:01 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:

\$

D3177912

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DANIEL MELLIN
C/O HILLMAN, BROWN
P. O. BOX 668
ANNAPOLIS

MD 21404 0668

173C3041083

A 352759



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

3714 0285

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 55

ARTICLES OF INCORPORATION

OF

POTOMAC INTERIORS, INC.

FIRST: I, Richard Lamont Rogers, whose post office address is 2100 Bay Drive, Annapolis, Maryland 21401, and being at least eighteen (18) years of age, hereby apply for a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name and address of the corporation (hereinafter referred to as the "Corporation") shall be:

POTOMAC INTERIORS, INC.
2100 Bay Drive
Annapolis, Maryland 21401

THIRD: The corporation shall have perpetual existence.

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

(1) To establish, maintain, operate, and conduct an office and residential construction company; to conduct a retail business and to engage in the buying, selling, and improving of office and residential properties as well as to remodel interiors and to conduct a retail business related to and growing out of the aforementioned activities.

(2) To engage in any other lawful purpose and business under the laws of the State of Maryland.

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

FIFTH: The total number of shares of stock that the Corporation shall have authority to issue shall be: ONE THOUSAND (1,000) shares, all of one class, each share having a par value of ONE DOLLAR (\$1.00).

SIXTH: The Corporation shall have a Board of Directors

namely:

BOOK 256

LAMONT ROGERS
GARVIN ROGERS

agent for the Corporation
his address is 2100 Bay Drive

g provisions are hereby
limiting and regulating the
directors and stockholders:

Directors of the Corporation
issuance from time to time
whether now or hereafter
into shares of its stock
or hereafter authorized.

of Directors of the Corpora-
tion unissued stock by setting
limits, from time to time before
references, conversion or other
provisions, limitations as to
terms or conditions of redemption

Corporation reserves the right
amendment may alter the contract
the Charter, of any outstanding
stockholder whose rights may
adversely affected shall not
payment of the face value of

operation and definition of
Directors included in the for-
ward restricted by reference to
other clause of this or any
Corporation, or construed as
use in any manner to exclude
on by the Board of Directors
State of Maryland now or hereafter

as may otherwise be provided
of any shares of the capital
have any pre-emptive right
otherwise acquire any shared or

10678326 0291

0000 0065

consisting of two members, namely:

BOOK 256 PAGE 56

RICHARD LAMONT ROGERS
MARILYN GARVIN ROGERS

SEVENTH: The resident agent for the Corporation shall be Richard Lamont Rogers, and his address is 2100 Bay Drive, Annapolis, Maryland 21401.

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

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

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

(4) 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 by the Board of Directors under the general laws of the State of Maryland now or hereafter in force.

NINTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shared of stock of the

CLERK'S NOTATION

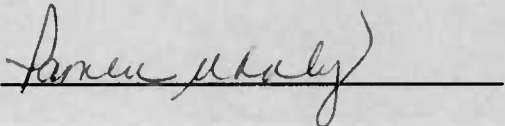
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

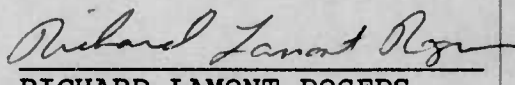
BOOK 256 PAGE 57

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.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on this 11 day of FEBRUARY, 1991.

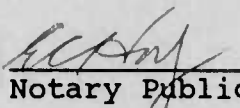
WITNESS:




RICHARD LAMONT ROGERS
2100 Bay Drive
Annapolis, Maryland 21401

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL ss:

I hereby certify that on this 11th day of Feb,
1991, before, the undersigned Notary Public, in and for the
State and County aforesaid, personally appeared RICHARD LAMONT
ROGERS, and after being duly sworn under oath, stated that the
foregoing by him subscribed is true and correct.


Notary Public

My Commission Expires:

E. C. HODGES
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires October 1, 1993

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

FORM 256 DATE 58

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02

BUSINESS CODE

03

COUNTY

52

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

Merging
(Transferor)

Surviving
(Transferee)

CODE AMOUNT

FEE REMITTED

Name Change
(New Name)

10 Expedited Fee
20 Organ. & Capitalization
61 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

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

ATTENTION:

MAIL TO ADDRESS:

Patomac Interiors Inc.
2100 Bay Drive
Annapolis, MD. 21401

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

TOTAL FEES

40

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

POM

3314 0294

0000 0000

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 59

ARTICLES OF INCORPORATION
OF
POTOMAC INTERIORS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 8:51 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:

\$

D3177904

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
POTOMAC INTERIORS, INC.
2100 BAY DRIVE
ANNAPOLIS MD 21401

173C3041082

A 352758



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

7714 0290

0000 0069

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 60

STATE DEPARTMENT OF LANDS AND NATURAL RESOURCES

CHAMPION AUTO SALES, INC. 3-11-91 at 917a

A MARYLAND CLOSE CORPORATION
Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

ARTICLES OF INCORPORATION

FIRST: I, Gary R. Maslan, whose post office address is 7508 Eastern Avenue, Baltimore, Maryland 21224, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is CHAMPION AUTO SALES, INC.

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

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

1. To own or lease and to operate and manage garages and lots for the temporary parking of motor vehicles; to buy, sell, and deal generally in automobiles, automotive parts and accessories including petroleum products; to wash and was motor vehicles; to repair motor vehicles; and to carry on generally such other an incidental business as may be appropriate to the above-mentioned activities.

2. To carry on said business as it is now established and also to expand on the same and any other function which is incidental or profitable to automobiles.

3. To purchase, lease, hire or otherwise acquire real property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey and mortgage said property, or any part thereof, reconstruct or purchase, either directly or through ownership of stock in any corporation, and lands, buildings, offices, stores, warehouses, mills, ships, factories, plants, gashouses, machinery, rights, easements, permits, privileges, franchises and licenses, and all other things which may at any time be necessary or convenient for the purposes of the corporation. To sell, lease, hire or otherwise dispose of the lands, buildings, or other property of the corporation, or any part thereof. To acquire by purchase, lease or otherwise to own and operate factories, shops and manufacturing plants including lands, buildings, machinery, equipment, and appliances, warehouses, stores and other property with or without the State of Maryland which may be useful to accomplish any of the purposes or carry on any business of the character herebefore referred to.

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7314 0263

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 61

4. To acquire by subscription, purchase, exchange or otherwise to hold as an investment or for any other purpose, to sell, exchange, pledge, mortgage, transfer or otherwise dispose of any bonds, notes, evidences of indebtedness, shares of stock or other securities, or obligations of any kind issued or created by any other corporation of the State of Maryland or by any other State or Territory of the United States or of any foreign country; and to aid in any manner any corporation whose securities or obligations are so held, and to control or direct the operations of such corporations, and to do any act or thing designed to preserve, protect or improve the value of said corporation; and while the holder of said securities of such other corporation to exercise all the powers and privileges of ownership, including the power to vote; and to carry on all the objects and exercise all of the powers provided by this paragraph as fully as a natural person might be entitled to do, but not in violation of the laws of the State of Maryland or of the laws of the United States of America.

5. To purchase, lease or otherwise acquire the property of every kind, including the business, good will, rights and franchises of any corporation, co-partnership or individual carrying on the aforesaid business which this corporation is authorized to carry on or any part of such business, and to undertake, assume and pay indebtedness and liabilities thereof, and to pay for such property, business, good will, rights and franchises by the issue of stock or other securities of the corporation or otherwise, in the manner provided by law.

6. To enter into, make and to perform contracts, without limit to character or amount; to execute, issue and endorse any bonds, debentures and notes; and make, draw, accept and endorse drafts, bills of exchange and negotiable instruments of all kinds as permitted by law.

7. To have one or more offices and places of business, and to carry on all or any of its operations and business, and without restrictions or limit, as to amount or place in any of the States, Districts, and Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony, or Country.

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

FIFTH: The post office address of the principal office of the Corporation is 7162 Ritchie Highway, Baltimore, Maryland 21225. The name and post office address of the Resident Agent of the Corporation is Gary R. Maslan, 7508 Eastern Avenue, Baltimore, Maryland 21224. Said Resident Agent is an individual actually residing in this State. ✓

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

3314 0264

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 62

SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors become effective, there shall be two (2) directors, whose name shall be Walter Ronald Vetter and Bernadette Tynan.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27th day of March, 1991, and I acknowledge the same to be my act.



Gary R. Maslan

champion.art

3314 0265

0000 0072

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 253 PAGE 63

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	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		_____ 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 <u>129</u>
80		For. Limited Partnership	ATTENTION: _____
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 70

☒ Check _____ Cash _____ NOTE: _____

Documents on _____ checks

3314 0266

APPROVED BY: [Signature]

0000 0073

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 64

ARTICLES OF INCORPORATION
OF
CHAMPION AUTO SALES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 AT 9:17 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:
\$

D3177847

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
MASLAN, MASLAN AND ROTHWELL, P.A.
7508 EASTERN AVENUE
BALTIMORE MD 21224



173C3041076

A 352752

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

3314 0262

0000 0074

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 65

APPROVED FOR RECORD

ALL ABOUT ELEGANCE, INC.

RECEIVED

03/07/91 at 9:59 a.m.

ARTICLES OF INCORPORATION

'91 MAR 7 AM 9 59

STATE DEPT. OF
ASSESSMENTS & TAXATION

FIRST: I, Mark A. Crouch, whose post office address is 1228 Street, Baltimore, Maryland 21225, and I, Clayton H. Belcher, whose post office address is 7784 Notley Road, Pasadena, Maryland 21122, both being at least eighteen years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

PR SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is ALL ABOUT ELEGANCE, INC.

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

- (1) To provide chauffeured limousine and bus transportation on a for-hire basis.
- (2) To engage in all other lawful activities which would support the corporate purposes.
- (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.
- (4) To engage in any other lawful business or purpose.

✓ FOURTH: The post office address of the principal office of the Corporation in this State is 7784 Notley Road, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in the State of Maryland are Clayton H. Belcher, 7784 Notley Road, Pasadena, Maryland 21122. 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 Hundred shares of common stock, without par value.

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

Mark A. Crouch
Clayton H. Belcher

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:

10668529

0000 0075

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 66

- (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.
- (2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of such shares.

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

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

NINTH: 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 6th day of March, 1991, and I acknowledge the same to be my act.

WITNESS:

Joe Bell

Mark A. Crouch
Mark A. Crouch

WITNESS:

Sharon D. Coughlin

Clayton H. Belcher
Clayton H. Belcher 3314 0142

0000 0076

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 67

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02 M.A.

BUSINESS CODE

03

COUNTY

52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 50 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 1 Certified Copy 28
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

ATTENTION: _____

MAIL TO ADDRESS: _____

John A. DELLAVECCHIA
1201 Newfield Road
Balto. MD
21207

TOTAL
FEES

98

☒ Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

CERTIFIED COPY MADE
COPY MADE
COPY MADE

3314 0143

0000 0077

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ALL ABOUT ELEGANCE, INC.

BOOK 256 PAGE 68

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:59 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:

\$

03177649

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 A. DELLAVECCHIA
1201 NEWFIELD ROAD
BALTIMORE

MD 21207

173C3041056

A 352733



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

3314 0140

0000 007A

BOOK 256 PAGE 69

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

ARTICLES OF INCORPORATION

KNIGHT LIGHT INC.

63-02-91 at 8:36 A.M.

1. The undersigned, Ernest C. Tucker, whose post office address is 17209 Olde Mill Run, Rockville, Maryland 20855, being over 21 years of age, hereby acts as the incorporator to a corporation under the laws of Maryland.

2. The name of the corporation shall be:

KNIGHT LIGHT, INC.

3. The period of existence and duration of this corporation shall be perpetual.

4. The post office address of the place of business in this state is 8292 Brookwood Road, Millersville, Maryland 21108.

5. The name and post office address of the Resident Agent of the corporation in this State is Thomas A. VonGarlem, Jr., 8292 Brookwood Road, Millersville, Maryland 20872. Said Resident Agent is an individual residing in the State of Maryland.

6. The purposes for which this corporation is formed are as follows:

(a) To engage in the electrical contracting business generally and in the manufacture and sale of electrical equipment and appliances as principal or agent or otherwise; to conduct the aforesaid business and all of its branches; and to do such other things as are incidental, proper or necessary in the operation of said business and in the carrying out of any or all of said purposes; to construct, erect, own, equip, maintain, operate, and use, and to contract with others to construct and erect, and to

10668217 0062

0000 0079

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 70

use, and to contract with others to construct and erect, and to lease to others to maintain, operate, and use electrical shops, storehouses, office buildings, and buildings of all kinds, and to pay for the construction, erection, or equipment of the same in cash, stock, or bonds of this corporation or otherwise.

(b) To carry on or conduct an electrical installation and contracting business; to solicit, bid, enter into, and perform contracts for the doing of electrical work and the furnishing of electrical machinery, equipment, appliances, accessories, materials, and supplies of all kinds; and to do all things necessary, proper, or incidental to the attainment of the foregoing purposes.

(c) To carry on and conduct a general construction business including the designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work upon power plants, industrial plants, and other systems and works of every description, buildings, structures, manufacturing plants, and all kinds of excavation, and iron, steel, wood, masonry, mechanical, electrical, and earth construction and installations, to make, execute, and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith; and to manufacture or otherwise acquire and furnish all buildings and other materials and supplies connected therewith or required therefor; to manufacture, produce, adapt, and prepare, deal in and deal with any materials, articles, or things incidental to or required for,

BOOK 256 PAGE 71

or useful in connection with any of its business, and generally to carry on any other business which can be advantageously carried on in conjunction with and incidental to any of the matters aforesaid.

(d) 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.

7. The total number of shares of capital stock which the corporation has authority to issue is one hundred (100) shares of common stock, all of one class, with no par value.

8. The number of directors of the corporation shall be three (3), which number may be increased pursuant to the By-Laws of the corporation. The names of the directors who shall act until the first annual meeting of the corporation or until their successors are chosen and qualified are: Thomas A. VonGarlem, Jr., Carol VonGarlem and Andrew VonGarlem.

9. The following provisions are adopted for the purpose of defining, limiting and regulating the powers of the corporation and of its directors and stockholders:

Any shareholder desiring to sell any of the shares of the corporation shall first offer said shares to the corporation and other shareholders in the following manner:

(1) Such shareholder shall give written notice by registered mail to the secretary of the corporation of his intention to sell such shares. Said notice shall specify the number of shares to be sold, the price per share, and the terms

BOOK 256 PAGE 72

upon which the sale is to be made. The corporation shall have 10 days from the receipt of such notice within which to exercise its option to purchase all or any full number of the shares so offered. Such purchase may be authorized by the board of directors without any action by the shareholders of the corporation.

(2) In the event that the corporation should fail to purchase all of such shares within the said 10-day period, the secretary of the corporation shall, within 5 days thereafter, give written notice to each of the other shareholders of record, stating the number of shares offered for sale but not purchased by the corporation, the price per share, and the term upon which the sale is being made. Such notice shall be sent by mail addressed to each shareholder at his last address as it appears on the books of the corporation. Within 10 days after the mailing of said notices, any shareholder desiring to purchase part or all of such shares shall deliver by mail or otherwise to the secretary of the corporation a written offer for the number of shares desired by him, accompanied by the purchase price therefor with authorization to pay such purchase price against delivery of such shares.

(3) If the shareholders offer to purchase more than the total number of shares available for purchase by them, then the shareholders offering to purchase shall be entitled to purchase such proportion of said shares as the number of shares of the corporation which he holds bears to the total number of

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 73

shares held by all shareholders offering to purchase. In the event that the proportion of said shares to which any shareholder should be entitled to purchase, each remaining shareholder desiring to purchase additional shares shall be entitled to purchase such proportion of the overplus as the number of shares which he holds bears to the total number of shares held by all shareholders desiring to participate.

(4) If none or only a part of the shares offered for sale is purchased by the corporation or shareholders, or both, then the shareholder who offered the same for sale shall have thereafter the right to sell said shares not so purchased to such person or persons as he desires; provided, however, that he shall not sell such shares at a lower price or on terms more favorable to the purchaser than those specified in the written notice he gave to the corporation.

(5) Any sale of the shares of the corporation shall be null and void unless the provisions of this article are strictly observed and followed.

10. The corporation reserves the right to increase or decrease the stock at any time, subject to the approval of the holders of the majority of the Capital Stock possessing voting rights; and the board of directors of the corporation is hereby empowered to authorize the issuance, from time to time, of shares of the aforesaid stock for such consideration as said board of directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and

CLERK'S NOTATION

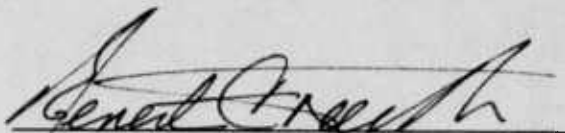
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 74

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

11. The corporation shall indemnify a present or former director or officer of the corporation in connection with the proceeding to the fullest extent permitted by Section 2-418 of the Corporations and Association Article of the Annotated Code of Maryland, as amended from time to time.

IN WITNESS WHEREOF, I have adopted and signed these Articles of Incorporation and do hereby acknowledge that the adoption and signing are my act.


Ernest C. Tucker

Date: March 5, 1991

STATE OF MARYLAND.

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 75

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10		Expedited Fee	
20	<u>22</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		Certified Copy	<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 _____
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 late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 42

☒ Check

Cash

NOTE:

Documents on _____ checks

2314 0068

APPROVED BY: smf

0000 0085

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
KNIGHT LIGHT, INC.

BOOK 256 PAGE 76

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 8:36 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 22.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D3177490

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
ERNEST C. TUCKER, ESQUIRE
17209 OLDE MILL RUN
ROCKVILLE MD 20855

173C3041041

A 352722



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

3314 0061

0000 0000

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 77

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

CROSSLAND PROPERTIES, INC. 03-06-91 at 1:03 P.M.

RECEIVED

'91 MAR 6 PM 1 03

ARTICLES OF INCORPORATION

FIRST: I, Michael S. Cook, whose post office address is Suite 213, 9811 Mallard Drive, Laurel, Maryland 20708-3143, at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Crossland Properties, Inc.

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

(1) To finance, own, lease, buy, sell, and trade modular manufactured structures and buildings, and to perform all necessary and proper related services and activities; and to engage in any other lawful purpose and business; and

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

FOURTH: The post office address of the principal office of the Corporation in this State is 9811 Mallard Drive, Suite 213, Laurel, Maryland 20708-3143. The name and post office address of the Resident Agent of the Corporation in this State are Michael S. Cook, 9811 Mallard Drive, Suite 213, Laurel, Maryland 20708-3143. 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 One Thousand (1,000) shares of common stock, without par value.

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two, provided that:

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

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

The names of the directors who shall act until the first annual meeting or until their successors are duly elected and qualify are: Michael S. Cook, 9811 Mallard Drive, Suite 213, Laurel, Maryland 20708-3143; and Joseph A. Bennett, Suite 213,

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BOOK 256 PAGE 78

9811 Mallard Drive Laurel, Maryland 20708-3143.

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 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.

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: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the

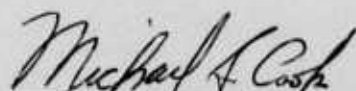
CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 79

benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of March, 1991, and I acknowledge the same to be my act.



Michael S. Cook.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 80

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ 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

ATTENTION: Janet L. Evland
ESA.

MAIL TO ADDRESS: Janet L. Evland
4307 Jefferson St.
Ste. 504
Hyattsville, MD 20781

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 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: smh

2314 0055

0000 0090

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
CROSSLAND PROPERTIES, INC.

256 81

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 6, 1991 AT 1:03 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

\$

D3177474

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
JANET L. EVELAND, ESQUIRE
4307 JEFFERSON STREET, STE. 504
HYATTSVILLE MD 20781

173C3041039

A 352720



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

3314 0051

0000 0091

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 82 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

AFGO PRODUCTIONS, INC. APPROVED FOR PAYMENT
03-07-91 at 18:54A.m.
ARTICLES OF INCORPORATION

FIRST: I, Jeanne Marshall, whose post office address is 6422-D Centennial Circle, Glen Burnie, MD 21061, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is AFGO PRODUCTIONS, INC.

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

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

(1) To engage in the trade and business of producing, selling, and distributing video productions to the general public; and to engage in any other lawful purpose and business; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 6422-D Centennial Circle, Glen Burnie, MD 21061. The name and post office address of the Resident Agent of the Corporation in this State are Jeanne Marshall, 6422-D Centennial Circle, Glen Burnie, MD 21061. Said Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5,000)

10668142 2013 2819

0000 0092

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 83

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 Jeanne Marshall.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 11 day of February, 1991, and I acknowledge the same to be my act.

Jeanne Marshall
Jeanne Marshall

02740221.55

7313 2920

0000 0093

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 84

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>28</u>	Organ. & Capitalization	
61	<u>28</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	<u>Edward B. Hall, ESQ.</u>
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		_____ Corp. Good Standing	MAIL TO ADDRESS: <u>Andrew</u>
NA		Foreign Corp. Registration	<u>Naden + Associates</u>
87		_____ Limited Part. Good Standing	<u>Plaza Ste. -308</u>
71		Financial	<u>The Bulaway Valley Rd.</u>
600		_____ Personal	<u>Towson, MD. 21204</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 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: Plm

7713 2821

0000 0094

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
AFGO PRODUCTIONS, INC.

BOOK 253 PAGE 85

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 8:54 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

\$

D3177300

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ANDREW, NADEN & ASSOCIATES, P.A.
EDWARD B. HALL, ESQUIRE
PLAZA STE. 308
THE DULANEY VALLEY ROAD
TOWSON MD 21204

173C3041022

A 352703



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

3317 2818

0000 0095

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 86

APPROVED FOR PAYMENT

03-11-91 at

9:05 AM

ARTICLES OF INCORPORATION
OF
SEVERN AUTO BODY, INC.,
A Close Corporation

THIS IS TO CERTIFY:

FIRST: That I, DAVID GREGORY WHITE, whose post office address is 451 Poplar Lane, Annapolis, Anne Arundel County, Maryland 21403, being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, execute these presents with the intention of forming a corporation.

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

SEVERN AUTO BODY, INC.

THIRD: That the within Corporation shall be and is hereby known as a Close Corporation. That the said Corporation shall be governed by the provisions of the Annotated Code of Maryland pertaining to Close Corporations.

FOURTH: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, are as follows: -

A. To engage in the general business of automobile collision repair and to do and perform all nature of services and offer such products for sale of any kind, nature and description as may now be associated with or which may from time to time hereafter become associated with such general business purpose.

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

FIFTH: That the principal office of the Corporation and its post office address shall be located at No. 32 Lee Street, Annapolis, Anne Arundel County, Maryland 21401. That the Resident Agent of the Corporation shall be DAVID GREGORY WHITE, whose post office address is 451 Poplar Lane, Annapolis, Maryland 21403; said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

50 & A 11 MAR 1991 156 13 2700

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PR

1991 JUN 10 AM 10:21

BOOK 256 PAGE 87

SIXTH: That the Corporation shall have one (1) Directors, which number shall be subject to increase by its By-Laws, however, such number of Directors shall at no time be less than the number of Shareholders of the Corporation. That the name of the Director shall be DAVID GREGORY WHITE, who shall act until the first meeting, or until their successor(s) shall be duly chosen and qualified.

SEVENTH: That the number of authorized captial stock of the Corporation shall be One thousand (1000) shares of the par value of One hundred dollars (\$100.00), per share, all of one class, having an aggregate par value of One hundred thousand dollars (\$100,000.00).

That no shares of its stock, including treasury stock may be issued or sold by the within corporation at any time there are shares of its stock already outstanding, except upon the affirmative vote of the holders of all of the outstanding stock of the Corporation, unless otherwise provided by a prior stockholders agreement.

That the within Corporation shall not have outstanding: (a) any securities, including stock, which are convertible into its stock; (b) any voting securities other than stock; and (c) any options, warrants, or other rights to subscribe for or purchase any of its stock which are other than nontransferable.

That in the event the Shareholders at any time authorize the sale or transfer of outstanding shares of stock by a unanimous vote, as aforesaid, the Corporation shall have the first option to purchase all such shares. If, however, the Corporation shall decline to so purchase any such outstanding shares of stock, the then stockholders shall have the option to purchase such additional stock and such option shall be exercised in the respective ratio which the number of shares held by each stockholder bears to the total number of shares outstanding in the names of all stockholders at the time of such availability of stock.

EIGHTH: That the initial officers of the Corporation, who shall hold office until the first meeting, or until their successors are duly chosen and qualified, are: -

DAVID GREGORY WHITE President/Treasurer/Secretary

NINTH: That the duration of the Corporation shall be perpetual.

3313 2701

0000 0097

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 88

WITNESS the hand and seal of said Incorporator, this 4th
day of MARCH, 1991.

WITNESS:

Adelle S. Berger

DAVID GREGORY WHITE (SEAL)

STATE OF MARYLAND, COUNTY OF Anne Arundel, to wit:

I HEREBY CERTIFY, That on this 4th day of MARCH, 1991,
before me, the subscriber, a Notary Public of the State and County,
aforesaid, personally appeared DAVID GREGORY WHITE, the within
named Incorporator, and he acknowledged that he executed the
foregoing ARTICLES OF INCORPORATION for the purposes therein
contained and in my presence signed and sealed the same.

AS WITNESS my hand and Notarial Seal.

Henry J. Berger
Notary Public

NOTARY PUBLIC

My Commission Expires: OCT. 1, 1991

My commission expires 10/1/91
State of Maryland
County of Anne Arundel

THIS INSTRUMENT PREPARED BY AND RETURN TO:

WILLIAM R. SUTTON, JR., Attorney at Law, P.O. Box 474, 1003
Thompson Creek Business Park, Stevensville, Maryland 21666
(301) 643-7013

3313 2702

0000 0090

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 256 PAGE 89

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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
13		_____ Certified Copy _____	_____ and Resident Agent's Address
56		Penalty	_____ Other Change _____
54		For. Supplemental Cert.	_____
53		Foreign Resolution	_____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	_____
75		Special Fee	Code _____
80		For. Limited Partnership	ATTENTION: _____
83		Cert. Limited Partnership	<u>Wm. R. Sutton Jr.</u>
84		Amendment to Limited Partnership	<u>ESA.</u>
85		Termination of Limited Partnership	MAIL TO ADDRESS: _____
21		Recordation Tax	<u>William R. Sutton Jr.</u>
22		State Transfer Tax	<u>P.O. Box 474</u>
23		Local Transfer Tax	<u>1003 Thompson Creek</u>
31		_____ Corp. Good Standing	<u>Business Park</u>
NA		Foreign Corp. Registration	<u>Stevensville, MD. 21666</u>
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 40

☒ Check _____ Cash

Documents on _____ checks

APPROVED BY: Smt

NOTE:

3313 2703

0000 0099

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
SEVERN AUTO BODY, INC.

BOOK 256 PAGE 90

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 AT 9:05 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:

\$

D3177045

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
WILLIAM R. SUTTAN, JR.
ATTN: WM. R. SUTTON, JR.
P.O. BOX 474
1003 THOMPSON CREEK BUSINESS PARK
STEVESVILLE MD 21666

173C3040996

A 352684



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

7317 2699

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

ARTICLES OF INCORPORATION ⁰³⁻¹¹⁻⁹¹ at ^{8:19A}
OF NCN, INC. BOOK 256 PAGE 91

FIRST: I, John Naumann Strange, whose post office address is Hartman and Crain, 2660 Riva Road, Fourth Floor, Annapolis, Maryland 21401 being at least eighteen (18) years of age, hereby file these Articles of Incorporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is NCN, INC.

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

(1) To own, operate, run and manage a commercial real estate business;

(2) To carry on any other business in connection with the foregoing whether manufacturing or otherwise;

(3) To acquire (by purchase, lease, or otherwise), own, hold, use, alter, repair, lease or mortgage, sell or otherwise dispose of real property, or any interest or right therein, wherever situated, within or without the State of Maryland;

(4) To organize, incorporate and reorganize subsidiary corporations, joint stock companies, and associations for any purpose permitted by law;

(5) 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 this corporation has an interest, and to endorse or otherwise guarantee the payment of principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association;

(6) To do any act or thing and exercise any power suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such powers;

(7) To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or in connection with any person, firm, association or corporation; and

(8) To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Maryland upon corporations formed under the Acts above referred to, or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or

1

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1991 JUN 10 AM 10:21

1991 MAR 11 AM 8:19

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restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the corporation, and the said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article Third of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FOURTH: The post office address of the principal office of the Corporation in this State is 90 Ritchie Highway, Pasadena, Maryland 21122. The name and post office address of the Resident Agent of the Corporation in this State is K.P.H., Inc., 90 Ritchie Highway, Pasadena, Maryland 21122. Said Resident Agent is a Maryland corporation.

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

SIXTH: The number of directors of the Corporation shall be one which number may be increased or decreased pursuant to the Bylaws of the Corporation, and shall remain less than three only in the following events:

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

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is Dennis S. Gardner.

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 the 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.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 93

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

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

NINTH: To the maximum extent permitted by Maryland law in effect from time to time, the Corporation shall indemnify, and shall pay or reimburse reasonable expenses in advance of final disposition of a proceeding to, (i) any individual who is a present or former director or officer of the Corporation or (ii) any individual who serves or has served another corporation, partnership, joint venture, trust, employee benefit plan or any other enterprise as a director or officer of such corporation or as a partner or trustee of such corporation or as a partner or trustee of such partnership, joint venture, trust or employee benefit plan at the request of the Corporation. The Corporation may, with the approval of its Board of Directors, provide such indemnification and advancement of expenses to a person who served a predecessor of the Corporation in any of the capacities described in (i) or (ii) above and to any employee or agent of the Corporation or a predecessor of the Corporation.

Neither the amendment nor repeal of this Article Ninth of these Articles of Incorporation, nor the adoption or amendment of any other provision of the Charter or By-Laws of the Corporation inconsistent with this Article, shall apply to or affect in any respect the applicability of the preceding paragraph with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

TENTH: To the maximum extent that Maryland law in effect from time to time permits limitation of the liability of directors and officers, no director or officer of the Corporation shall be liable to the Corporation or its stockholders for money damages. Neither the amendment nor repeal of this Article Tenth of these Articles of Incorporation, nor the adoption or amendment of any other provision of the Charter or By-Laws of the Corporation inconsistent with this Article, shall apply to or affect in any respect the applicability of the preceding sentence with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ELEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
this 8th day of March, 1991, and I acknowledge the same to be
my act.

WITNESS:

Frederick S. East

John Naumann Strange
John Naumann Strange

006119JS.ART

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 95

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ 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 10 1 Certified Copy 4
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 169

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:

John Naumann Strange
ESQ.

MAIL TO ADDRESS: _____

TOTAL FEES 50

☒ Check

_____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: *PCM*

3313 2666

0000 0105

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
NCN, INC.

BOOK 256 PAGE 96

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 AT 8:19 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:

\$

D3176989

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HARTMAN AND CRAIN
ATTN: JOHN MAUMANN STRANGER, ESQ.
4TH FLOOR
ANNAPOLIS MD 21401

173C3040990

A 352678



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

3313 2551

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0263:1/29/91
HNC75/1233M

BOOK 256 PAGE 97

PACEWAY CONVENIENCE STORES, INC. - TRANSFEROR
NVD, INC. - TRANSFEREE

ARTICLES OF TRANSFER

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION
APPROVED FOR PAYMENT
3/14/91 at 1:33 p.m.

THIS IS TO CERTIFY THAT:

FIRST: Paceway Convenience Stores, Inc. (the "Transferor") agrees to sell to NVD, Inc. (the "Transferee") substantially all of its property and assets.

SECOND: Both the Transferor and Transferee were incorporated under the laws of the State of Maryland.

THIRD: The name and address of the principal place of business of the Transferee is:

NVD, INC.
2112 Renard Court
Annapolis, Maryland 21402

FOURTH: The principal office of the Transferor in the State of Maryland is in Anne Arundel County. The principal office of the Transferee in the State of Maryland is in Anne Arundel County. The Transferor owns no interest in land in the State of Maryland.

FIFTH: The nature and amount of consideration to be paid by the Transferee for the property and assets of the Transferor is \$754,000.00 of which approximately \$500,000.00 will be paid by the assumption of existing debt of Transferor and the balance will be paid in cash.

SIXTH: The terms and conditions of the transaction described in these Articles of Transfer were duly advised, authorized and approved by the board of directors and by the stockholders of the Transferor, in the manner and by the vote required by the laws of the State of Maryland and the charter of the Transferor, as follows:

a) The board of directors of the Transferor, by written consent to such action signed by all the members thereof and filed with the minutes of proceedings of the board, adopted a resolution declaring that the terms and conditions of the transaction described herein were advisable and directing that the proposed transaction be submitted for consideration by the stockholders of the Transferor.

b) A consent in writing, setting forth approval of the terms and conditions of the transaction described herein as so proposed was signed by all stockholders

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0299:1/29/91
INC75/1233M

BOOK 256 PAGE 98

of the Transferor entitled to vote thereon, and such consent is filed with the records of stockholder meetings of the Transferor.

SEVENTH: The terms and conditions of the transaction described in these Articles of Transfer were duly advised, authorized and approved by the Transferee, in the manner and by the vote required by the laws of the State of Maryland and the charter of the Transferee, as follows:

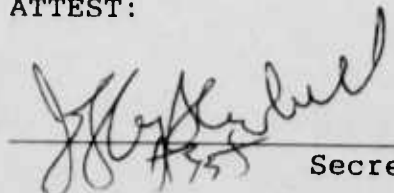
The Board of Directors of the Transferee, by written consent to such action signed by all the members thereof and filed with the minutes of proceedings of the board, adopted a resolution declaring that the terms and conditions of the transaction described herein were advised, authorized and approved.


EIGHTH: Each undersigned President acknowledges these Articles of Transfer to be the corporate act of the respective corporate party on whose behalf he has signed, and further, as to all matters or facts required to be verified under oath, each such President acknowledges that to the best of his knowledge, information and belief, these matters and facts relating to the corporation on whose behalf he has signed are true in all material respects and that this statement is made under the penalties for perjury.

IN WITNESS WHEREOF, these Articles of Transfer have been duly executed by the parties hereto this 18 day of February, 1991.

ATTEST:

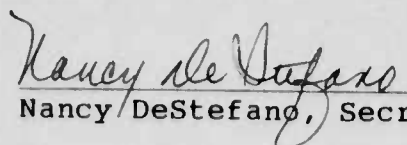
PACEWAY CONVENIENCE STORES, INC.


Secretary

By:  (SEAL)
J. Kent Mcnew, President

ATTEST:

NVD, INC.


Nancy DeStefano, Secretary

By:  (SEAL)
Robert P. DeStefano, President

3313 250

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 253 PAGE 99

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 128m BUSINESS CODE _____ COUNTY 52

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

~~Merging~~
(Transferor) Pacaway Convenience
Stores, Inc.
D2029742

~~Surviving~~
(Transferee) NVQ, Inc.
D3148236
52

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
20 _____ Organ. & Capitalization
61 _____ Rec. Fee (Arts. of Inc.)
62 _____ Rec. Fee (Amendment)
63 _____ Rec. Fee (Merger or
Consolidation)
64 20 _____ 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 065

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: Maureen
Murphy

MAIL TO ADDRESS: _____

TOTAL FEES 20

☒ Check _____ Cash

NOTE:

Documents on _____ checks

7313 2591

APPROVED BY: SMJ

0000 0109

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF TRANSFER
OF
PACEWAY CONVENIENCE STORES, INC.
(A MD CORP.)
AND
NVD, INC.
(A MD CORP.)

TRANSFEROR

TRANSFeree

BOOK 256 PAGE 100

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 1, 1991 AT 1:33 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 20.00

\$

D3148236

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
WEINBERG & GREEN
MAUREEN MURPHY
100 SOUTH CHARLES STREET
BALTIMORE MD 21201

172C3040981

A 352372



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

3317 2500

8888 011A

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

JCW/ANCHOR-d
1/15/91:lrn

BOOK 256 PAGE 101

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ANCHOR BROKERAGE SERVICES, INC.
ARTICLES OF VOLUNTARY DISSOLUTION at 9:46 a.m.

ANCHOR BROKERAGE SERVICES, INC., a Maryland corporation (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is c/o First Federal Savings Bank of Annapolis, 2024 West Street, Annapolis, Maryland 21401.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is John G. Wharton, Esquire, Niles, Barton & Wilmer, 111 South Calvert Street, Baltimore, Maryland 21202.

FOURTH: The name and address of each director of the Corporation are as follows:

Mr. Jack Crigger
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack
2024 West Street
Annapolis, Maryland 21401

FIFTH: The name, title and address of each officer of the Corporation are as follows:

Mr. Jack Crigger - President
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack - Secretary
2024 West Street
Annapolis, Maryland 21401

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation. The dissolution was approved as follows:

7313 2576

0000 0111

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 102


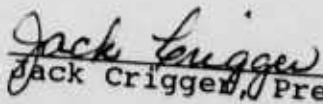
The directors of the Corporation adopted a resolution by unanimous written consent declaring the dissolution of the Corporation advisable and directing that the proposed dissolution be submitted for consideration by the sole stockholder for approval by written consent. The dissolution was approved by the sole stockholder by written consent.

SEVENTH: Notice of approved dissolution was mailed to all known creditors of the Corporation on December 11, 1990. The Corporation has no employees.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, ANCHOR BROKERAGE SERVICES, 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 18th day of January, 1991, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of ANCHOR BROKERAGE SERVICES, 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:

ANCHOR BROKERAGE SERVICES,
INC.
James McCormack, Secretary
Jack Crigger, President

2313 2577

0000 0112

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 103

AFFIDAVIT OF ANCHOR BROKERAGE SERVICES, INC.

ANCHOR BROKERAGE SERVICES, INC., a Maryland corporation (the "Corporation"), certifies that it owned no personal property as of January 1, 1991.

IN WITNESS WHEREOF, the Corporation has caused this Affidavit to be signed in its name and on its behalf on this 1st day of January, 1991, by its President who acknowledges that this Affidavit is the act of the Corporation and that, to the best of his knowledge, information and belief and under the penalties of perjury, all matters and facts contained in this Affidavit are true in all material respects.

ATTEST:

ANCHOR BROKERAGE SERVICES, INC.

James McCormack
James McCormack, Secretary

Jack Crigger (SEAL)
Jack Crigger, President

SDB:ResoNoProp

7317 2579

0000 0113

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

City of



BOOK 256 PAGE 104
Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

Annap. 263-7952
Balto. 269-5410

January 25, 1991

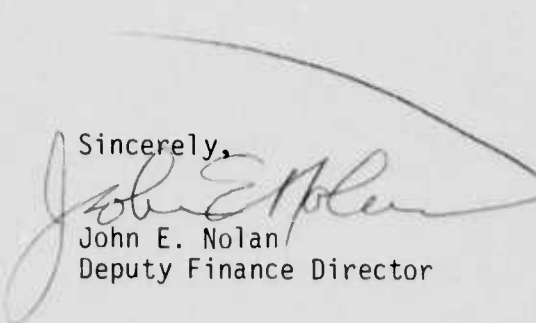
TO WHOM IT MAY CONCERN:

This is to certify that all cororation taxes levied by the City of
Annapolis to

Anchor Brokerage Services Inc.
D-1849900

have been paid through June 30, 1991.

Sincerely,


John E. Nolan
Deputy Finance Director

3713 2570

Printed on Recycled Paper

0000 0114

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 103, ARUNDEL CENTER



Anne Arundel County

MS-1103; BOX 1831
ANNAPOLIS, MARYLAND 21404

BOOK 256 PAGE 105

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 841-8750
FROM WASHINGTON: 261-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

DATE 2/6/91
ACCT# 7-600-D1349900

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
Anchor Brokerage Services, Inc.
are paid thru 1990/91. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

Ms. Kruelle for
AUGUST H. KRUELLE, Revenue Admin.

7713 2500

0000 0115

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISIONLOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746ARNOLD G. HOLZ, CPA,
DIRECTOR

BOOK 256 PAGE 106

Dear Sir/Madam:

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

THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

ANCHOR BROKERAGE SERVICES, INC.

have been paid.

WITNESS my hand and official seal this

14TH day of JANUARY A.D. 1991.

Eileen Thompson
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

MY TELEPHONE NUMBER IS:

TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

AN EQUAL OPPORTUNITY EMPLOYER

3312 2581

PS-409

0000 0116

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 107

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 19 BUSINESS CODE _____ COUNTY 52
1849900 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	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)	Change of Name
65	<u>20</u>	Rec. Fee (Dissolution)	<input checked="" type="checkbox"/> Change of Principal Office
66		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	
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	<u>58</u>	Property Reports and late filing penalties <u>1990</u>	Personal
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

Code 046

ATTENTION: Susan Baker

MAIL TO ADDRESS: _____

TOTAL FEES 138

☒ Check _____ Cash

NOTE:

2 Documents on 1 checks

APPROVED BY: PS

3713 2582

0000 0117

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF DISSOLUTION
OF
ANCHOR BROKERAGE SERVICES, INC.

BOOK 256 PAGE 108

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:46 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

D1849900

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
NILES, BARTON & WILMER
SUSAN BAKER
111 SOUTH CALVERT ST. #1400
BALTIMORE MD 21202

172C3040979

A 352371



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

2712 25

0000 0118

JCW/CAPITOL-d
1/15/91/lrm

BOOK 256 PAGE 109

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
MD. CAPITOL INSURANCE AGENCY, INC.
APPROVED FOR RECORD
ARTICLES OF VOLUNTARY DISSOLUTION
MAR 7 1991 at 947A.M.

MD. CAPITOL INSURANCE AGENCY, INC., a Maryland corporation (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is c/o First Federal Savings Bank of Annapolis, 2024 West Street, Annapolis, Maryland 21401.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is John G. Wharton, Esquire, Niles, Barton & Wilmer, 111 South Calvert Street, Baltimore, Maryland 21202.

FOURTH: The name and address of each director of the Corporation are as follows:

RECEIVED
MAR 7 AM 9 47
STATE DEPT. OF
ASSESSMENTS & TAXATION
Mr. Jack Crigger
2024 West Street
Annapolis, Maryland 21401
Mr. James McCormack
2024 West Street
Annapolis, Maryland 21401

FIFTH: The name, title and address of each officer of the Corporation are as follows:

Mr. Jack Crigger - President
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack - Secretary
2024 West Street
Annapolis, Maryland 21401

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation. The dissolution was approved as follows:

10678303 17 2568

0000 0119

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 110

The directors of the Corporation adopted a resolution by unanimous written consent declaring the dissolution of the Corporation advisable and directing that the proposed dissolution be submitted for consideration by the sole stockholder for approval by written consent. The dissolution was approved by the sole stockholder by written consent.

SEVENTH: Notice of approved dissolution was mailed to all known creditors of the Corporation on December 11, 1990. The Corporation has no employees.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, MD. CAPITOL INSURANCE AGENCY, 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 18th day of January, 1991, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of MD. CAPITOL INSURANCE AGENCY, 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:

MD. CAPITOL INSURANCE
AGENCY, INC.

James McCormack
James McCormack, Secretary

Jack Crigger
Jack Crigger, President

3313 2569

0000 0120

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 111

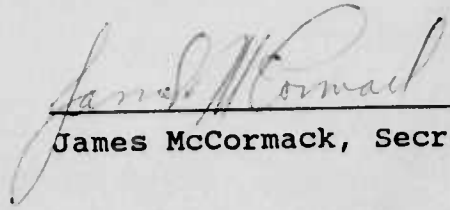
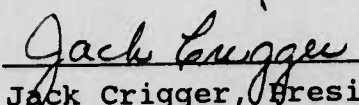
AFFIDAVIT OF MD. CAPITOL INSURANCE AGENCY, INC.

MD. CAPITOL INSURANCE AGENCY, INC., a Maryland corporation (the "Corporation"), certifies that it owned no personal property as of January 1, 1991.

IN WITNESS WHEREOF, the Corporation has caused this Affidavit to be signed in its name and on its behalf on this 18th day of January, 1991, by its President who acknowledges that this Affidavit is the act of the Corporation and that, to the best of his knowledge, information and belief and under the penalties of perjury, all matters and facts contained in this Affidavit are true in all material respects.

ATTEST:

MD. CAPITOL INSURANCE AGENCY, INC.


James McCormack, Secretary (SEAL)
Jack Crigger, President

SDB:ResoNoProp

3313 2570

0000 0121

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

City of



Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

BOOK 256 PAGE 112

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

Annap. 263-7952
Balto. 269-5410

January 25, 1991

TO WHOM IT MAY CONCERN:

This is to certify that all corporation taxes levied by the City of
Annapolis to

Maryland Capitol Insurance Agency Inc.
D-0290452

have been paid through June 30, 1991.

Sincerely,

John E. Nolan
Deputy Finance Director

7217 2571

Printed on Recycled Paper

0000 0122

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 103, ARUNDEL CENTER



Anne Arundel County

MS-1103, BOX 1531
ANNAPOLIS, MARYLAND 21404

BOOK 256 PAGE 113

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 841-8750
FROM WASHINGTON: 201-8250
TAX BILLING: EXT. 1141
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

DATE

24 Jan 91

ACCT#

910600290452

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
MARYLAND CAPITAL Insurance Agency
are paid thru 1990/1991. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

Thomas G. Kruelle

AUGUST H. KRUELLE, Revenue A.

3313 257

0000 0123

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISION

LOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746

ARNOLD G. HOLZ, CPA,
DIRECTOR

BOOK 256 PAGE 114

Dear Sir/Madam:

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


THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

MD CAPITOL INSURANCE AGENCY, INC.

have been paid.

WITNESS my hand and official seal this

14TH day of JANUARY A.D. 19 91.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3313 2573

MY TELEPHONE NUMBER IS:

TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

0000 0124

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 115

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 19^{MA} BUSINESS CODE _____ COUNTY 52
90290452 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 30 Expedited Fee
20 _____ Organ. & Capitalization
61 _____ Rec. Fee (Arts. of Inc.)
62 _____ Rec. Fee (Amendment)
63 _____ Rec. Fee (Merger or Consolidation)
64 _____ Rec. Fee (Transfer)
65 20 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 30 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 _____

Code 046

ATTENTION: Susan Baker

MAIL TO ADDRESS: _____

TOTAL FEES 80

☒ Check _____ Cash

NOTE:

2 Documents on 1 checks

3313 2574

APPROVED BY: PS

0000 0125

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF DISSOLUTION
OF
MARYLAND CAPITOL INSURANCE AGENCY, INC.

BOOK 256 PAGE 116

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:47 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

D0290452

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
NILES, BARTON & WILMER
SUSAN BAKER
111 SOUTH CALVERT ST. #1400
BALTIMORE MD 21202

17203040978

A 352370



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

7312 2567

RR00 0124

BOOK 256 PAGE 117

SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE, INC.

ARTICLES OF REVIVAL

SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE, INC., a Maryland corporation having its principal office in 218 Maryland Route 3, Northbound Lane, Millersville, Maryland 21108 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

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

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE, INC.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE, INC., which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 218 Maryland Route 3, Northbound Lane, Millersville, Maryland 21108, and said principal office is located in Anne Arundel County, Maryland, the same county in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland is Thomas H. Price, III, 13321 New Hampshire Avenue, Suite 110, Silver Spring, Maryland 20904. Said resident agent is a citizen actually residing in this State.

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

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

(b) Paid all State and local taxes (except taxes on real

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3/8/91 at 9:01 a.m.

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

RECEIVED
STATE DEPT. OF
ASSESSMENTS & TAXATION
MAR 9 9 01 AM '91

PR

1991 JUN 10 AM 10:21

LAW OFFICES
THOMAS H. PRICE, III, P.A.
THE COLESVILLE PROFESSIONAL CENTER
SUITE 110
13321 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 680-8300

0000 0127

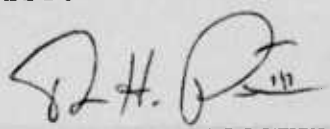
-2-

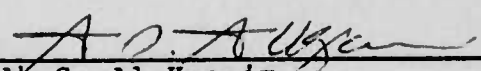
estate) and all interest and penalties due by the Corporation or which would have become due if its Charter had not been forfeited, whether or not barred by limitations.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledged in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary all as of this 7th day of March, 1991.

ATTEST:

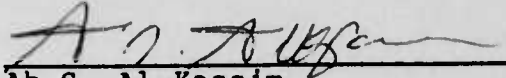
SEVERNA PARK RACQUETBALL CLUB
BEVERAGE LICENSE, INC.

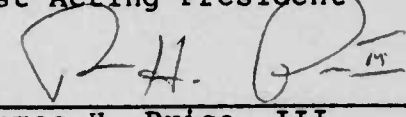

Thomas H. Price, III
Last Acting Secretary

By: 
Ab S. Al-Kassim
Last Acting President

THE UNDERSIGNED, the last acting President and Secretary of SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE, INC., who executed on behalf of said Corporation the foregoing Articles of Revival, of which this certificate is made a part, hereby acknowledge, in the name and on behalf of said Corporation, the foregoing Articles of Revival to be their act.

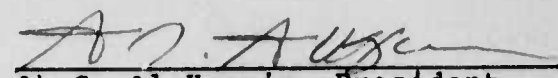
Dated: March 7, 1991


Ab S. Al-Kassim
Last Acting President


Thomas H. Price, III
Last Acting Secretary

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Ab S. Al-Kassim, President of SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE, INC., 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.


Ab S. Al-Kassim, President

I HEREBY CERTIFY that on March 7, 1991, before me, the subscriber, a notary public of the State of Maryland, in and for

7717 2559

LAW OFFICES
THOMAS H. PRICE, III, P. A.
THE COLESVILLE PROFESSIONAL CENTER
SUITE 110
13321 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 680-9300

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0000 0128

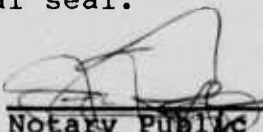
CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 119

-3-

Montgomery County, personally appeared Ab S. Al-Kassim and made oath under the penalties of perjury that the matters and facts set forth in this affidavit are true to the best of his knowledge, information and belief.




Notary Public
My Commission Expires: 9/1/92

LAW OFFICES
THOMAS H. PRICE, III, P. A.
THE COLESVILLE PROFESSIONAL CENTER
SUITE 110
13321 NEW HAMPSHIRE AVENUE
SILVER SPRING, MARYLAND 20904
(301) 680-8300

3313 2560

0000 0129

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 120

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 18000 BUSINESS CODE _____ COUNTY 52

D1251503 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>39</u>	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	ATTENTION: _____
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	<u>6</u>	Corp. Good Standing <u>*95691</u>	MAIL TO ADDRESS: _____
NA		Foreign Corp. Registration	<u>Carl Moeley</u>
87		Limited Part. Good Standing	<u>13321 New Hampshire</u>
71		Financial	<u># 210</u>
600	<u>80</u>	Property Reports and late filing penalties	<u>Silver Spring MD</u>
70		Change of P.O., R.A. or R.A.A.	<u>20904</u>
91		Amend/Cancellation, For. Limited Part.	
		Other _____	
		Other _____	

TOTAL FEES 175

☒ Check _____ Cash

Documents on _____ checks

APPROVED BY: PCN

NOTE:

88 + 89 filed prior
1317 2561

0000 0120

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 121

THE ARTICLES OF REVIVAL
OF
SEVERNA PARK RACQUETBALL CLUB BEVERAGE LICENSE,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 9:01 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

D1251503

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO:
CARL MOSLEY
13321 NEW HAMPSHIRE AVE., #210
SILVER SPRING MD 20904

172C3040976

A 352368



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

7217 257

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 122

CORPORATE RESOLUTION

A meeting of the Board of Directors of The Regency Homes Group, Inc. held pursuant to waiver of notice thereof on February 1, 1991. The purpose of the meeting was to approve the new Corporate address and address for the Resident Agent.

RESOLVED that the new principal office effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the new address of the Resident Agent effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the Vice-President and Secretary are authorized to take any and all actions necessary in connection with the foregoing address changes. The Resident Agent has executed this Resolution acknowledging assent.

FURTHER RESOLVED that the Secretary of the Corporation, David R. Priddy, be and is authorized and empowered to certify a copy of these Resolutions to such persons as the Secretary may deem to be entitled thereto.

IN WITNESS WHEREOF, the Directors of the Corporation have agreed to this Corporate Resolution on this 1st day of February, 1991.

Witnesseth

David R. Priddy
David R. Priddy, Secretary

Frank V. Mazza
Frank V. Mazza, President

David R. Priddy
David R. Priddy, Resident Agent

1991 JUN 10 AM 10:21
PP

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1991 MAR -5 A 8:26

APPROVED FOR PAYMENT

3313 2363

3/5/91 at 8:26 A.M.

0000 0122

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 80
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 123

COUNTY 52

DOCUMENT CODE

BUSINESS CODE

D2350072 P.A. Religion Class Stock Nonstock

Merging
(Transferor)

Surviving
(Transferee)

CODE AMOUNT FEE REMITTED

10 Expedited Fee
20 Organ. & Capitalization
61 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

ATTENTION:

MAIL TO ADDRESS:

49 Old Baltimore Road
Suite 301
Annapolis, MD 21401

Property Reports and late filing penalties
70 \$10.00 Change of P.O., R.A. or R.A.A.
91 Amend/Cancellation, For. Limited Part.
Other
Other

TOTAL

FEES \$10.00

1 Check Cash

NOTE:

3313 2364

1 Documents on 1 checks

APPROVED BY: RMC

0000 0123

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
THE REGENCY HOMES GROUP, INC.

BOOK 256 PAGE 124

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 8:26 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID.

RECORDING
FEE PAID.

SPECIAL
FEE PAID.

\$

\$ 10.00

\$

D2350072

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
THE REGENCY HOMES CORPORATION
49 OLD SOLOMONS ISLAND ROAD
SUITE 301
ANNAPOLIS MD 21401

172C3040941

A 352338



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

3313 2362

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 PAGE 125

CHESAPEAKE DEVELOPMENT CORPORATION

ARTICLES OF DISSOLUTION

Chesapeake Development Corporation, a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is No. 10 South River Clubhouse Road, Harwood, Maryland, 20776.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are J. E. Owens, III, 10 South River Clubhouse Road, Harwood, Maryland, 20776. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

NAME	POST OFFICE ADDRESS
J. E. Owens, III	10 South River Clubhouse Road Harwood, Maryland 20776

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

NAME	TITLE	POST OFFICE ADDRESS
J. E. Owens, III	President	10 South River Clubhouse Road Harwood, Maryland 20776
Rose Ann Owens	Secretary	10 South River Clubhouse Road Harwood, Maryland 20776

1991 JUN 10 AM 10:21
PR
0E 8 A 4-830

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

03-04-91 at 8:30 A.M. 10030223

0000 0135

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 126

SIXTH: The dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of directors in an informal action in the manner and by the vote required by Section 2-408 (a) and (c) and Section 2-505 of the Corporation and Association Article of the Annotated Code of Maryland.

EIGHTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Tax Commission of Maryland) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

ANNE ARUNDEL COUNTY

~~XXXXXXXXXXXX~~

In witness whereof, Chesapeake Development Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on January 19, 1991.

Chesapeake Development Corporation

Attest:

Rose Ann Owens
Rose Ann Owens
Secretary.

J. E. Owens, III
J. E. Owens, III
President.

3317 2316

0000 0136

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND) ss:
COUNTY OF ANNE ARUNDEL)

BOOK 256 PAGE 127

I hereby certify that on January 19, 1991, before me,
the subscriber, a notary public of the State of Maryland in
and for the County of Anne Arundel, personally appeared J. E.
Owens, III, President of Chesapeake Development Corporation,
a Maryland corporation, and in the name and on behalf of said
corporation acknowledged the foregoing Articles of
Dissolution to be the corporate act of said corporation; and
at the same time personally appeared J. E. Owens, III, and
made oath in due form of law that he was chairman of the
meeting of the "board of directors" of said corporation at
which the dissolution of the corporation therein set forth
was authorized, and that the matters and facts set forth in
said Articles of Dissolution are true to the best of his
knowledge, information and belief.

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

Jessie L. Natter
Notary Public.

My Commission Expires:
March 1, 1994

3317 2317

0000 0137

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISIONLOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746ARNOLD G. HOLZ, CPA,
DIRECTOR

BOOK 256 PAGE 128

Dear Sir/Madam:

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

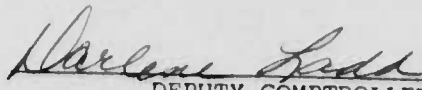
THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

CHESAPEAKE DEVELOPMENT CORPORATION

have been paid.

WITNESS my hand and official seal this

7TH day of FEBRUARY A.D. 19 91.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3313 2718

MY TELEPHONE NUMBER IS:TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

0000 0138

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

J. KEVIN MUELLER
State Supervisor



Department of Assessments and Taxation
PERSONAL PROPERTY DIVISION

Room 805
301 West Preston Street
Baltimore, Maryland 21201-2395

January 14, 1991

BOOK 256 PAGE 129

Townshend & Kirk, P.A.
Melridge Building
700 Melvin Avenue
Annapolis, Maryland 21401
Att: William E. Kirk

THIS IS TO CERTIFY that according to the records of the
State Department of Assessments and Taxation, assessments of
Personal property taxable to:

Chesapeake Development Corporation

a Maryland corporation, have been certified to the following
counties and cities for the collection of taxes thereon, which
taxes are not barred by Section 212 of Article 81 or otherwise:
Anne Arundel County —
thru 86-87 tax year.

Attach affidavit of no tangible
property owned as of 1/1/91.

This certificate is made pursuant to Section 3-407,
Corporations and Associations Volumes.

A tax clearance certificate from the Maryland Comptroller of
the Treasury must also accompany Articles of Dissolution. This
can be obtained by writing the Comptroller at P.O. Box 466,
Annapolis, Maryland 21404.

E. H. Coulson
E. H. Coulson

EHC:rts

(301) 225-1180

3313 2319

TELEPHONE /
TTY FOR DEAF BALTIMORE AREA 383-7555 • D.C. METRO AREA 565-0451
FAX (301) 333-5512

0000 0139

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 101, ARUNDEL CENTER



Anne Arundel County

MS 1103, BOX 1931
ANNAPOLIS, MARYLAND 21404

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 841-8750
FROM WASHINGTON: 281-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

BOOK 256 PAGE 130 DATE 22 JAN 91
ACCT# 9106 D0756692

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
Chesapeake Development Corp
are paid thru 1985/1986. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

Thomas G. Redman for

AUGUST H. KRUELLE, Revenue A

7717 2320

0000 0140

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

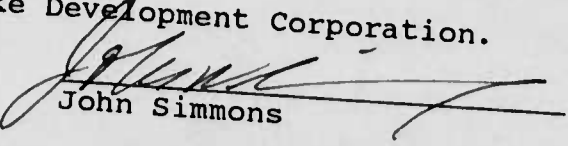
AFFIDAVIT

BOOK 256 PAGE 131

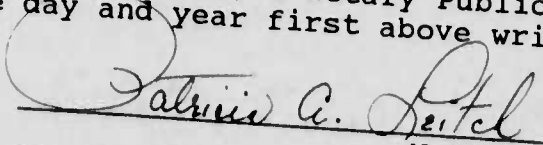
STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY that on this 27th day of February, 1991,
before me, the Suscriber, a Notary Public in and for the
State and County aforesaid, personally appeared John Simmons,
CPA, the accountant for Chesapeake Development Corporation,
who made oath in due form of law that he has knowledge of the
matters and facts contained in this Affidavit and that said
matters and facts are true and correct to the best of his
knowledge, information and belief.

As of January 1, 1991, there was no tangible personal
property held by Chesapeake Development Corporation.


John Simmons

SUBSCRIBED AND SWORN to before me, a Notary Public of the
State of Maryland, on the day and year first above written.


Patricia A. Reitel, Notary Public
My Commission expires: 9-1-93

3313 2721

0000 0141

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 132

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.DOCUMENT CODE 19^{MA} BUSINESS CODE _____ COUNTY 52
D0756692 P.A. _____ Religious _____ Close _____ Stock _____ NonstockMerging
(Transferor) _____Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	_____	Rec. Fee (Amendment)
63	_____	Rec. Fee (Merger or Consolidation)
64	_____	Rec. Fee (Transfer)
65	<u>20</u>	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) _____

<input checked="" type="checkbox"/>	Change of Name
<input checked="" type="checkbox"/>	Change of Principal Office
<input checked="" type="checkbox"/>	Change of Resident Agent
<input checked="" type="checkbox"/>	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	<u>30</u>	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 _____

Code _____

ATTENTION: _____

Wm. E. Kirk, ESA.

MAIL TO ADDRESS: _____

Townsend + Kirk
Metbridge Bldg.
700 Melvin Ave.
Annapolis, MD 21401TOTAL
FEES50☒ Check

_____ Cash

NOTE: _____

_____ Documents on _____ checks

APPROVED BY: smj

3313 2322

0000 0142

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF DISSOLUTION
OF
CHESAPEAKE DEVELOPMENT CORPORATION

BOOK 256 PAGE 133

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 4, 1991 AT 8:30 O'CLOCK A. M. AS IN CONEORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

20.00

30.00

D0756692

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
TOWNSEND & KIRK
WILLIAM E. KIRK, ESQUIRE
MELRIDGE BUILDING
700 MELVIN AVENUE
ANNAPOLIS

MD 21401

172C3040927

A 352326



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

3313 2314

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

YORKLAND LIMITED

03-04-91 at 8:31 A.M.

ARTICLES OF REVIVAL

BOOK 256 PAGE 134

YORKLAND LIMITED, a Maryland Corporation having its principal office in Annapolis, Anne Arundel County, Maryland (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland that:

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

SECOND: The name of the Corporation at the time of the forfeiture of its Charter was Yorkland Limited.

THIRD: The name which the Corporation will use after the revival of its Charter pursuant to these Articles of Revival shall be Yorkland Limited, which name complies with the provisions of the Corporations and Associations Article of the Annotated Code of Maryland with respect to corporate names.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 1132 Neptune Place, Annapolis, Maryland 21401 and said principal office is located in Anne Arundel County, the same County in which the principal office of the Corporation was located at the time of the forfeiture of its Charter.

FIFTH: The name and post office address of the resident agent of the Corporation in the State of Maryland are William Niland, 1132 Neptune Place, Annapolis, Maryland 21401. Said resident agent is a citizen actually residing in this State.

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

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

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

1991 MAR 10 8:31

10636254 3291

0000 0144

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 135

IN WITNESS WHEREOF, the Corporation has caused these Articles of Revival to be signed and acknowledged in its name and on its behalf by its last acting President and its corporate seal to be hereunto affixed and attested by its last acting Secretary, all as of this 28th day of February, 1991.

ATTEST:

YORKLAND LIMITED

Kim L. Niland
Kim Louise Niland, Last
Acting Secretary

By: [Signature]
William Niland, Last Acting
President

THE UNDERSIGNED, the last acting President and Secretary of Yorkland Limited, who executed on behalf of said Corporation the foregoing Articles of Revival, of which this Certificate is made a part, hereby acknowledge, in the name and on behalf of said Corporations the foregoing Articles of Revival to be their act.

Dated: 2-28, 1991

[Signature]
Last Acting President

Kim L. Niland
Last Acting Secretary

3313 2292

0000 0145

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 136

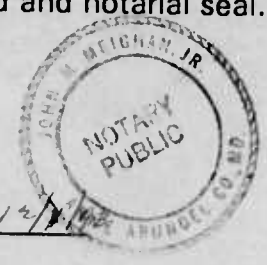
AFFIDAVIT FOR REVIVAL OF A CHARTER

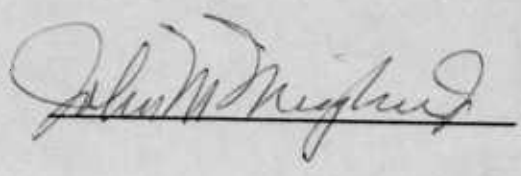
I, William Niland, Last Acting President of Yorkland Limited hereby declare that the previously mentioned corporation has paid all state and local taxes except taxes on real estate, and all interest and penalties due by the corporations, or which would have become due is the charter had not been forfeited, whether or not barred by limitations.


William Niland

I hereby certify that on February 28, 1991 before me, the subscriber, a notary public in and for the Anne Arundel County, personally appeared William Niland and made oath under the penalties of 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.





My commission expires: 12/31/92

A:Yorkland,AR H&P #1

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

25B 137

DOCUMENT CODE

BUSINESS CODE

COUNTY

D2429819

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 Rec. Fee (Amendment)
63 Rec. Fee (Merger or
Consolidation)
64 Rec. Fee (Transfer)
65 Rec. Fee (Dissolution)
66 20 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 30 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

Code

ATTENTION:

Alan J. Ryatt, ESQ.

MAIL TO ADDRESS:

Ryatt + Peters
1919 West St.
P.O. Box 1852
Annapolis, MD. 21404-
1852

TOTAL
FEES

210

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

SMH

7713 2294

0000 0147

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF REVIVAL
OF
YORKLAND, LIMITED

BOOK 256 PAGE 138

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 4, 1991 AT 8:31 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

D2429819

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HYATT & PETERS
ALAN J. HYATT, ESQUIRE
1919 WEST STREET
P. O. BOX 1852
ANNAPOLIS

MD 21404 1852

172C3040922

A 352321



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

2313 2280

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

0000 0140

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 139

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR PAYMENT

OF 03-07-91 at 8:59 a.m.

PARAMOUNT AVIATION, INC.

FIRST: The undersigned, Alexander R. McMullen, whose post office address is 9515 Deereco Road, Suite 500, Timonium, Maryland, 21093, being over eighteen years of age and acting as incorporator, hereby forms a Corporation under the Maryland General Corporation Law.

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

PARAMOUNT AVIATION, INC.

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

(a) To act as a lessor of airplanes and aviation equipment; to procure and furnish airplanes and aviation equipment related thereto; to buy, sell, maintain, deal in, lease, acquire airplanes and aviation equipment; to train and instruct airplane flight; to air transport cargo and persons; to provide personal, corporate and governmental air transportation services; to act as agent and broker for various and sundry airplanes and aviation equipment, issuing and countersigning as authorized agent or broker of airplanes and aviation equipment; also to acquire, by purchase, subscription, or otherwise, and to use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of, alone or in syndicate or otherwise in conjunction with others, real and personal property of every sort and description and wheresoever situated, including shares of stock, bonds, debentures, notes, scrip, securities, evidences or indebtedness, contracts, or obligations of any corporations, associations, syndicates, or trust estates, domestic or foreign, or of any firm or individual, or of the United States or of any state, territory, or dependency of the United States, or any foreign country, or of any municipality or local authority

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1991 JUN 10 10:21

BOOK 256 PAGE 140

within or without the United States; and also to issue in exchange therefor stocks, bonds, or other securities or evidences of indebtedness of this Corporation, and, while the owner or holder of any such property, to receive, collect, and dispose of the interest, dividends, and income on or from such property, and to possess and exercise in respect thereto all of the rights, powers, and privileges of ownership, including all voting power thereon; and further to conduct and carry on, and to transact any and all other business necessary or incidental to the conduct and carrying on of the business as aforesaid.

(b) To buy, sell and otherwise dispose of materials, motor vehicles, and equipment related to the performance of leasing tasks.

(c) To lease, sell, import, export and finance purchases and sales and services of building materials and building supplies; and to promote, market and advertise the sale thereof; to finance such inventory by any and all legal means of financing not inconsistent with these articles.

(d) To carry on any lawful trade or business in any State or Territory of the United States.

(e) In general, to carry on any other lawful business whatsoever which is calculated, directly or indirectly, to promote the interests of the Corporation of which shall be conducive to or expedient for the protection or benefit of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is 7595 Baltimore and Annapolis Boulevard, Glen Burnie, Maryland 21060. The resident agent of the Corporation in this State is Roger Harris, whose post office address is 7595 Baltimore and Annapolis Boulevard, Glen Burnie, Maryland 21060. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

7313 2198

BOOK 256 PAGE 141

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is five thousand (5,000) shares of no par value stock, all of which shares are of one class and are designated Common Stock.

SIXTH: The Corporation shall have two (2) Directors (which number may be increased or decreased, but to not less than the lesser of three (3) or the number of stockholders, pursuant to the By-Laws of the Corporation), Roger Harris and Edward Flowers shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

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:

(a) 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, and securities convertible into shares of its stock, of any class or classes, wither now or hereafter authorized, for such consideration as the Board of Directors may deem advisable.

(b) No contract or other transaction between this Corporation and any other corporation, partnership, individual or other entity 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 directors, principals, partners or officers of such other entity, or are pecuniarily or otherwise interested in such contract, transaction or act; provided that (i) the existence of such relationship or such interest shall be disclosed to the Board of Directors or to a committee of the Board of Directors if the matter involves a committee decision, and the contract, transaction or act shall be authorized, approved or ratified by a majority of disinterested directors on the Board or on such committee, as the case may be, even if the number of disinterested directors constitutes less than a quorum

3317 2199

CLERK'S NOTATION

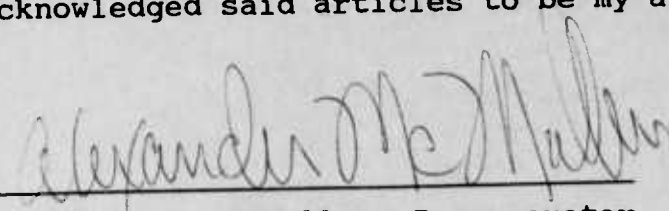
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 143

enterprise in one or more of such capacities against any and all liabilities incurred in connection with their services in such capacities.

EIGHTH: The corporation shall not discriminate in the hiring of employees or the work to be performed on the basis of race, gender, religion or creed.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 5th day of March, 1991, and have acknowledged said articles to be my act.


Alexander R. McMullen, Incorporator

7313 2201

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 144

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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	
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	

Code _____

ATTENTION: Alex Mc Mullen, ESA

MAIL TO ADDRESS: 9515 Deere Rd.
Ste. 500
Timonium, MD. 21093

TOTAL FEES 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: PCM

7717 2202

0000 0153

BOOK 256 PAGE 145

ARTICLES OF INCORPORATION
OF
PARAMOUNT AVIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 8:59 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:

\$

D3176872

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ALEX MCMULLER, ESQ.
9515 DEERCO RD., STE. 500
TIMONIUM MD 21093

172C3040902

A 352305



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

3313 2196

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0000 0154

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 146

CERTIFICATE AND ARTICLES OF INCORPORATION
OF STATE DEPARTMENT OF REVENUE
AND TAXATION

CONCRETE STRUCTURAL SYSTEMS, INC.

APPROVED FOR RECORD

3-7-91 at 3:50 p.m.

The undersigned persons, having the age of 21 or more, have associated themselves for the purpose of forming a corporation under the laws of Maryland and do hereby adopt the following Certificate and Articles of Incorporation.

1. Name. The name of this corporation is Concrete Structural Systems, Inc.
2. Purpose and Powers. This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Maryland, as they may be amended from time to time, and

specifically but not in limitation thereof, the purpose of: To engage in the business of general construction and development of property for the purpose of constructing concrete structure. To import, export, manufacture, produce, buy, sell and otherwise deal in and with, goods, wares, and merchandise of every class and description. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

This corporation shall have the broad general powers set forth by regulation and statute in this state.

3. Duration. The duration of this corporation shall be for in perpetuity.
4. Statutory Agent. The corporation appoints Mary L. Jones who has been a bona fide resident of Maryland for at least 20 years. This appointment may be revoked at any time in accordance with the rules of the State of Maryland.

5. Registered Place of Business. The initial registered place of business shall be:

Street Address:

381 Yorkshire Lane
Riva, MD 21140

Mailing Address:

381 Yorkshire Lane
Riva, MD 21140

STATE DEPT. OF
ASSESSMENTS & TAXATION

ST 3 WD 2 88W 16.

RECEIVED

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Copies of all corporate records shall be kept at the registered place of business.

ARTICLES OF INCORPORATION
Page 1

K 200 LawForms 6 89

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BOOK 256 PAGE 147

6. **Board of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws. In the case of any increase in the number of directors, the additional directors shall be elected by the shareholders at an annual or special meeting, as shall be provided for in the bylaws.

The initial Board of Directors shall consist of two persons, who shall serve until their successors are qualified according to the bylaws, and whose names and addresses are:

Name	Address
Rufus W. Jones Jr.	381 Yorkshire Lane: Riva, Md. 21140
Mary L. Jones	381 Yorkshire Lane: Riva, Md. 21140

7. **Amendment of Bylaws.** Both the shareholders and the board of directors shall have the power to amend the bylaws as provided in the bylaws.

8. **Incorporators.** The names and addresses of the undersigned incorporators are:

Name	Address
Rufus W. Jones Jr.	381 Yorkshire Lane: Riva, Md. 21140

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of this Certificate and Articles of Incorporation to the person or department with whom the Articles are filed.

9. **Commencing Business.** The minimum amount of capital with which the corporation shall commence business is \$ \$-0-N/A.

3313 2172

BOOK 256 PAGE 148

10. Capital Stock. The authorized capital stock of the corporation shall be as follows:

The number of Class "A" shares of common voting stock shall be 2,000 shares with a par value of \$ 1.00 per share;

The number of Class "B" shares of common non-voting stock shall be 3,000 shares with a par value of \$ 1.00 per share.

a) All or any portion of the capital stock may be issued in consideration for cash, real or personal property, services rendered, or any other thing of value for the uses and purposes of the corporation and, when so issued, will become and be fully paid, the same as though paid for in cash at par. The Board of Directors will be the sole judge of the value of any property, services, right or thing acquired in exchange for capital stock. Payment for the capital stock will be made at such time or times and upon such conditions as the Board of Directors may from time to time designate.

b) The shares of capital stock of the corporation are to be non-assessable. The right to notice of and to vote at any meeting of the shareholders of the corporation shall be vested in the holders of the Class "A" voting stock, and every share of Class "A" stock shall have equal voting rights, i.e., one vote per share. The Board of Directors shall have the sole authority to determine the manner and method of declaring dividends on the issued stock, but must declare dividends equally on the Class "A" and Class "B" and common stock.

c) In the event of any dissolution or liquidation of the corporation, the assets and funds of the corporation shall be divided among and paid equally to the holders of the Class "A" and Class "B" Common stock, voting and non-voting, according to the number of shares of common stock held by them respectively.

d) The Class "B" non-voting shareholders shall be entitled to receive notice of and to attend and participate in the discussions at all shareholders meetings.

e) The shareholders of the corporation are to be entitled to preemptive rights in the event of the issuance and sale of stock of the corporation or securities convertible into stock of the corporation, and each shareholder of the corporation will be entitled to purchase the same proportion of such stock or securities to be sold by the corporation as the proportion of the stock owned by such shareholder bears to the total outstanding stock of the corporation at that time.

f) The shareholders of the corporation at any duly constituted meeting may, by resolution having unanimous approval of all holders of stock outstanding and issued and recorded in writing in the minutes of a meeting, place such restrictions upon the transfer or encumbrance of the capital stock of the corporation as they deem advisable, so long as such restriction is reasonable and not an undue restraint or alienation of stock. At such meeting the shareholders may determine the method by which the restrictions upon transfer or encumbrance of the capital stock of the corporation may thereafter be rescinded or modified, and in the absence of such a determination, such restrictions shall be rescinded or modified only by unanimous approval of all the shareholders at a meeting called for such purpose. All such restrictions on the transfer or encumbrance of a stock of this corporation shall be recorded on all certificates of stock in compliance with the laws of the State of Maryland and shall be binding upon every shareholder, his heirs, assigns and personal representatives.

g) The corporation may issue rights and options to purchase shares of common stock of the corporation to directors, officers or employees of the corporation or of any affiliate thereof, and no shareholder approval or ratification of any such issuance of rights and options shall be required.

h) In addition to common stock, the corporation may, for the purposes of financing, from time to time issue bonds with such rights, interest rates, payment schedules, face amounts and maturity dates as the Board of Directors may determine.

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BOOK 256 PAGE 149

11. **Preemptive Rights.** Any preemptive rights that are to be granted to the stockholders are as follows:

a) **Preemptive and Preferential Rights.** Each shareholder or subscriber shall be entitled to full preemptive or preferential rights, as such rights have heretofore been defined at common law, to purchase and/or subscribe for his or her proportionate part of any shares which may be issued at any time by this corporation.

b) **Sale or Transfer.** Before there can be a valid sale or transfer of any of the shares of this corporation by the holders thereof, the holder of the shares to be sold or transferred shall first give notice in writing to the secretary of this corporation of his intention to sell or transfer such shares. Such notice shall specify the number of shares to be sold or transferred, the price per share and terms upon which such holder intends to make such sale or transfer. The secretary shall, within five days thereafter, mail or deliver a copy of such notice to each of the other shareholders of record of this corporation. Such notice may be delivered to such shareholder personally or may be mailed to the last known address of such shareholder or shareholders as the same may appear on the books of this corporation. Within forty days after mailing or delivering these notices to such shareholders, any such shareholder or shareholder desiring to acquire any part or all of the shares referred to in that notice shall deliver by mail or otherwise to the secretary of this corporation a written offer or offers to purchase a specified number or number of such shares at the price and upon the terms stated in that notice.

b1) If the total number of shares specified in such offers exceeds the number of shares referred to in the notice, each offering shareholder shall be entitled to purchase such proportion of the shares referred to in the notice as the number of shares of this corporation which he holds bears to the total number of shares held by all such shareholders desiring to purchase the shares referred to in the notice to the secretary.

b2) If all the shares referred to in the notice to the secretary are not disposed of under such apportionment, each shareholder desiring to purchase shares in a number in excess of his proportionate share, as provided above, shall be entitled to purchase such proportion of those shares which remain thus undisposed of, as the total number of shares which he holds bears to the total number of shares held by all the shareholders desiring to purchase shares in excess of those to which they are entitled under such apportionment.

b3) If none or only part of the shares referred to in the notice to the secretary are purchased, as aforesaid, in accordance with offers made within the forty-day period, the shareholders desiring to sell or transfer may dispose of all shares of stock referred to in that notice not so purchased by the other shareholders to any person or persons he may so desire, provided, however that he shall not sell or transfer such shares at a lower price or on terms more favorable to the purchaser or transferee than those specified in the notice to the secretary.

b4) Any sale or transfer, or purported sale or transfer, of the shares of this corporation shall be null and void unless the terms, conditions prescribed by these bylaws or buy-and-sell agreements signed by the shareholders are strictly observed and followed.

c) **Written Consent.** No sale, lease, conveyance, transfer, exchange or other disposition or all, or substantially all, of the property and assets of this corporation, and no mortgage, deed of trust, pledge or hypothecation of all or substantially all of the property, real or personal, of this corporation shall be made unless approved by the vote or written consent of the shareholders entitled to exercise a majority of the voting power of this corporation.

d) **New Issues of Stock.** As long as the original incorporators own stock in the corporation, it shall not issue new stock unless all incorporators approve that issue.

e) **Endorsement of Stock Certificates.** Upon the issuance of shares, each certificate of capital stock in the corporation shall be endorsed as follows. 7717 2174

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BOOK 256 PAGE 150

NOTICE IS HEREBY GIVEN that the redemption, sale, assignment, transfer, pledge or other disposition of the shares of capital stock represented by this certificate are subject to certain restrictions which are set forth in the Articles of Incorporation and the Bylaws of this corporation, copies of which are on file in the office of the secretary of the corporation, and the corporation will furnish upon request and without charge a list of designations, preferences, limitations and relative rights.

f) All stock of the corporation shall be subject to these restrictions and have endorsed thereon the appropriate notice contained in this paragraph.

g) Other preemptive rights adopted by this corporation are as follows:

No other preemptive rights will be amended into the Certificate and Articles of Incorporation without a unanimous vote of the stockholders.

12. Other Provisions. Any other provisions shall be as follows:

a) **Dealings by Directors.** No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by this corporation and no act of the corporation shall be in any way 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 director individually, or any firm of which such 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 the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, and may vote thereat to authorize 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.

b) **Indemnification of Directors; Limitation.** No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its shareholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for authorizing the unlawful payment of a dividend or other distribution on the corporation's capital stock or the unlawful purchase of its capital stock; (d) a violation of Conflict of Interest Laws; or (e) for any transaction from which the director derived an improper personal benefit. This Article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date on which this Article becomes effective.

c) **Indemnification of Officers, Employees, Agents.** Subject to the provisions of this Article, the corporation shall indemnify any and all of its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise, which may arise or be incurred, rendered or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as officer, employee or agent of the corporation, whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person.

3317 2175

256 PAGE 151

Whenever any existing or former officer, employee or agent shall report to the president of the corporation or the Chairman of the Board of Directors that he or she has incurred or may incur expenses, including, but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as an officer, employee or agent of the corporation, the Board of Directors shall, at its next regular meeting or at a special meeting held within a reasonable time thereafter, determine in good faith whether or not, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse to refuse indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

d) Miscellaneous Provisions:

None

13. Additional Articles. The corporation adopts the following additional articles, as required by the laws of this state:

Officers. The name, addresses, and corresponding offices of the officers of this corporation shall be as follows:

Name	Address	Office
<u>Rufus W. Jones Jr.</u>	<u>381 Yorkshire Lane: Riva, Md. 21140</u>	<u>President and Treasurer</u>
<u>Mary L. Jones</u>	<u>381 Yorkshire Lane: Riva, Md. 21140</u>	<u>Vice- President and Secretary</u>

14. Statutory Agent Verification. Having been designated to act as Statutory Agent, I hereby consent to act in that capacity until removed or until my resignation is submitted in accordance with the laws of this state.

The Statutory Agent can be reached at the following address:

381 Yorkshire Lane
Riva, Md. 21140

Dated: 3-7-91

Mary L. Jones
Mary L. Jones, Statutory Agent

Dated: _____

Signature of Statutory Agent

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 152

IN WITNESS WHEREOF, the following incorporators have signed these Articles of
Incorporation, intending that they become effective as of this date: 3-7-91.

Printed Name

Signature

Rufus W. Jones Jr.

[Signature]

STATE OF Maryland
COUNTY OF Prince Georges

Date of Acknowledgement
March 7, 1991

SS.

Acknowledgement. On this date, before me, a
Notary Public, personally appeared:

Rufus W. Jones Jr.
known to me or satisfactorily proven to be the person
whose name is subscribed to this instrument and
acknowledged that he executed the same. If this
person's name is subscribed in a representative
capacity, it is for the principal named and in the
capacity indicated.

SS.

Signature of Notary Public

Notary Expiration Date

3-1-95

STATE OF
COUNTY OF

Date of Acknowledgement

SS.

Acknowledgement. On this date, before me, a
Notary Public, personally appeared:

known to me or satisfactorily proven to be the person
whose name is subscribed to this instrument and
acknowledged that he executed the same. If this
person's name is subscribed in a representative
capacity, it is for the principal named and in the
capacity indicated.

SS.

Signature of Notary Public

Notary Expiration Date

STATE OF
COUNTY OF

Date of Acknowledgement

SS.

Acknowledgement. On this date, before me, a
Notary Public, personally appeared:

known to me or satisfactorily proven to be the person
whose name is subscribed to this instrument and
acknowledged that he executed the same. If this
person's name is subscribed in a representative
capacity, it is for the principal named and in the
capacity indicated.

SS.

Signature of Notary Public

Notary Expiration Date

STATE OF
COUNTY OF

Date of Acknowledgement

SS.

Acknowledgement. On this date, before me, a
Notary Public, personally appeared:

known to me or satisfactorily proven to be the person
whose name is subscribed to this instrument and
acknowledged that he executed the same. If this
person's name is subscribed in a representative
capacity, it is for the principal named and in the
capacity indicated.

SS.

Signature of Notary Public

Notary Expiration Date

STATE OF
COUNTY OF

Date of Acknowledgement

SS.

Acknowledgement. On this date, before me, a
Notary Public, personally appeared:

known to me or satisfactorily proven to be the person
whose name is subscribed to this instrument and
acknowledged that he executed the same. If this
person's name is subscribed in a representative
capacity, it is for the principal named and in the
capacity indicated.

SS.

Signature of Notary Public

Notary Expiration Date

STATE OF
COUNTY OF

Date of Acknowledgement

SS.

Acknowledgement. On this date, before me, a
Notary Public, personally appeared:

known to me or satisfactorily proven to be the person
whose name is subscribed to this instrument and
acknowledged that he executed the same. If this
person's name is subscribed in a representative
capacity, it is for the principal named and in the
capacity indicated.

SS.

Signature of Notary Public

Notary Expiration Date

3313 2177

0000 0161

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 153

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

#

P.A.

Religious

Close

☒ Stock

Nonstock

Merging
(Transferor)Surviving
(Transferee)

CODE AMOUNT

FEE REMITTED

10 30 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

MAIL TO ADDRESS:

Mary Jones
381 Yorkshire Lane
Riva, Md 21140

TOTAL
FEES

70

Check

☒ Cash

NOTE:

sch ml

3717 2178

APPROVED BY:

90

0000 0162

BOOK 256 PAGE 154

ARTICLES OF INCORPORATION
OF
CONCRETE STRUCTURAL SYSTEMS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 3:15 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:

\$

D3176831

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MARY L. JONES
381 YORKSHIRE LANE
RIVA

MD 21140

172C3040898

A 352301



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

3313 2170

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0000 0163

STATE DEPARTMENT OF ASSESSMENTS

APPROVED FOR

BOOK 256 PAGE 160

03-06-91 at 9:29A.M.

ARTICLES OF INCORPORATION
OF
MEDTECH RESOURCES, INC.

This is to certify that;

First: The undersigned, Harpal Singh, whose post office address is 13528 Potomac Riding Lane, Rockville, Maryland 20850, 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 form a stock corporation.

Second: The name of the corporation hereinafter called the corporation is MEDTECH RESOURCES, INC.

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

(a) To act as a placement agency for Medical Doctors, Nurses, Engineers, Scientists, Computer Consultants and other professionals.

PR (b) To bid to Government, public and private companies for all kinds of contracts for development of computer software/hardware, sales, service and system integration.

(c) To acquire, preserve, and co-ordinate information on market, developing potentials, opportunities, resources, businesses, industries and their needs, and to provide facilities for the trade and the exchange of products, services, ideas, and statistical business information between communities and trade centers throughout the United States and in other countries, when and as authorized by law.

(d) To purchase, lease or otherwise acquire, all or any part of property, rights, businesses, contracts goodwill franchises and assets of every kind of any corporation, co-partnership or individual (including the estates of a decedent) carried on or having carried on in whole or in part any of the afore-said businesses or any other business.

10658155
3313 1924

0000 0164

255 161

the corporation may be authorized to carry on and to undertake guarantee, assume and pay the the indebtedness and liabilities thereof and to pay for any such property, rights business, contracts goodwill franchises or assets by issue in accordance with the laws of Maryland, of stocks, bonds or other securities or the corporation or otherwise.

(e) To apply for, obtain, purchase, or otherwise acquire, any patents copyrights, licenses, trademarks, trade names, rights, processes, formulas, and the like, which might be used for any of the purposes, of the corporation.

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

(g) To guarantee the payment of dividends upon any shares of stocks 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 or the principal and interest, or either of any bonds, debentures, notes securities or other evidences of indebtedness created or issued by any such other corporation or association.

(h) To loan and advance money with or without security, without limit as to amount, and to borrow money for any of the purposes of the corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the corporation, real or personal, including

3313 1925

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BOOK 253 PAGE 162

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 corporations for its corporate purposes.

(i) To carry on any of the businesses herein before enumerated for itself, or for account or others, or through others for its own account and to carry on any other business which may be deemed by it to be calculated directly, to effectuated 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.

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

(k) To do any other business which the directors deem fit for the corporation.

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

FOURTH: The post office address of the principal office of the corporation in this state will be maintained at 1711 Woodlore Road, Annapolis Maryland 21401. The name and the post office address of the resident agent is Dr. Surendra Pal Singh Anand, 1711 Woodlore Road, Annapolis Maryland, 21401. The said resident agent is a citizen of Maryland and actually resides therein. ✓

FIFTH: The Corporation shall have a board of directors consisting of four, which number may be changed from time to time in accordance with the by-laws of the corporation, but shall never be less than four (4). The directors who shall

3313 1926

0000 0166

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 163

act as such until their successors are duly chosen and qualify are: Manjit K. Anand, 1711 Woodlore Road, Annapolis, MD. 21401, Miss Navneet K. Anand, 1711 Woodlore Road, Annapolis, MD. 21401, Dr. S. P. S. Anand, 1711 Woodlore Road, Annapolis, MD. 21401 and Miss Jasmeet K. Anand, 1711 Woodlore Road, Annapolis, MD. 21401.

SIXTH: The aggregate number of shares which the corporation shall be authorized to issue is 5,000 shares of common stock of the par value of a \$ 1.00 each.

SEVENTH: The following provisions are here by adopted for the purpose of defining, limiting and regulating the powers of the corporation and the directors and stockholders;

No contract or other transaction between this corporation and any other corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are 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 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; and any director of this corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation, which shall authorize any such contract or transaction and may vote thereupon to authorize any such contract or transaction must be ratified by an affirmative vote of a majority of the disinterested directors although it is not necessary that the number of disinterested directors constitute a quorum.

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

3313 1927

0000 0167

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 255 PAGE 164

No holders of stock of the corporation, of whatever class shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock or the corporation, other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

EIGHTH: The duration of the corporation shall be perpetual.

In witness whereof, I have signed these articles of incorporation on this 4th day of March 1991 and acknowledge the same to be my act.

Witness:

Bhupinder K. Singh

Bhupinder K. Singh

Harpal Singh

Harpal Singh

Incorporator.

13528 Potomac Riding Lane
Rockville Maryland, 20850

3313 1928

0000 0168

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 165

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ 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

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Harpal Singh ESQ.
1109 Spring Street
Ste. 700
Silver Spring, MD.
20910

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 _____

TOTAL FEES 40

☒ Check _____ Cash

NOTE: _____

Documents on _____ checks

3313 1929

APPROVED BY: PCM

0000 0169

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
MEDTECH RESOURCES, INC.

BOOK 256 PAGE 166

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 6, 1991 AT 9:29 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:

\$

D3176419

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HARPAL SINGH, ESQ.
1109 SPRING ST., STE. 700
SILVER SPRING MD 20910

172C3040856

A 352272



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

2317 1927

RA00 017A

BOOK 256 PAGE 155

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

GINWOOD PRODUCTS, INC.

APPROVED FOR RECORD

3-8-91 at 940

A MARYLAND CLOSE CORPORATION

ARTICLES OF INCORPORATION

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

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

Ginwood Products, Inc.

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

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

(a) To manufacture, buy, sell, import, export, and otherwise deal in furnishings of wood, metal, or synthetic material, for general use in homes and offices; to manufacture, buy, sell, or otherwise deal in component parts and materials of every nature and description for use in such furniture; and to develop, construct, and patent or otherwise protect, new designs in home and office furnishings.

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

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

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

10678300

BOOK 256 PAGE 156

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

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

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

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

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

3313 2089

BOOK 256 PAGE 157

sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

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

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

(l) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall not be acting in a manner contrary to law.

FIFTH: The post office address of the principal office of the Corporation is: 1740 Jones Falls Court, Crofton, Maryland, 21114. ✓

SIXTH: The name and post office address of the Resident Agent of the Corporation is: David G. Whitworth, Jr., 2101 Defense Hwy., Crofton, Maryland, 21114.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of common of no par value, all of one class.

EIGHTH: 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 Ginette Heroux.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 1st day of March, 1991, and I acknowledge the same to be my act.


DAVID G. WHITWORTH, JR.

3713 2090

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 158

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 WLS BUSINESS CODE 03 COUNTY 53
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 30 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

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

John Gregory Smith
2101 Killebrew Hwy
Md Route 450
Crofton Md 21114

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 70

☒ Check

Cash

NOTE:

Documents on _____ checks

3313 2091

APPROVED BY: 90

0000 0174

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
GINWOOD PRODUCTS, INC.

BOOK 256 PAGE 159

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 9:40 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:

\$

D3176716

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 GREGORY SMITH
2101 DEFENSE HWY.-MARYLAND ROUTE 450
CROFTON MD 21114

172C3040886

A 352292



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

3313 2087

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 167

ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF ASSESSMENTS
AND TAXES VINTAGE DISTRIBUTING, INC.

APPROVED FOR RECORD

3-9-91 at 9470 A CLOSE CORPORATION

RECEIVED
'91 MAR 7 AM 9 47
STATE DEPT. OF
ASSESSMENTS & TAXATION

THIS IS TO CERTIFY THAT:

FIRST: I, the undersigned incorporator, Murray Gruber
whose Post Office address is 316 Boro Road, Primos, Pennsylvania,
19018, being at least eighteen years of age, am forming a cor-
poration under the general laws of the State of Maryland.

SECOND: The name of the corporation, hereinafter referred to
as "the Corporation" is:

VINTAGE DISTRIBUTING, INC.

THIRD: The purposes for which the Corporation is formed and
the businesses which the Corporation shall be authorized and
empowered to carry on and promote are as follows:

(a) To buy, sell, distribute and otherwise acquire,
dispose of and deal in any and all kinds of recorded and pre-
recorded music including, without limitation, records, tapes, com-
pact disks, video and audio software, books, blanks, audio and
video media and any and all projects which can be marketed
through audio and/or video merchandising; and to conduct and
carry on any and all other businesses incidental to or connected
with such business and purpose.

(b) To engage in and carry on the business of develo-
pers, builders and managers of all types of real estate, and
improvements thereon of any type. To erect, construct, maintain,
improve, rebuild, enlarge, alter, manage and control any and all
kinds of buidings, houses, hotels, breweries, stores, offices,
warehouses, mills, shops, factories, machinery and plants and
other structures of any type. To enter into any contract in rela-
tion to and to erect, construct, maintain, improve, rebuild,
enlarge, alter, manage and control, either alone or jointly with
any other company or persons, as consultants or otherwise, works

1991 JUN 10 AM 10:22

3313 1814

10668546

0000 0174

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

of all descriptions, including wharves, docks, houses, hotels, breweries, stores, offices, shops, railroads, waterways, roads, bridges, warehouses, factories, plants, mills, engines, machinery, railway works, ships and vessels of every description, gas works, water works, drainage and sewerage works and buildings of every description.

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

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

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

on any shares of stock so held or owned; and upon a distribution of the assets or division of the profits of this corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the corporation.

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

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

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

(i) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any part of its branches in any or all states, territories, districts, colonies, and

dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

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

FOURTH: The Post Office Address of the principal office of the Corporation shall be 8211(Rear) Cloverleaf Drive, Millersville, Maryland, 21108. The Resident Agent of the Corporation shall be George F. Obrecht, III, whose post office address is 520 W. Fayette Street, Baltimore, Maryland, 21201, and said Resident Agent is a citizen of the State of Maryland and actually resides therein.

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 Corporation is a close corporation and elects to have no board of directors; but the following person shall serve as director until this election to have no board of directors becomes effective: Murray Graber.

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

1. The stockholders of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized.
2. The stockholders may classify or reclassify any

unissued shares of the stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, and the time and prices of redemption of, such shares.

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

4. Any stockholder, individually, or any firm of which any stockholder may be a member, or any corporation or association of which any stockholder may be an officer or director or in which any stockholder may have a material financial interest as the holder of any amount of its capital stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided, however, that the contract or transaction is otherwise fair and reasonable to the Corporation, or that such common directorship or material financial interest is disclosed or shall have been known to the stockholders entitled to vote and the contract or transaction is authorized, approved or ratified by a majority of the votes cast by the stockholders entitled to vote, and any stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, and the stock owned by such stockholder, or by the firm of which he is a member, may be counted in determining the existence of a quorum at the meeting of the stockholders of the Corporation which shall authorize, ratify, or confirm any such contract or transaction, and such stockholder may

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

vote to authorize, ratify, or confirm any such contract or transaction with like force and effect as if he were not such a director or officer or stockholder of such other corporation or association or not a member of or financially interested in a firm so interested.

The enumeration and definition of a particular power of the directors included in this Article Seventh 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 stockholders under the General Laws of the State of Maryland now or hereafter in force.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of *March*, 1991, and I acknowledge the same to be my act.

Murray Kraker

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 173

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 59
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	<u>30</u>	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	
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	

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

George Obrecht
520 W Fayette St
Balt, Md 21201

TOTAL FEES 70

☒ Check _____ Cash

Documents on _____ checks

APPROVED BY: gno

NOTE:

ack MCH

7317 1920

0000 0182

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
VINTAGE DISTRIBUTING, INC.

BOOK 253 PAGE 174

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:47 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:

\$

D3176229

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
GEORGE OBRECHT
520 W. FAYETTE ST.
BALTIMORE

MD 21201

172C3040837

A 352255



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

3313 1913

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

C26382.211 S

BOOK 256 PAGE 175

APPROVED FOR PAYMENT

LANDMARK DEVELOPMENT CORP.
ARTICLES OF VOLUNTARY DISSOLUTION

03-05-91 at

91 MAR 31 10:26A.

Landmark Development Corp., a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

- FIRST: The Corporation is hereby dissolved.
- SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is 7247 National Drive, Parkway Center, Hanover, Maryland 21076.
- THIRD: The name and post office address of the Resident Agent of the Corporation in the State of Maryland, who shall serve for one (1) year after the dissolution and until the affairs are wound up are Timothy D.A. Chriss, 233 East Redwood Street, Baltimore, Maryland 21202. Said Resident Agent is an individual actually residing in this State.
- FOURTH: The name and post office address of each of the Directors of the Corporation are as follows:
- | | |
|-------------------------|-------------------------|
| Angelo R. Teeter | Raymond P. Turchi |
| 7247 National Drive | 7247 National Drive |
| Parkway Center | Parkway Center |
| Hanover, Maryland 21076 | Hanover, Maryland 21076 |
- FIFTH: The name, title and post office address of each officer of the Corporation are as follows:
- | | |
|-------------------------|-------------------------|
| Angelo R. Teeter | Raymond P. Turchi |
| President | Secretary and Treasurer |
| 7247 National Drive | 7247 National Drive |
| Parkway Center | Parkway Center |
| Hanover, Maryland 21076 | Hanover, Maryland 21076 |
- SIXTH: The dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation by the execution of a Unanimous Joint Consent of the Board of Directors and Stockholders dated December 31, 1990.
- SEVENTH: The Corporation has no known creditors or employees.

10648282

7713 1281

0000 0184

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

C26382.211 S

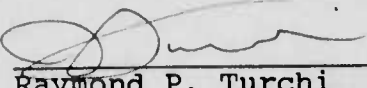
BOOK 256 PAGE 176

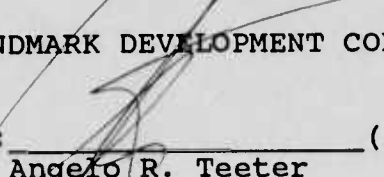
EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, Landmark Development Corp. has caused these Articles to be signed and acknowledged in the name and on behalf of such Corporation by its President and its corporate seal to be affixed and attested by its Secretary this 25th day of February, 1991, and each such signatory hereto does hereby acknowledge the same to be the act of the Corporation and that to the best of his knowledge, information and belief, all matters and facts stated herein are true and correct in all material respects, said statement being made under penalties for perjury.

ATTEST:

LANDMARK DEVELOPMENT CORP.


Raymond P. Turchi
Secretary

By:  (SEAL)
Angelo R. Teeter
President

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISIONLOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746ARNOLD G. HOLZ, CPA,
DIRECTOR

BOOK 256 PAGE 177

Dear Sir/Madam:

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


THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

LANDMARK DEVELOPMENT CORP.

have been paid.

WITNESS my hand and official seal this

9TH day of JANUARY A.D. 1991.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

3317 1293

MY TELEPHONE NUMBER IS:TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

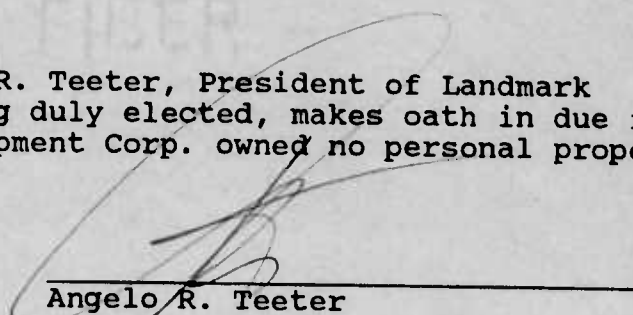
0000 0186

AFFIDAVIT

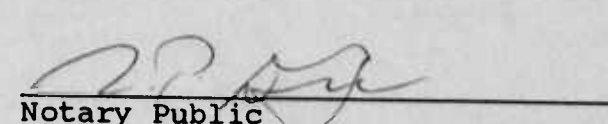
256 178

STATE OF MARYLAND)
COUNTY OF BALTIMORE)

NOW COMES Angelo R. Teeter, President of Landmark Development Corp., who being duly elected, makes oath in due form of law that Landmark Development Corp. owned no personal property as of January 1, 1991.


Angelo R. Teeter

SWORN to and subscribed before me, a Notary Public in and for the State and County aforesaid, this 21st day of February, 1991.


Notary Public

My Commission Expires 5/1/92

C26898.211 S:2

NICHOLAS P. DeLUCA
NOTARY PUBLIC
HOWARD CO., MARYLAND

3313 1284

0000 0187

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 179

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 19 BUSINESS CODE _____ COUNTY 52
D2797702 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	_____	Expedited Fee	Name Change
20	_____	Organ. & Capitalization	(New Name) _____
61	_____	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____ Change of Name
65	<u>20</u>	Rec. Fee (Dissolution)	_____ Change of Principal Office
66	_____	Rec. Fee (Revival)	_____ Change of Resident Agent
52	_____	Foreign Qualification	_____ Change of Resident Agent
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	<u>10</u>	<u>1</u> Certified Copy <u>4P</u>	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change _____
53	_____	Foreign Resolution	_____
73	_____	Certificate of Conveyance	_____

76 _____ Certificate of Merger/Transfer

75	<u>30</u>	Special Fee	Code <u>032</u>
80	_____	For. Limited Partnership	ATTENTION: _____
83	_____	Cert. Limited Partnership	<u>Jacqueline Ann Reed</u>
84	_____	Amendment to Limited Partnership	_____
85	_____	Termination of Limited Partnership	_____
21	_____	Recordation Tax	MAIL TO ADDRESS: _____
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	_____

TOTAL FEES 60

Check

Cash

NOTE:

Documents on _____ checks

7313 1285

APPROVED BY: SMJ

0000 0188

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF DISSOLUTION
OF
LANDMARK DEVELOPMENT CORP.

BOOK 253 PAGE 180

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 10:26 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

D2797702

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
GORDON, FEINBLATT, ROTHMAN
HOFFBERGER & HOLLANDER
1200 GARRETT BLDG.
233 E. REDWOOD STREET
BALTIMORE MD 21202

171C3040812

A 352228



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3313 1280

0000-0189

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OCT 16 '90 10:46AM PROPERTY TAX

BOOK 256 PAGE 181

ARTICLES OF REVIVAL

FOR

SizAnnCo, Inc.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3/5/91 at 3:15 P.M.

[Insert exact name of corporation as it appears on records of the State
Department of Assessments and Taxation]

FIRST: The name of the corporation at the time the charter was forfeited was

SizAnnCo, Inc.

SECOND: The name which the corporation will use after revival is

SizAnnCo, Inc.

THIRD: The address of the principal office in this state is

8103 Ritchie Highway

Pasadena, Maryland 21122

FOURTH: The name and address of the resident agent is

Linda C. Carter, Esq.

6801 Kenilworth Avenue

Suite 400

Riverdale, MD 20737

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

SIXTH: At or prior to the filing of these Articles of Revival, the corporation
has (a) Paid all fees required by law; (b) Filed all annual reports which
should have been filed by the corporation if its charter had not been forfeited;
(c) Paid all state and local taxes, except taxes on real estate, and all
interest and penalties due by the corporation or which would have become due
if the charter had not been forfeited whether or not barred by limitations.

PR

1991 JUN 10 AM 10:22

(1)

10658093

10658094

3313 1174

8800 0190

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OCT 16 '90 10:46AM PROPERTY TAX

P.4

BOOK 256 PAGE 182

- [Use A for signatures. If that procedure is unavailable, use B. If A & B are not available, use C. Only sign under one section.]

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

Last Acting President/Vice President

Last Acting Secretary/Treasurer

[Use if A cannot be signed/acknowledged]

- B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lessor of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.

Last Acting Director

Last Acting Director

Last Acting Director

[Use if A and B cannot be signed/acknowledged]

- C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Robert Gary McCorkle
Robert Gary McCorkle Director

Linda E. Carter
Linda E. Carter Director

Rodney H. Ghan
Rodney H. Ghan Director

3313 1175

(2)

0000 0191

OCT 16 '90 10:46AM PROPERTY TAX

P.2

AFFIDAVIT FOR REVIVAL OF A CHARTER

BOOK 256 PAGE 183

I, Robert Gary McCorkle of SizAnnCo, 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.

Robert Gary McCorkle
(print name beneath signature)
Robert Gary McCorkle

I hereby certify that on Jan 16, 1991 before me, the
(insert date)

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

Prince George's County personally appeared
(insert name of county for which notary is appointed)

Robert Gary McCorkle 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

David C. Cote
(Signature of notary public)

My Commission expires 10/3/93

3313 1176

0000 0192

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 184

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 18 BUSINESS CODE _____ COUNTY 52

D2188688 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 39 Expedited Fee
20 _____ Organ. & Capitalization
61 _____ Rec. Fee (Arts. of Inc.)
62 _____ Rec. Fee (Amendment)
63 _____ Rec. Fee (Merger or Consolidation)
64 _____ Rec. Fee (Transfer)
65 _____ Rec. Fee (Dissolution)
66 20 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 30 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 6 1 Corp. Good Standing #95588
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: _____

Linda Carter
6801 Kambanville Ave #400
Arundale, Md 20737

TOTAL FEES _____

95 Check _____ Cash

NOTE: _____

1 Documents on 2 checks

3313 1177

APPROVED BY: A

0000 0193

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF REVIVAL
OF
SIZANNCO, INC.

BOOK 256 PAGE 185

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 3:15 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

D2188688

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LINDA CARTER
6801 KENILWORTH AVENUE, STE. 400
RIVERDALE MD 20737

171C3040791

A 352207



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

2313 1173

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BEITLER DECORATING, INC.
A MARYLAND CLOSE CORPORATION
ORGANIZED PURSUANT TO TITLE 4 OF THE
CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND

BOOK 256 PAGE 186-

ARTICLES OF AMENDMENT AND RESTATEMENT

3-4-91 840a

Beitler Decorating, Inc., a Maryland Corporation, having its principal office at 200 Old Line Avenue, Laurel, Maryland 20707 (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended by striking in their entirety Articles FIRST through ELEVENTH, inclusive, and by substituting in lieu thereof the following:

FIRST: The name of the Corporation is Beitler Decorating, Inc..

SECOND: 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.

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

- (1) To provide painting and related services for home

PR

1991 JUN 10 AM 10:22

7313 1140

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BOOK 256 PAGE 187

builders, general contractors, apartment managers, individual homeowners, and in general, the general public and construction industry, both within and out of the State of Maryland; to acquire and otherwise own any and all equipment, stock, merchandise, and related property, both real and personal, necessary in order to provide and carry out the purposes herein stated; to engage in any other lawful purpose in business; and

(2) to 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 200 Old Line Avenue, Laurel, Maryland 20707. The name and post office address of the Resident Agent of the Corporation in this State is Joseph H. Rouse, 7433 Baltimore Annapolis Blvd., Glen Burnie, Maryland 21061. 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, with a \$1.00 par value.

SIXTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there are two (2) Directors, whose names are Dale W. Beitler and Elizabeth A. Beitler.

THIRD: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in

3313 1141

0000 0196

BOOK 256 PAGE 188

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

IN WITNESS WHEREOF, Beitler Decorating, Inc., has caused these presents to be signed in its name and on its behalf by the President and its corporate seal on this 3rd day of April, 1989 and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of Beitler Decorating, 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:

BEITLER DECORATING, INC.

Elizabeth A. Beitler BY: Dale W. Beitler
ELIZABETH A. BEITLER, Secretary DALE W. BEITLER, President

3313 1142

0000 0197

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 189

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 13 BUSINESS CODE 03 COUNTY 52
02157204 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 20 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 add close

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: _____

Joseph Rouse
7433 Balto Annapolis Blvd
Blenn, Md. 21061

TOTAL FEES 20

☒ Check ☐ Cash

NOTE: add close

Documents on _____ checks

APPROVED BY: AS

7313 1143

0000 0198

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
BEITLER DECORATING, INC.

BOOK 253 PAGE 190

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 4, 1991 AT 9:40 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

\$

D2157204

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
JOSEPH ROUSE
7433 BALTIMORE-ANNAPOLIS BLVD.
GLEN BURNIE MD 21061

171C3040784

A 352201



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

3313 1139

8800 0199

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 191

APPROVED FOR PAYMENT

3/4/91 at 8:31 .m.

BAY AREA VENTURES CORPORATION

AMENDED ARTICLES OF INCORPORATION

FIRST: I, Kevin L. Butler, whose post office address is 7310 Ritchie Highway, Suite 706 A, Glen Burnie, Maryland 21061, being at least eighteen (18) years of age, and being the sole stockholder of Bay Area Ventures Corporation, hereby amend the Articles of Incorporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter referred to as the "Corporation") is BAY AREA VENTURES CORPORATION.

THIRD: The Corporation hereby removes its election to be a Closed Corporation, pursuant to the Maryland Annotated Code, Corporations and Associations Article as amended, Section 4-203; and affirmative vote of every stockholder and every subscriber for stock of the Corporation having been taken in favor of such removal.

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

- (1) To engage in the business of real estate management and development.
- (2) To engage in related brokerage business pursuant to the business of real estate management and development.
- (3) To do anything permitted by Section 2-103, as amended, of the Corporations and Associations Article of the Annotated

10638233

- 1 -

10638234

0000 0200

PR

1991 JUN 10 AM 10:22

1991 MAR -4 AM 9:13 8:41

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 192

Code of Maryland.

FIFTH: The post office address of the principal office of the Corporation in this State is 7310 Ritchie Highway, Suite 706 A, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State are Kevin L. Butler, 7310 Ritchie Highway, Suite 706 A, Glen Burnie, Maryland 21061. 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 Fifty Thousand (50,000) shares of common stock, without par value.

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

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

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 193

(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 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 General Laws of the State of Maryland now or hereafter in force.

BOOK 256 PAGE 194

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

TENTH: 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 Director 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 firms is so interested shall be disclosed or shall have been known to all 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 who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so

BOOK 256 PAGE 195

interested.

ELEVENTH: The duration of the Corporation shall be perpetual.

TWELTH:

(1) As used in this Article TWELTH, any word or words that are defined in Section 2-418 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 (2) or (3) 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

BOOK 256 PAGE 196

specific case by an affirmative vote at a duly constituted meeting of a majority of the Board of Directors 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 Amended Articles of Incorporation this 11th day of February, 1991, and I acknowledge the same to be my act.

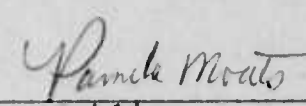

Kevin L. Butler

STATE OF MARYLAND:
COUNTY OF ANNE ARUNDEL: TO WIT

I HEREBY CERTIFY that on this 11th day of February, 1991, the above named KEVIN L. BUTLER personally appeared before me and made oath in due form of law that the matters and facts set forth above in the foregoing Amended Articles of Incorporation are true and correct as stated therein and acknowledged that the said agreement is in fact his act and deed and that he has full understanding thereof.

AS WITNESS my hand and Notarial Seal.




Notary Public

My Commission Expires:

1-1-94

3313 1093

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK **256** PAGE **197**

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 108m7 BUSINESS CODE _____ COUNTY 52
D2968816 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 Expedited Fee
20 180 Organ. & Capitalization
61 Rec. Fee (Arts. of Inc.)
62 20 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

Code _____

ATTENTION: John K. Gardner, Esq.

MAIL TO ADDRESS: 7433
Baltimore Annapolis
Bldg.
Ilen Burnie, MD
21061

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 200

☒ Check _____ Cash

NOTE:

1 Documents on 2 checks

APPROVED BY: DMJ

7317 1084

0000 0206

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

AMENDED ARTICLES OF INCORPORATION
OF
BAY AREA VENTURES CORPORATION

BOOK 256 PAGE 198

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 4, 1991 AT 8:31 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 180.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D2968816

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 K. GARDNER, ESQUIRE
7433 BALTIMORE-ANNPOLIS BLVD.
GLEN BURNIE MD 21061

171C3040773

A 352190



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

3313 1077

8800 0207

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 199

ARTICLES OF INCORPORATION

OF

KERN DENTAL LABORATORIES, INC.

A Maryland Close Corporation Organized
Pursuant to Title Four of the Maryland
Corporations & Associations Code Annotated

FIRST: The undersigned incorporator, Michael A. Zwaig,
whose post office address is 3204 Montebello Terrace, Baltimore,
Maryland 21214, being at least eighteen (18) years old, does
hereby form a corporation under the laws of the State of
Maryland, including particularly Title Four of the Maryland
Corporations and Associations Code Annotated (hereafter referred
to respectively as "Title Four" and the "Code").

SECOND: The name of the corporation (hereafter referred to
as the "Corporation") is KERN DENTAL LABORATORIES, INC.

THIRD: The Corporation shall be a close corporation as
authorized by Title Four.

FOURTH: The Corporation is formed for the following
purposes:

(A) To engage in the business of a dental laboratory,
which, among other things, prepares and sells dental appliances,
such as crowns, dentures and bridges in Maryland and in any other
state, territory or possession, including the District of
Columbia, where permitted by local law, and conducts any and all
other activities performed by a dental laboratory; and

(B) To do anything permitted by law and by Section 2-103 of
the Code.

PR 1991 JUN 10 AM 10:22

7717 1021

10648174

0000 0200

BOOK 256 PAGE 200

FIFTH: The post office address of the principal office of the Corporation in Maryland is 423 Crain Highway S., Glen Burnie, Maryland 21061. The name of the resident agent of the Corporation, who actually resides in Maryland, is BERNARD H. KROL, and such agent's post office address is 423 Crain Highway S., Glen Burnie, Maryland 21061.

SIXTH: The total number of shares of stock which the Corporation has the authority to issue is Three Thousand (3,000), of which One Thousand (1,000) shares are voting common stock without par value, One Thousand (1,000) shares are non-voting common stock without par value, and One Thousand (1,000) shares are preferred stock with a par value of One Dollar (\$1.00) per share, amounting to a total par value for all stock of One Thousand Dollars (\$1,000). All three types of stock shall be identical in all respects except that only the voting common stock shall be entitled to vote (other than as provided in Section 4-504 of Title Four), only the preferred stock shall be paid interest on a non-cumulative annual basis of eight percent (8%) of par value and the preferred stock shall be preferred over both classes of common stock as to dividends and upon liquidation.

SEVENTH: Until the issuance of at least one (1) share of stock has occurred, there shall be one (1) member of the Board of Directors, namely BERNARD H. KROL. Thereafter, there shall be no Board of Directors.

BOOK 256 PAGE 201

EIGHTH: Notwithstanding anything to the contrary in the Charter of the Corporation or in the laws of the State of Maryland, the affirmative vote of all shares of stock entitled to be cast by all shareholders entitled to vote on such matter shall be necessary:

- (A) To amend the Charter of the Corporation;
- (B) To consolidate the Corporation with one or more corporations to form a new consolidated corporation;
- (C) To merge the Corporation into another corporation or merge one or more other corporations into the Corporation;
- (D) To issue shares of stock of any class now or hereafter authorized;
- (E) To sell, lease, exchange or otherwise transfer all, or substantially all, of the property and assets of the Corporation, including its goodwill; and/or
- (F) To participate in a share exchange (as defined in the Code) as the corporation the stock of which is to be acquired.

NINTH: Any director, officer or stockholder of this Corporation may have, individually, collectively or as a business enterprise, a direct or an indirect interest in any contract or other transaction between the Corporation and another business entity; provided, however, that if any such person has such a direct or indirect interest, such fact shall be disclosed to a majority of the shareholders of the Corporation prior to any shareholder action or non-action on such matter; and provided

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 202

further that any such person who has such an interest may be counted in determining the existence of a quorum at a meeting of the shareholders of the Corporation wherein any such contract or transaction is authorized, with like force and effect as if such person did not have a direct or indirect interest in such contract or other transaction.

TENTH: To the maximum extent that limitations on the liability of directors and officers are permitted by the Maryland General Corporation Law, as from time to time amended, no director or officer of the Corporation shall have any liability to the Corporation or its members for money damages. This limitation on liability applies to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted. No amendment or repeal of this Article TENTH, or the adoption of any provision of the Corporation's Charter inconsistent with this Article TENTH, shall apply to or affect in any respect the liability of any director or officer of the Corporation with respect to any alleged act or omission which occurred prior to such amendment, repeal or adoption.

ELEVENTH: To the maximum extent permitted by the Maryland General Corporation Law, as from time to time amended, the Corporation shall (i) indemnify its currently acting, and its former, directors and officers against any and all liabilities

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

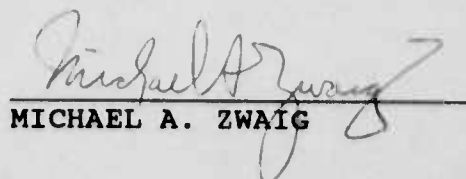
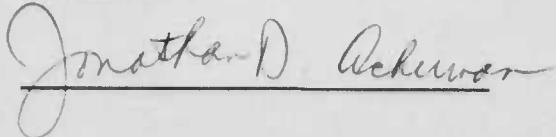
BOOK 256 PAGE 203

and expenses incurred in connection with their services in such capacities, and shall indemnify its employees and agents and persons who serve and have served, at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise, and (ii) advance expenses to its directors, officers and other indemnified persons, if any. In addition, the Corporation may, by Bylaw resolution or agreement make further provision for indemnification of directors, officers, employees and agents. No amendment or repeal of this Article ELEVENTH, or the adoption of any provision of the Corporation's Charter inconsistent with this Article ELEVENTH, shall apply to or affect in any respect the indemnification of any director or officer of the Corporation with respect to any alleged act or omission which occurred prior to such amendment, repeal or adoption.

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation and acknowledged the same to be her act and deed on this 4th day of March, 1991.

WITNESS:


MICHAEL A. ZWAIG

3313 1025

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 204

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

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 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

ATTENTION:

MAIL TO ADDRESS:

Michael A. Zwaig
3204 Montebello Terrace
Balt. Md 21214

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

TOTAL
FEES

40

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

MS/L

3313 1026

0000 0213

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
KERN DENTAL LABORATORIES, INC.

BOOK 256 PAGE 205

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 4, 1991 AT 3:13 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:

\$

D3176112

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MICHAEL A. ZWAIG
3204 MONTEBELLO TERR.
BALTIMORE MD 21214

171C3040762

A 352184



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

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 206

INTELLIWARE, INC. STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

A MARYLAND CLOSE CORPORATION

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

3-6-92 at 9:34 a.m.

FIRST: The undersigned, JEAN LOGAN, whose address is 1601 Huntcliff Way, Gambrills, Maryland, 21054, being older than eighteen (18) years of age, does hereby form a corporation under the General Laws of the State of Maryland.

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

Intelliware, Inc.

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

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

(a) To develop, manufacture, construct, fabricate, buy, sell, integrate, import, export, and otherwise deal in and with computer software, computer components, computer systems, and related products; and to develop, patent, copyright, or otherwise protect and exploit new inventions, designs, and systems in computer sciences.

(b) To engage in a general engineering business and in the general practice of engineering in all its branches, and in that capacity to make, conduct, and supervise research, surveys, and investigations into all matters and things in the fields of science and technology.

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

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

(e) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable

BOOK 256 PAGE 207

goods, ware and merchandise of every description, to carry on and transact any and all business concerning real estate transactions and business associated thereto.

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

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

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

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

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

3713 0991

BOOK 256 PAGE 208

upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

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

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

(m) To enter into any contractual relationship and to conduct any business in any way so long as this Corporation shall not be acting in a manner contrary to law.

FIFTH: The post office address of the principal office of the Corporation is: 1601 Huntcliff Way, Gambrills, Maryland, 21054.

SIXTH: The name and post office address of the Resident Agent of the Corporation is: Jean Logan, 1601 Huntcliff Way, Gambrills, Maryland, 21054.

SEVENTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of common of no par value, all of one class.

EIGHTH: 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 Jean Logan.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 28 day of February, 1991, and I acknowledge the same to be my act.

Jean Logan
JEAN LOGAN

7713 0992

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 209

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

_____ 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 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

Code

ATTENTION:

MAIL TO ADDRESS:

TOTAL
FEES

Check

Cash

NOTE:

Documents on

checks

APPROVED BY:

3313 0993

0000 0218

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

EGGX 256 PAGE 210

ARTICLES OF INCORPORATION
OF
INTELLIWARE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 6, 1991 AT 9:34 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

\$

D3176054

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 GGREGAY SMITH
2101 DEFENSE HWY.
MARYLAND ROUTE 950
CRFTON

MD 21114

171C3040756

A 352179



RECORDED IN THE RECORDS OF THE

STATE DEPARTMENT OF ASSESSMENTS

7713 0989

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

RR00 0219

256 211

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR PAYMENT

OF 3/1/91 at 2:22 PM

DAKOTA IMAGING, INC.

I, the undersigned, Michael R. Limsy, whose post office address is 10019 Reisterstown Road, Suite 301, Owings Mills, Maryland 21117, being over eighteen (18) years of age and desiring to form a Corporation for the purposes hereinafter stated, under and pursuant to the general laws of the State of Maryland, do hereby declare as follows:

I. NAME

The name of the Corporation shall be DAKOTA IMAGING, INC.

II. CLOSE CORPORATION

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

III. BUSINESS AND POWERS

SECTION A: The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Maryland.

SECTION B: To enter into, make, perform, and carry out contracts of every sort and kind which may be necessary or convenient for the business of this Corporation, or business of a similar nature, with any person, corporation, private, public or municipal body politic under the Government of the United States or any state, territory, or possession thereof or any foreign government so far as and to the extent that the same may be done and performed by corporations organized under the corporation law of this state.

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BODY 256 PAGE 212

SECTION C: To carry on its operations and conduct business in any state, in the District of Columbia, in any territory, dependency, or possession of the United States, and in any foreign country.

SECTION D: To borrow or raise money without limit as to amount; to sell, create security interest in, pledge and otherwise dispose of and realize upon book accounts and other choses in action; to make, draw, accept, endorse, execute, and issue bonds, debentures, notes or other obligations of any nature or in any manner for money so borrowed or in payment for property purchased or for any other of the objects or purposes of this Corporation, and to secure the principal thereof and the interest thereon by mortgage upon, or creation of security interest in, or pledge of or conveyance or assignment in trust of, the whole or any part of the property, real or personal, of this Corporation, wherever situated and whether at the time owned or thereafter acquired; and, in such manner and upon the time owned or thereafter acquired; and, in such manner and upon such terms as the Board of Directors may from time to time determine, to sell, exchange, pledge, offer for discount or otherwise dispose of any and all such bonds, debentures, notes or other obligations.

SECTION E: To lend money to other persons, partnerships, associations, and corporations, secured by mortgage or other lien on real estate, or pledge or security interests in personal property, or without security, but only to the extent permitted a business corporation under the corporation law of this state.

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256 PAGE 213

SECTION F: To acquire, by purchase, exchange, or otherwise, all or any part of, or any interest in, the properties, assets, business, and goodwill of any one or more persons, firms, associations, or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of this state; to pay for the same in cash, property, or its own or other securities; to hold, operate, reorganize, liquidate, sell or in any manner dispose of the whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations, or contracts of such persons, firms, associations, or corporations, and to conduct the whole or any part of any business thus acquired.

SECTION G: To acquire by purchase, exchange, lease or otherwise, and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, mortgage, create security interests in, pledge, or otherwise dispose of or deal in and with, real and personal property of every class or description and rights and privileges therein wheresoever situate.

SECTION H: To employ, hire, and appoint corporations, firms, and individuals in any and all parts of the world to act as agents for this Corporation in such capacity and on such conditions as may be determined from time to time by the Board of Directors.

SECTION I: To invest and deal with the funds of this corporation in any manner, and to acquire by purchase or otherwise the stocks, bonds, notes, debentures, and other

BOOK 256 PAGE 214

securities and obligations of any government, state, municipality, corporation, association, or partnership, domestic or foreign and, while owner of any such securities or obligations, to exercise all the rights, powers, and privileges of ownership, including among other things, the right to vote thereon for any and all purposes.

SECTION J: To enter into any partnership, limited or general, as limited or general partner, or both, and to enter into any other arrangement for sharing profits, union of interest, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person, or governmental, municipal, or public authority, domestic or foreign, in the carrying on of any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient, or incidental to carrying out any of the purposes of this Corporation.

SECTION K: To organize or cause to be organized under the laws of any state of the United States, or the District of Columbia, or of any territory, dependency, or possession of the United States, or any foreign country, a corporation or corporations for the purpose of transacting, promoting, or carrying on any or all of the objects or purposes for which this Corporation is organized, and to dissolve, wind up, liquidate, merge, or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged, or consolidated.

3313 0870

BOOK 256 PAGE 215

SECTION L: From time to time to provide and carry out and to recall, abolish, revise, amend, alter, or change a plan or plans for the participation by all or any of the employees, including directors and officers of this Corporation or of any corporation in which or in the welfare of which the corporation has any interest, and those actively engaged in the conduct of this corporation's business, in the profits of this corporation's legitimate expenses, and for the furnishing to such employees and persons or any of them, at this Corporation's expense, of medical services, insurance against accident, sickness, or death, pensions during old age, disability, or unemployment, education, housing, social services, recreation, or other similar aids for their relief or general welfare, in such manner and upon such terms and conditions as may be determined by the Board of Directors.

SECTION M: To cause or allow the legal title, or any estates, rights, or interests in any property owned, acquired, controlled, or operated by this Corporation to remain or to be vested in the name of any person, firm, organization, association, or corporation, as agent, trustee, or nominee of this Corporation, upon such terms or conditions which the Board of Directors may consider for the benefit of this Corporation.

SECTION N: To carry on any of the businesses hereinabove enumerated for its own account, or for the account of others, and to act as agent for others with respect to any of such business and to carry on any other business which may be deemed by it to be calculated directly or indirectly to effectuate or facilitate the aforesaid objects or businesses or any of them,

BOOK 256 PAGE 216

or any part thereof, or to enhance the value of its property, business or rights; and to aid, conduct, manage, or operate any lawful enterprise in relation to the foregoing.

SECTION 0: To have one or more offices and to do each and every thing necessary or proper for the accomplishment of any one or more of the purposes toward the attainment of any one or more of the objects hereinbefore enumerated, or conducive to or expedient for the interest or benefit of the Corporation and, in general, to enjoy all the rights and privileges of the corporations for profit governed by the laws of the State of Maryland, it being expressly provided that the enumeration of any specific business or power herein shall not be held to limit or restrict in any manner any other business or power of said Corporation.

IV. STOCK

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having no par value. The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporators or by the Directors at a meeting called for such purpose or at the organization meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the Corporation. Stock in other corporations or going businesses may be purchased by the Corporation, in return for the issuance of its capital stock, and said purchases shall be

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BOOK 256 PAGE 217

on such basis and for such consideration as the issuance of so much of the capital stock as the Directors of the Corporation may decide.

V. MINIMUM CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

VI. TERM OF EXISTENCE

This Corporation shall have a perpetual existence.

VII. PRINCIPAL OFFICE

✓ The principal office or place of business of the Corporation shall be located at 803 Barkwood Court, Suite E, Linthicum, Maryland 21093.

VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by the a Board of not less than one (1) and not more than three (3), as provided under the general corporate laws of this State of Maryland.

IX. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>ADDRESS</u>
Carol Gupta	3624 Homelot Court Monkton, Maryland 21111

3313 0973

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X. STOCKHOLDERS

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

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time all or any part of its stock of any class whether now or hereafter authorized, as said Board may deem advisable and subject to such restrictions and limitations as the Board of Directors may set.

(b) All shares of the stock of the Corporation shall be redeemable by the Corporation upon such terms and conditions and for such consideration as the Board of Directors may from time to time deem. The alienation, transfer and assignment of the shares shall be subject to such limitations, conditions and restrictions as the Board of Directors may from time to time deem.

(c) The Stockholders shall act by a majority vote of the issued and outstanding stock of the Corporation. The Board of Directors shall act by unanimous vote of the Directors serving at the time of any vote. A quorum, for purposes of meetings of the Stockholders and of the Board of Directors, shall be as to the Stockholders meeting, a majority of the issued and outstanding shares of stock and as to the Directors, a majority of the Directors need to present to constitute a quorum.

(d) 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.

XI. INITIAL OFFICERS

The names and street addresses of the first Officers, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

3313 0974

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<u>NAME</u>	<u>ADDRESS</u>
Carol Gupta President	3624 Homelot Court Monkton, Maryland 21111
Anil Sethi Vice President	803 Barkwood Court, Suite E Linthicum, Maryland 21093
Sande Goel Vice President	803 Barkwood Court, Suite E Linthicum, Maryland 21093
Alicia Schwartz Secretary	803 Barkwood Court, Suite E Linthicum, Maryland 21093
Alicia Schwartz Treasurer	803 Barkwood Court, Suite E Linthicum, Maryland 21093

XII. INCORPORATORS

The name and street address of the person signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Michael R. Linsky	10019 Reisterstown Road Suite 301 Owings Mills, MD 21117

XIII. ASSIGNMENT OF SUBSCRIPTION RIGHTS

The original incorporators of the corporation shall have the right, upon its organization, to assign and deliver their subscriptions of stock to any other person, or to firms of corporations who may hereafter become subscribers to the capital stock of the Corporation who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Maryland, and the execution of the necessary instruments of assignment.

XIV. MANAGEMENT

The Corporation shall be managed by the Board of Directors,

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CLERK'S NOTATION

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duction.

BOOK 256 PAGE 220

which shall exercise all powers conferred under the laws of the State of Maryland including, without limitation, the power:

SECTION A: To hold meetings, to have one or more officers, and to keep the books of the Corporation, except as otherwise expressly provided by law, at such places, whether within or without the State of Maryland, as may from time to time be designated by the Board.

SECTION B: To make, alter, and repeal By-Laws of the Corporation subject to the revised power of the Stockholders to make, alter and repeal By-Laws.

SECTION C: To determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account, record, book, or document of the Corporation, except as conferred by the laws of the State of Maryland.

SECTION D: To declare and pay dividends upon the shares of capital stock of the Corporation either out of net assets in excess of liabilities including capital or out of net earnings, and to direct the use and disposition of such net assets in excess of liabilities including capital and of such net earnings, all in accordance with the provisions of the laws of the State of Maryland.

SECTION E: To fix and determine from time to time an amount to be set apart out of any of the funds of the Corporation available for dividends a reserve or reserves for working

3313 0976

BOOK 256 PAGE 221

capital or any other proper purpose or to abolish any such reserve or reserves.

SECTION F: To make lawful disposition of any paid-in or of capital charge, or create any reserves out of the same, or charge to the same organization expenses or other similar expenses properly chargeable to capital account.

SECTION G: To use or apply any funds of the Corporation lawfully available therefor for the purchase or acquisition of shares of the capital stock or bonds or other securities of the Corporation, in the market or otherwise, at such price as may be fixed by the Board, and to such extent and in such manner and for such purposes and upon such terms as the Board may deem expedient and as may be permitted by law.

SECTION H: From time to time in such manner and upon such terms and conditions as may be determined by the Board, to provide and carry out and recall, abolish, revise, alter, or change, one or more plan or plans for:

(i) The issue or the purchase and sale of its capital stock or granting of options therefor to any or all of the employees, officers, or Directors of the Corporation, or of any subsidiaries, and the payment of such stock in installments or at one time, with or without the right to vote thereon pending payment therefor in full, and for aiding any such persons in paying for such stock by contributions, compensation for services, or otherwise;

(ii) The participation by any or all of the employees, officers, or Directors of the Corporation, or of any subsidiaries in the profits of the Corporation or of any

BOOK 256 PAGE 222

branch, division, or subsidiary thereof, as part of the Corporation's legitimate expenses; and,

(iii) The furnishing of any or all of the employees, officers, or Directors of the Corporation, or of any subsidiaries, at the expense, wholly or in part, of the Corporation, of insurance against accident, sickness or death, pensions during old age, disability, or unemployment, or retirement benefits.

SECTION I: From time to time to authorize and issue obligations of the Corporation, secured or unsecured, to include therein such covenants and restrictions and such provisions as to redeemability, subordination, convertability, or otherwise and with such maturities, as the Board in their sole discretion may determine, and to authorize the mortgaging of, granting a security interest in, or pledging of, as security therefor, any part of all the property of the Corporation, real or personal, including after acquired property.

XV. TRANSACTIONS WITH RELATED PARTIES

No contract or other transaction between the Corporation and any other corporation in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in, or is a Director or Officer of or are the directors or officers of such other corporation, and any Director or Directors, individually or jointly may be a party or parties to, or may be interested in any such contract or transaction of the Corporation with any person or persons, firm or corporation in the absence of fraud.

BOOK 256 PAGE 223

shall be effected or invalidated by the fact that any Director or Directors of the Corporation is a party or are parties to be interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association, or corporation in which he may be anywise interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he is also a Director of such subsidiary or controlled company.

XVI. PRE-EMPTIVE RIGHTS

No shareholder of the Corporation shall have a pre-emptive right because of his shareholdings to have first offered to him any part of any of the presently authorized shares of the Corporation hereafter issued, optioned or sold, or any part of any debenture, bonds, notes, or securities of the Corporation convertible into shares hereafter issued, optioned, or sold by the Corporation. This provision shall operate to defeat rights in all shares and classes of shares now authorized and in all debentures, bonds, notes or securities of the Corporation which may be convertible into shares, and also to defeat pre-emptive rights in any and all shares and classes of shares and securities convertible into shares which the Corporation may be hereafter authorized to issue by any amended certificate duly filed. Thus, any and all shares of the Corporation presently

BOOK 256 PAGE 224

authorized, and any and all debentures, bonds, notes, or securities of the Corporation which may be hereafter authorized, may at any time be issued, optioned, and contracted for sale, sold and disposed of by the direction of the Board of Directors of the Corporation to such persons, and upon such terms and conditions as may to the Board of Directors seem proper and advisable, without first offering such shares or securities or any part thereof to existing shareholders.

XVII. INDEBTEDNESS

The highest amount of indebtedness or liability to which this Corporation may at any time subject itself to is unlimited.

XVIII. INITIAL REGISTERED OFFICE AND AGENT

6A. The street address of the initial registered office of this Corporation is 3624 Homelot Court, Monkton, Maryland 21111 and the name of the initial registered agent of this Corporation at that address is Carol Gupta.

XIX. EFFECTIVE DATE

The effective date of this Corporation shall be the date as filed with the State Department of Assessments and Taxation of Maryland.

IN WITNESS WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation at Owings Mills, Maryland, this 28th day of February, 1991.

WITNESS:

Helen G. Bettberg Michael R. Limsky
MICHAEL R. LIMSKY

9809R

3313 0980

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 225

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 028m2 BUSINESS CODE 03 COUNTY 52

_____ 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 060

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

ATTENTION: Michael L. Linsky, Esq.

MAIL TO ADDRESS: _____

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 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

3313 0981

0000 0.234

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
DAKOTA IMAGING, INC.

BOOK 253 PAGE 226

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 1, 1991 AT 2:22 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:

\$

D3176021

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
SUMMERFIELD, WILEN & SILVERBERG &
NESSON, P.A.
ST. THOMAS AT OWINGS MILLS
10019 REISTERSTOWN RD., SUITE 301
OWINGS MILLS MD 21117

171C3040753

A 352177



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

7213 0966

0000 0225

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

253 227

HANEY'S GROCERY & DELI, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Robert L. Haney, Sr., whose post office address is 1272 Stoney Run Road, Hanover, Maryland 21076, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is Haney's Grocery & Deli, Inc.

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

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

1. To engage in the business of operating a retail grocery store and delicatessen.
2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 1272 Stoney Run Road, Hanover, Maryland 21076. The name and post office address of the Resident Agent of the Corporation in this State are Robert L. Haney, Sr., 1272 Stoney Run Road, Hanover, Maryland 21076. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be three (3) Directors, whose names are Robert L. Haney, Sr., Scott A. Haney and Stephen A. Haney.

MIGNINI, RAAB
& LIDINSKY
ATTORNEYS AT LAW
3410 WHITE AVENUE
BALTIMORE, MARYLAND
21214
301-420-3000

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

03-05-91

8:41A

10648229

7713 0850

0000 0236

BOOK 231 1323

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 28 day of February, 1991, and I acknowledge the
same to be my act.

Robert L. Haney, Sr.
Robert L. Haney, Sr.

STATE OF MARYLAND:
OF BALTIMORE:

TO WIT:

I HEREBY CERTIFY that on this 28 day of February, 1991, the
above-named personally appeared before me and made oath in due form
of law that the matters and facts set forth in the foregoing
Articles of Incorporation are true and correct as therein stated
and acknowledged that the said Agreement is in fact his act and
deed and that he has full understanding thereof.

AS WITNESS my hand and Notarial Seal.

Matthew B. Gurnea
Notary Public

My Commission Expires: 12-1-92

MIGNINI RAAB
& LIDINSKY
ATTORNEYS AT LAW
3410 WHITE AVENUE
BALTIMORE, MARYLAND
21214
301-426-3000

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, MD 21201

BOOK 256 PAGE 229

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

#

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

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

TOTAL

FEES

40



Check

Cash

NOTE:

Documents on

checks

APPROVED BY:

flm

7313 0852

Code

ATTENTION:

Rudolph E. DeMeo
ESQ.

MAIL TO ADDRESS:

Mignini
Raab & Lidsky
3410 White Ave.
Baltimore MD. 21214-
2301

0000 0228

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
HANEY'S GROCERY & DELI, INC.

BOOK 256 PAGE 230

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 8:41 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:

\$

D3175809

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MIGNINI, RAAB & LIDINSKI
RUDOLPH E. DEMEO, ESQ
3410 WHITE AVE
BALTIMORE MD 21214 2301

171C3040731

A 352163



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

2313 0849

0000 0229

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 231 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1991 MAR -5 A 8:25 ARTICLES OF INCORPORATION REMOVED FOR RECORD
OF 3/5/91 at 8:25 a.m.

PASADENA SQUARE CONDOMINIUM ASSOCIATION, INC.

FIRST: I, Randall E. Goff, whose address is 1460 Ritchie Highway, Suite 201, Arnold, Maryland 21012, being at least eighteen (18) years of age, hereby form a coporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herinafter referred to as the "Council") is:

PASADENA SQUARE CONDOMINIUM ASSOCIATION, INC.

THIRD: The purpose for which the Council is formed is to provide for the administration of Pasadena Square Condominium, a commercial condominium regime (the "Condominium") situate and being in Anne Arundel County, State of Maryland, and known as 2608 Mountain Road, Pasadena, Maryland 21122.

In the promotion of such purposes, the Council shall have power:

(a) To make and establish rules and regulations governing the use of the Condominium.

(b) To levy and collect assessments against its members to defray the common expenses of the Condominium as provided in the Declaration and in the By-Laws establishing the Condominium including, but not limited to, the right to levy and collect assessments for the purchase of insurance on the Condominium and insurance protection of the Council and its members and for the purpose of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real, personal or mixed, including units in the Condominium, which may be necessary or convenient for the operation and management of the Condominium, and in accomplishing the purposes set forth in said Declaration and By-Laws.

(c) To maintain, repair, replace, operate and manage the Condominium, including the right to reconstruct improvements after casulty and to make further improvements to the Condominium.

(d) To contract for the management of the Condominium and to delegate such powers and duties of the Council to such manager as may be provided for in the Declaration or By-Laws of the Council.

(e) To enforce the provisions of the Declaration, these Articles of Incorporation, the By-Laws of the Council which may be adopted, and amended from time to time, and the rules and regulations governing the use of said Condominium.

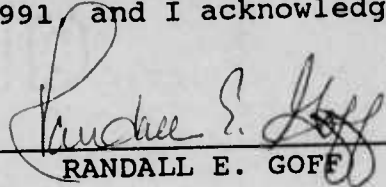
10677159

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ROOM 256 PAGE 233

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this day of February, 1991 and I acknowledge the same to be my act.


RANDALL E. GOFF

COOCH & BOWERS, P.A.
ATTORNEYS AT LAW
1460 RITCHIE HIGHWAY
SUITE 201
ARNOLD, MARYLAND 21012
(301) 974-1900

3313 0505

0000 0241

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 234

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52

_____ 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 9 1 Certified Copy 2
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

ATTENTION: _____

MAIL TO ADDRESS: _____

Randall Giff Esq
Arnold Sta Ste 201
1460 Ritchie Hwy
Arnold Md 21012

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 _____

TOTAL FEES 49

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: msk

copy
made 0506

0000 0242

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
PASADENA SQUARE CONDOMINIUM ASSOCIATION, INC.

BOOK 253 PAGE 235

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 8:25 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

\$

D3175528

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
RANDALL GOFF, ESQ.
1460 RITCHIE HWY., STE. 201
ARNOLD STATION MD 21012
ARNOLD

170C3040703

A 352135



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3713 0502

0000 0242

ARTICLES OF INCORPORATION
FOR
BRAY ENTERPRISES, INC.

BOOK 256 PAGE 2367

(The Corporation Is a Close Corporation as Defined
In Title Four of the Corporations and Associations
Articles of the Annotated Code of Maryland)

ARTICLE FIRST 3-5-91 at 8:32a.m.

The undersigned, Joseph A. Bray, Jr., whose post office address
is 1266 Lake Forest Drive, Davidsonville, Anne Arundel County,
Maryland 21035, being at least twenty-one (21) years of age, hereby
forms a corporation under the general laws of the State of Maryland.

ARTICLE SECOND

The name of the corporation, which is hereinafter referred to as
the "Corporation" is:

BRAY ENTERPRISES, INC.

ARTICLE THIRD

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

ARTICLE FOURTH

The purpose for which the Corporation is formed is to carry on
any business not contrary to the General Corporation Law of Maryland,
and to have and exercise all of the powers conferred upon
corporations formed thereunder, including:

To engage in pool filtering systems. To invest in real estate
ventures. The corporation may also engage in or carry on any other
form of business or engage in any type of investments that may be
deemed to be in the corporation's best interest at the time so long
as such activities are not contrary to the laws of the State of
Maryland or the United States of America.

The Corporation shall have the power to do any and all acts and
things necessary or useful to its business and purposes, and shall
have the general, specific and incidental powers and privileges
granted to it by statute, including:

To enter into and perform contracts; to acquire and exploit
patents, patent rights and other related interests; to acquire, use,
deal in and with, encumber and dispose of real and personal property
without limitation including obligations and/or securities; to borrow
and lend money for its corporate purposes; to invest and reinvest its
funds, and take, hold and deal with real and personal property as
security for the payment of funds loaned or invested, or otherwise,
to vary any investment or employment of capital of the corporation
from time to time; and to create and/or participate with other
corporations and entities for the performance of all undertakings as
partner, joint venturer, or otherwise, and to share or delegate
control therewith or thereto.

10648136

0000 0244

BOOK 256 PAGE 237

To pay pensions and establish and carry out pension, profit sharing, stock option, stock purchase, stock bonus, retirement, benefit, incentive or commission plans, trusts and provisions for any or all of its directors, officers and employees, and for any or all of the directors, officers and employees of its subsidiaries; and to provide insurance or its benefit on the life of any of its directors, officers or employees or on the life of any stockholder for the purpose of acquiring at his death shares of its stock owned by such stockholders.

To merge or consolidate with any corporation in such manner as may be permitted by law; to aid in any manner any corporation whose stocks, bonds or other obligations are held or in any manner guaranteed by this corporation, or in which this corporation is in any way interested; and to do any other act(s) or thing(s) for the preservation, protection, improvement, or enhancement of the value of any such stock, bonds, or other securities; and while owner of any such stock, bonds or other securities to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; and to guarantee the payment of dividend upon any stock, the principal or interest or both, of any bonds or other securities, and the performance of any contracts.

To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes of the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws of the State of Maryland, and to do all such acts and things and conduct business and have one or more officers and exercise its corporate powers within the State of Maryland, and in any and all other places, without limitation.

ARTICLE FIFTH

The post office address of the principal office of the Corporation in the State of Maryland is 1266 Lake Forest Drive, Davidsonville, Anne Arundel County, Maryland 21035.

The name of the resident agent of the Corporation is Joseph A. Bray, Jr., whose address is 1266 Lake Forest Drive, Davidsonville, Anne Arundel County, Maryland, 21035, and said Resident Agent is a citizen of the State of Maryland, and does reside therein.

ARTICLE SIXTH

The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares, with par value of One Dollar (\$1.00) per share, all of one class, Common.

ARTICLE SEVENTH

After the completion of the organization meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time the Corporation shall have one (1) Director whose name is: Joseph A. Bray, Jr.

3313 0499

0000 0245

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLE EIGHTH

The duration of the Corporation shall be perpetual. 256 PAGE 238

ARTICLE NINTH

This Corporation shall indemnify any person who is serving or has served as a Director or Officer of this Corporation, or, at its request, as a director or officer of another corporation in which this Corporation owns shares of stock, or in relation to which this Corporation is a creditor, against expenses actually and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been a director or officer of this Corporation, or of such other corporation, except in relation to matters as to which such person is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which any person may be entitled, under any by-law, agreement, vote of stockholders, or otherwise.

ARTICLE TENTH

No transfer of stock shall be valid, except in accordance with Maryland Corporations and Associates Article, sect. 4-503.

ARTICLE ELEVENTH

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the foregoing Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation as the incorporator and acknowledge same to be my act on this 1st day of March, 1991.

WITNESS

Joseph A. Bray Jr.
JOSEPH A. BRAY, JR.

I do solemnly declare and affirm under the penalties of perjury that the contents of the foregoing document are true and correct to the best of my knowledge, information and belief.

Joseph A. Bray Jr.
JOSEPH A. BRAY, JR.

3313 0500

0000 0246

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 239

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

_____ 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 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

ATTENTION: _____

MAIL TO ADDRESS: _____

Capt. Joseph A Bray Jr.
1266 Lake Forest Dr.
Dyersville Md 21035

TOTAL
FEES

50

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: _____

copy made
FEB 11 1981

0000 0247

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BRAY ENTERPRISES, INC.

BOOK 256 PAGE 240

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 8:32 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:

\$

D3175510

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL COUNTY

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

RETURN TO:
CAPT. JOSEPH A. BRAY, JR.
1266 LAKE FOREST DR.
DAVISONVILLE MD 21035

170C3040702

A 352134



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

3313 0497

0000 0240

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

MAR-04-'91 13:48 ID:LESSANS AND TATE

TEL NO: 301-766-9377

#330 P02

253 241

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

ARTICLES OF INCORPORATION

OF

WINDRUSH FARM HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the Annotated Code of Maryland, Corporations and Associations Article, Section 2-201 et seq., the undersigned, a resident of the State of Maryland, of legal age, has this day formed a non-stock corporation, not for profit, and does hereby certify:

ARTICLE I
Name

The name of the corporation is:

WINDRUSH FARM HOMEOWNERS ASSOCIATION, INC.

hereinafter called the "Association".

ARTICLE II
Principal Office

The principal office of the Association is located at 900 Ritchie Highway/Suite 201, Severna Park, Maryland 21146.

ARTICLE III
Resident Agent

Gary W. Koch, whose address is 900 Ritchie Highway, Suite 201, Severna Park, Maryland 21146, is hereby appointed the initial resident agent of this Association; said resident agent is a citizen of the State of Maryland and actually resides therein.

ARTICLE IV
Purpose of Formation

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide for maintenance, preservation and architectural control of the residential lots and open space and common areas within that certain tract of property (the "Property"), situate in Anne Arundel County, Maryland and intended to be subdivided as the "Windrush Farm" Subdivision, as shown on certain Plats thereof recorded among the Land Records of Anne Arundel County in Plat Book 121, Pages 38 and 39; and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

PA 1991 JUN 10 AM 10:22

10658098

0000 0249

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

MAR-24-'91 13:49 ID:LESSANS AND TATE

TEL NO:301-766-9377

#330 P03

BOOK 256 PAGE 242

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions (the "Declaration") applicable to the Property, recorded among the Land Record of Anne Arundel County, Maryland in Liber HES 4912 folio 839, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.

(b) fix, levy, collect and enforce payment of all charges or assessments payable to the Association, and to pay all expenses in connection therewith, including office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

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

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

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

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

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

ARTICLE V Membership

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

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

MAR-04-'91 13:50 ID:LESSANS AND TATE

TEL NO:301-766-9377

#330 P04

256 243

which is subject to assessment by the Association. The Corporation shall not be authorized to issue stock to any member or entity.

ARTICLE VI
Voting Rights

The Association shall have two classes of voting membership:

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

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

(a) when the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership; or

(b) on December July 1, 1993.

ARTICLE VII
Board of Directors

The affairs of the Association shall be managed by a Board of Directors consisting of no less than three (3) and not more than seven (7) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Gary W. Koch
Nancy Riddleberger
Frances Johnson

ARTICLE VIII
Dissolution

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

MAR-04-'91 13:50 ID:LESSANS AND TATE

TEL NO: 301-766-9377

#330 P05

BOOK 256 PAGE 244

acceptance, such assets shall be granted, conveyed and assigned to a non-profit corporation, association, trust or other organization devoted to such similar purpose.

ARTICLE IX
Duration

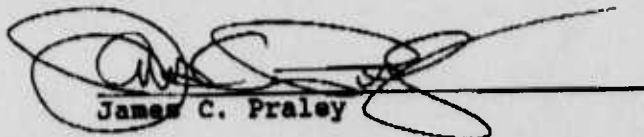
The corporation shall exist perpetually.

ARTICLE X
Amendments

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership. So long as there is a Class B Membership, the following actions will require the prior approval of the Federal Housing Administration and/or the Veterans Administration:

- (a) annexation of additional properties;
- (b) dedication of Common Areas; and,
- (c) amendment of the Declaration of Covenants, Conditions and Restrictions.

IN WITNESS WHEREOF, for the purpose of forming this non-stock corporation under the Laws of the State of Maryland, the undersigned, whose address is 7419 Baltimore-Annapolis Boulevard, Post Office Box 1330, Glen Burnie, Maryland 21061, has executed these Articles of Incorporation this 4th day of March, 1991.


James C. Praley

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

MAR-04-'91 13:51 ID:LESSANS AND TATE

TEL NO: 301-766-9377

#330 P06

BOOK 256 PAGE 245

STATE OF MARYLAND,
COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that on this 4th day of March, 1991, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared JAMES C. PRALEY, who acknowledged himself to be the Incorporator of Windrush Farm Homeowners Association, Inc., and that he executed the foregoing instrument for the purposes therein contained.

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



Doris Kay Nelson
Notary Public
My Commission Expires: 3/1/94

After recordation, please return to:

James C. Praley
Lessans and Tate
7419 Baltimore-Annapolis Blvd.
P.O. Box 1330
Glen Burnie, Maryland 21061

42.koch/windrush1:artinc.wf
3/1/91

MD SCHAEFER



Department of CHARTERS Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 246

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CODE 02

BUSINESS CODE 04

COUNTY 12

Stock ☒ Nonstock

P.A. Religious

Surviving
(Transferee)

Name Change
(New Name)

AMOUNT

FEE REMITTED

Expedited Fee
Organ. & Capitalization
Rec. Fee (Arts. of Inc.)
Rec. Fee (Amendment)
Rec. Fee (Merger or
Consolidation)
Rec. Fee (Transfer)
Rec. Fee (Dissolution)
Rec. Fee (Revival)
Foreign Qualification
Cert. of Qual. or Reg.
Foreign Name Registration
Foreign Name Registration
Certified Copy SP
Penalty
For. Supplemental Cert.
Foreign Resolution
Certificate of Conveyance

Certificate of Merger/Transfer

Special Fee
For. Limited Partnership
Cert. Limited Partnership
Amendment to Limited Partnership
Termination of Limited Partnership
Recordation Tax
State Transfer Tax
Local Transfer Tax
Corp. Good Standing
Foreign Corp. Registration
Limited Part. Good Standing
Financial
Property Reports and
late filing penalties
Change of P.O., R.A. or R.A.A.
Amend/Cancellation, For. Limited Part.
Other
Other

Code 146

ATTENTION: James Praley

MAIL TO ADDRESS:

TOTAL
FEES

101
MasterCard

Documents on check checks

APPROVED BY:

NOTE:

CERTIFIED
COPY MADE

2313 0480

0000 0254

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 246

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 12

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 50 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 11 1 Certified Copy SP
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 146

ATTENTION: James Praley

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 _____
70 _____ Property Reports and late filing penalties
91 _____ Change of P.O., R.A. or R.A.A.
_____ Amend/Cancellation, For. Limited Part.
_____ Other _____
_____ Other _____

MAIL TO ADDRESS: _____

TOTAL FEES

101
Mastercard check

Cash

NOTE:

CERTIFIED
COPY MADE

7313 0480

APPROVED BY: _____

0000 0255

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
WINDRUSH FARM HOMEOWNERS ASSOCIATION, INC.

BOOK 256 PAGE 247

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND March 4, 1991 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:

\$

D3175478

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LESSANS AND TATE
ATTN: JAMES PRALEY
POST OFFICE BOX 1330
GLEN BURNIE

MD 21061 3592

170C3040698

A 352130



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

3313 0474

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

253 248

APPROVED FOR PAYMENT

2/28/91 at 8:16

ARTICLES OF INCORPORATION

OF

W. KEYS ENTERPRISES, INC.

THIS IS TO CERTIFY:

FIRST: The Subscriber, Leonard A. White, whose post office address is 7315 Wisconsin Avenue, Suite 601N, Bethesda, Maryland, 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 intends to form a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: **W. KEYS ENTERPRISES, INC.**

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

A. To purchase real estate and to improve and renovate said real estate for resale; and to do all such things that may be incidental to carrying out the foregoing purpose.

B. To engage in any other lawful purpose and business and to do anything permitted by law.

FOURTH: The post office address of the place at which the principal office of the Corporation in the State of Maryland will be located is 1200 Dixona Drive, Edgewater, Maryland 21037. The resident agent of the Corporation is: **WHIT KEYS**, whose post office address is 1200 Dixona Drive, Edgewater, Maryland 21037. Said resident agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have a minimum of three (3) and a maximum of seven (7) directors, except that when there is no stock outstanding, the number of directors shall not be less than one (1), and if there is stock outstanding, the number of directors may be less than three (3) if there are less than three (3) stockholders, but not less than the number of

1

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

1991 JUN 10 AM 13:22

1991 FEB 28

10590138

3313 0442

0000 0257

256 249

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

stockholders. The number of directors to be chosen within the maximum and minimum limits shall be determined in the manner prescribed by the By-Laws.

The Corporation shall initially have one (1) director. WHIT KEYS shall act as such director until the first annual meeting, or until his successors are duly chosen and qualified.

SIXTH: The total number of shares of the authorized capital stock of the Corporation shall be One Thousand (1,000) shares of common stock of One Dollar (\$1.00) par value.

SEVENTH: The Corporation reserves the right to amend, alter or change any provision contained in these Articles of Incorporation in any manner prescribed by statute, and all rights conferred on stockholders herein are granted subject to this provision.

EIGHTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my Act on this 26th day of February, 1991.

Witness

LEONARD A. WHITE

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 250

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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
50		Cert. of Qual. or Reg.	_____ Address
51		Foreign Name Registration	_____ Resignation of Resident Agent
13	<u>8</u>	<u>1</u> Certified Copy <u>2P</u>	_____ Designation of Resident Agent
56		Penalty	_____ and Resident Agent's Address
54		For. Supplemental Cert.	_____ Other Change
53		Foreign Resolution	_____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	_____
75		Special Fee	Code <u>032</u>
80		For. Limited Partnership	ATTENTION: <u>Leonard</u>
83		Cert. Limited Partnership	<u>A. White, Esq.</u>
84		Amendment to Limited Partnership	_____
85		Termination of Limited Partnership	_____
21		Recordation Tax	MAIL TO ADDRESS: _____
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	_____

TOTAL FEES 48

☒ Check _____ Cash

NOTE: Copy made

Documents on _____ checks

APPROVED BY: SmA

7313 0444

0000 0259

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
W. KEYS ENTERPRISES, INC.

BOOK 256 PAGE 251

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 28, 1991 AT 8:16 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

\$

D3175387

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
GORDON, FEINBLATT, ROTHMAN
HOFFBERGER & HOLLANDER
1200 GARRETT BLDG.
233 E. REDWOOD STREET
BALTIMORE MD 21202

170C3040689

A 352123



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3317 0441

0000 0260

253 252

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

WeeCare Children's Center of Columbia, Inc. RECORD

2-27-91 at 8:33a

A MARYLAND CLOSED CORPORATION

ORGANIZED PURSUANT TO TITLE FOUR OF THE
CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND

ARTICLES OF INCORPORATION

FIRST: I Kenneth T. Looney, whose post office address is 1389 Jones Station road, arnold, Maryland 21012, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation which is hereafter called the "corporation") is: WeeCare Children's Center of Columbia, Inc.

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

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

(1) To establish and operate a child care centers and facilities for the care of children.

(2) To do such acts and carry on such business as may be permitted by section 2-1-3 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 1389 Jones Station Road, Arnold, 21012 0431

10580213

0000 0261

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 253

Maryland 21012.

The name and address of the resident agent in this State is
KENNETH LOONEY, 1389 Jones Station Rd., Arnold, Maryland ~~21146~~ 21012.

SIXTH: 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.

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 Director, Mr. Kenneth T. Looney.

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with the proceeding to the fullest extent 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 successful defends on the merits or otherwise and proceeding referred to in subsections (b) or (c) of the indemnification Section or any claim, issue or matter raised in such proceeding, and 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

0000 0262

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

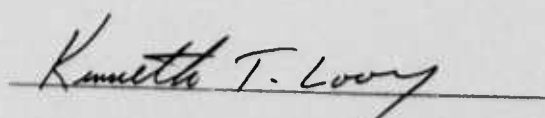

BOOK 256 PAGE 254

shall be 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 are not parties to the proceeding; or (ii) an affirmative vote, at a duly constituted meeting of a meeting of a majority of all votes cast by stockholders who are not parties to the proceeding, that indemnification of such corporate representative other than a present or former officer or director is proper in the circumstances.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS THEREOF, I have signed these Articles of Incorporation this 15 day of February, 1991 and I acknowledge the same to be my act.

Witness:



Kenneth T. Looney

3313 0433

0000 0263

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



WeeCare Children's Center

Hours of Operation: Sunday - Thursday
6:00 a.m. - Midnight
Friday & Saturday 6:00 a.m. - 2:00 a.m.

BOOK 253 PAGE 255

Department of Assessments and Taxation
Charter Division
301 West Preston Street
Baltimore, Md. 21201

25 February 1991

To whom it may concern,

This is a letter of consent from the existing corporation, for the new corporation to use the name WeeCare Children's Center in their corporate name.

Sincerely,

Kenneth Looney
Kenneth Looney
President

Park Plaza • 570 Ritchie Highway • Suite D • Severna Park, MD 21146 • (301) 647-8525

3317 0434

0000 0264

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 256

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02^{MA}

BUSINESS CODE

03

COUNTY

52

_____ 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	<u>10</u>	<u>1</u> Certified Copy <u>4P</u>
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

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Kenneth Looney
1389 Jones Station Rd
Arnold Md 21012

TOTAL
FEES50☒ Check

Cash

Documents on _____ checks

NOTE:

Copy made

APPROVED BY: _____

3313 0435

0000 0265

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
WEECARE CHILDREN'S CENTER OF COLUMBIA, INC.

BOOK 253 PAGE 257

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 27, 1991 AT 8:33 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

\$

D3175361

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
KENNETH LOONEY
1389 JONES STATION RD.
ARNOLD MD 21012

170C3040687

A 352121



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3313 0430

8888 0264

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

BOOK 258 PAGE 258 2/28/91 at 8.41 .m.)
BURGESS MANAGEMENT, INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Harry H. Rieck, whose post office address is 428 Fourth Street, Suite 2, Annapolis, Maryland 21403, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is **BURGESS MANAGEMENT, 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. The purposes of the Corporation are as follows:

(1) to manage, promote, negotiate contracts, enter into merchandising agreements, acquire and hold real property, enter into leases, and in all respects to manage the business and personal affairs of persons engaged in the entertainment industry;

(2) to engage in any other lawful purpose and business; and

(3) 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 is 428 Fourth Street, Suite 2, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State are Harry H. Rieck, Esquire, 428 Fourth Street, Suite 2, Annapolis, Maryland 21403. 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 one thousand (1000) shares of common stock without par value.

1059014
1991 FEB 28 A 8:41

1991 JUN 10 AM 10:22
PR

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 259

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 Harry H. Rieck.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26th day of February, 1991, and I acknowledge the same to be my act.



Harry H. Rieck

Mr. Clerk: please return to:
Harry H. Rieck, Esquire
428 Fourth Street, Suite 2
Annapolis, Maryland 21403
(301) 626-1771

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 260

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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)	<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		Certified Copy	<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 _____
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: <u>Harry H.</u>
84		Amendment to Limited Partnership	<u>Rieck, Esq.</u>
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>428</u>
87		Limited Part. Good Standing	<u>Fourth Street</u>
71		Financial	<u>Suite 2</u>
600		Property Reports and late filing penalties	<u>Annapolis, MD</u>
70		Change of P.O., R.A. or R.A.A.	<u>21403</u>
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 40

☒ Check

☐ Cash

NOTE:

Documents on _____ checks

APPROVED BY: PCM

3312 0505

0000 0269

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BURGESS MANAGEMENT, INC.

BOOK 256 PAGE 261

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 28, 1991 AT 8:41 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:

\$

D3174919

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HARRY H. RIECK, ESQ.
428 FOURTH ST., STE. 2
ANNAPOLIS MD 21403

169C3040642

A 352076



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

3312 0502

8800 0278

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

253 262

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

02-28-91 at

ARTICLES OF INCORPORATION
OF
ONAL AND ASSOCIATES, INC.

RECEIVED
FEB 28 PM 2 30
STATE DEPT. OF
ASSESSMENTS & TAXATION

FIRST: The undersigned, Ellenora deWaal, whose post office address is Post Office Box 1844, Glen Burnie, Maryland 21061, being over eighteen years of age, acting as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: Onal and Associates, Inc.

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

FOURTH: The purposes for which the Corporation is formed, and its powers, are as follows:

(a) To organize and conduct an insurance company for health, automobile, boat, life, disability and any and all types of insurance and financial planning.

(b) To form companies to conduct business and to do anything permitted by the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is Suite Four, 518 Camp Meade Road, Linthicum, Maryland 21090. The name and address of the resident agent of the Corporation in this State is Mert Onal, 7987 Crain Highway, Glen Burnie, Maryland 21061. The resident agent is an individual who is a citizen of Maryland actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares, par value of five cents (\$.05), all of one class and designated as Common Stock.

3312 0499

1991 JUN 10 AM 10:22

0000 0271

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 263

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 Korkut Onal.

EIGHTH: The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments which alter the contract rights of any class of outstanding stock as expressly set forth in the chapter.

NINTH: 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 the Corporation and Association Article of the Annotated Code of Maryland.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and I acknowledge the same to be my act on this 22nd day of February, 1991.

WITNESS:

Thomas A. SearyEllenora deWaal

Ellenora deWaal,
Incorporator

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 264

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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
13		Certified Copy _____	_____ and Resident Agent's Address
56		Penalty	_____ Other Change _____
54		For. Supplemental Cert.	_____
53		Foreign Resolution	_____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	_____
75		Special Fee	Code _____
80		For. Limited Partnership	ATTENTION: _____
83		Cert. Limited Partnership	<u>Ellenora deWaul,</u>
84		Amendment to Limited Partnership	<u>ESQ.</u>
85		Termination of Limited Partnership	_____
21		Recordation Tax	MAIL TO ADDRESS: _____
22		State Transfer Tax	<u>211 C Poplar Ave.</u>
23		Local Transfer Tax	<u>Green Breeze MD.</u>
31		Corp. Good Standing	<u>21061</u>
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	_____

TOTAL FEES 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: SMH

3312 0501

0000 0273

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ONAL AND ASSOCIATES, INC.

BOOK 256 PAGE 265

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND FEBRUARY 28, 1991 AT 2:30 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:

\$

D3174901

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ELLENORA DE WAAL
211-C POPLAR AVE.
GLEN BURNIE

MD 21061

169C3040641

A 352075



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

2212 0498

0000 0274

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

255 266
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-18-91 at 1:30p

CONTEMPORARY STRUCTURES, INC.

ARTICLES OF REVIVAL

ARTICLE FIRST

The name of the corporation at the time the charter was
forfeited was:

PR

CONTEMPORARY STRUCTURES, INC.

ARTICLE SECOND

The name which the corporation will use after revival shall
be:

CONTEMPORARY STRUCTURES, INC.

ARTICLE THIRD

The name and address of the resident agent are:

G. Franklin Pettigrew
1724 Wood Tree Court
Annapolis, Maryland 21401

ARTICLE FOURTH

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

ARTICLE FIFTH

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

- a. Paid all fees required by law;
- b. Filed all annual reports which should have been filed by
the corporation if its charter had not been forfeited.
- c. Paid all state and local taxes, except taxes on real
estate, and all interest and penalties due by the
corporation or which would have become due if the charter
had not been forfeited whether or not barred by
limitations.

ARTICLE SIXTH

The address of the principal office in this state is:

1724 Wood Tree Court
Annapolis, Maryland 21401

(Continued)

10788392

0000 0275

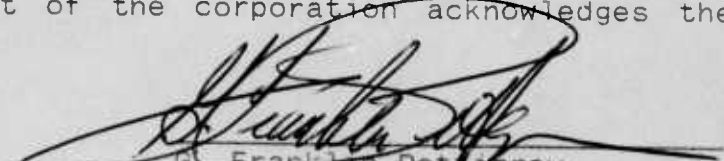
1991 JUN 10 AM 10:22

BOOK 256 PAGE 267

ARTICLES OF REVIVAL: Contemporary Structures, Inc., 2/07/91 (Cont)

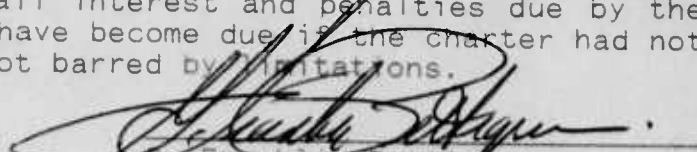
ACKNOWLEDGEMENT

The undersigned, who was the sole incorporator, sole director, and last acting president of the corporation acknowledges the Articles to be his act.


G. Franklin Pettigrew,
Last Acting President

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, G. Franklin Pettigrew, Last Acting President of CONTEMPORARY STRUCTURES, INC. 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.


G. Franklin Pettigrew

I hereby certify that on February 7, 1991 before me the subscriber, a notary public of the State of Maryland, in and for Anne Arundel County personally appeared G. Franklin Pettigrew and made oath under the penalties of 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:


Notary Public

My Commission Expires June 1, 1995

3316 2132

3316 1785

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 268

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 18 BUSINESS CODE 23 COUNTY 52
00980466 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) <u> </u>
20		Organ. & Capitalization	
61		Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	<u> </u> Change of Name
65		Rec. Fee (Dissolution)	<u> </u> Change of Principal Office
66	<u>20</u>	Rec. Fee (Revival)	<u> </u> Change of Resident Agent
52		Foreign Qualification	<u> </u> Change of Resident Agent Address
50		Cert. of Qual. or Reg.	<u> </u> Resignation of Resident Agent
51		Foreign Name Registration	<u> </u> Designation of Resident Agent and Resident Agent's Address
13		Certified Copy	<u> </u> Other Change <u> </u>
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 <u> </u>
80		For. Limited Partnership	
83		Cert. Limited Partnership	ATTENTION: <u> </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> </u>
87		Limited Part. Good Standing	<u>Is Franklin Pettigrew</u>
71		Financial	<u>1724 Wood Tree Court</u>
600		Property Reports and late filing penalties	<u>Annapolis Md 21401</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:

0000 0277

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF REVIVAL
OF
CONTEMPORARY STRUCTURES, INC.

BOOK 256 PAGE 269

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 18, 1991 AT 1:30 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 20.00

\$ 30.00

D0980466

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
G. FRANKLIN PETTIGREW
1724 WOOD TREE COURT
ANNAPOLIS MD 21401

180C3042067

A 353442



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

2316 2130

2316 1983

0000 0270

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-20-91 at 9:05 a.m.

BKN PROPERTIES, INC.

BOOK 256 PAGE 270

A MARYLAND CLOSE CORPORATION ORGANIZED PURSUANT TO
TITLE 4 OF THE CORPORATION AND ASSOCIATIONS
ARTICLE OF THE ANNOTATED CODE OF MARYLAND

ARTICLES OF INCORPORATION

FIRST: I, the undersigned, Boman K. Najmi, whose post office address is 2024 Huntwood Drive, Gambrills, Maryland 21054, being at least eighteen years of age do hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (hereafter referred to as the "Corporation") is "BKN Properties, 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 buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate plants, properties, and real and personal property of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein or pertaining thereto; to construct, improve, repair and raze buildings, structures, and works of all kinds for

10798278

0000 0279

1991 JUN 10 AM 10:22

PR

50 & A 02 MAR 1991

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 271

itself; to advance loans secured by mortgages or other liens on real estate, Generally to do everything suitable, proper, and conducive to the successful conduct of real estate business.

(2) To do anything not inconsistent with the preceding sub-paragraph and permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office of the Corporation in this State is 2431 Crofton Lane, Suite 9, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this State is Michael J. Finifter, 401 Washington Avenue, Suite 303, Towson, Maryland 21204. 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, with a par value of ten cents (\$.10) per share, all of one class.

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 Boman K. Najmi.

EIGHTH: The following provisions are hereby adopted for the

BOOK 255 PAGE 272

purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation, or after the election to have no Board of Directors becomes effective, the stockholders, are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and 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 the redemption of, and the conversion rights of such shares or securities.

(b) 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 or Officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of any other corporation or any firm having any contract or transaction with the Corporation, and any Director or Officer of the Corporation who is also a Director or Officer of

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 255 FILE 273

such other corporation may be counted in determining the existence of a quorum at any meeting of the Board of Directors or 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 corporation or not so interested.

(c) The Corporation shall indemnify any Director, Officer or employee, or former Director, Officer or employee of the Corporation, against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil, criminal or administrative, in which he is made a party by reason of being or having been such Director, Officer or employee except in relation to matters as to which he shall be adjudged in such action to be liable for negligence or misconduct in the performance of duty to the Corporation. The Corporation may also reimburse to any Director, Officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of the stockholders that it was to the interest of the Corporation that such settlement be made and that such Director, Officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall

3315 1981
2715 1870

0000 0282

BOOK 256 PAGE 274

not be deemed exclusive of any other rights to which such individual may be entitled under any statute, by-law, agreement, vote of stockholders or otherwise.

(d) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any of its stock by classification, reclassification or otherwise. Any such amendment which changes the terms of any of the outstanding stock or rights of stockholders shall be valid if authorized by the same vote and procedure as required in the case of charter amendments not changing the terms of outstanding stock.

(e) The holders of shares of stock of the Corporation shall have pre-emptive preference to subscribe for or to purchase any part of any shares of stock of any class of the Corporation, whether now or hereafter authorized.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I, the undersigned incorporator, on this 19th day of MARCH, 1991, acknowledge the foregoing Articles of Incorporation to be my act and that to the best of my knowledge, information and belief, the matters and facts contained therein are true in all material respects.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

WITNESS:

BOOK 256 PAGE 275

Julie E. Kang

Roman K. Najmi

Roman K. Najmi

c:\document\bkn.aoi

NEW STAR BRAND
SOUTHWORTH CO, USA
25% COTTON FIBER

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 276

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 028 BUSINESS CODE 031 COUNTY 52
_____ 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		_____ 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: _____
87		_____ Limited Part. Good Standing	<u>Michael J. Finifter, P.A.</u>
71		Financial	<u>Suite 303</u>
600		_____ Personal	<u>Equitable Tower Bldg.</u>
		Property Reports and late filing penalties	<u>401 Washington Avenue</u>
70		Change of P.O., R.A. or R.A.A.	<u>Towson, Md. 21204</u>
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: MSH

2216 1577

2216 1984

0000 0285

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BKN PROPERTIES, INC.

BOOK 256 PAGE 277

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 9:05 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:

\$

D3184553

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MICHAEL J. FINIFTER
401 WASHINGTON AVE.
STE. 303
TOWSON

MD 21204

180C3042040

A 353417



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

335-1225

RR00-0284

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

253 278
ARTICLE OF INCORPORATION
OF

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD

A. J. MOBILE TRUCK REPAIR, INC. 3-20-91 at 8:55a.m.

THIS IS TO CERTIFY:

FIRST: I, ARTHUR J. CASCIO, whose post office address is 8283 W.B. & A. Road, Severn, Maryland 21144, (Anne Arundel County), being at least eighteen (18) years of age, do hereby form a Corporation by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is herein-after called the "Corporation") is A. J. MOBILE TRUCK REPAIR, INC.

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

(1) To engage in the business of repairing motor vehicles, trucks, truck-trailers, and vehicles of any and all kind.

(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 8283 W.B. & A. Road, Severn, Maryland 21144. The resident agent of the Corporation in the State of Maryland is ARTHUR J. CASCIO, whose post office address is 8283 W.B. & A. Road, Severn, Maryland 21144.

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 Corporation elects to have at least two (2) Directors. The acting Directors of the Corporation, pending election of same, shall be ARTHUR J. CASCIO and BARBARA J. GRANT.

SEVENTH: (1) As used in this Article Seventh, 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.

10798294

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

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

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

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19 day of March 1991, and I acknowledge the same to be my act.

WITNESS:

Carol Link

Arthur J. Cascio (SEAL)
ARTHUR J. CASCIO

3316 1991
2416 1991

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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)	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: _____
87		Limited Part. Good Standing	<u>Thomas B. McDee</u>
71		Financial	<u>1827 Wilkens Avenue</u>
600		Property Reports and late filing penalties	<u>Baltimore, Md. 21223</u>
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 40

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: MSL

2316 1574
2316 1930

0000 0289

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
A. J. MOBILE TRUCK REPAIR, INC.

BOOK 256 PAGE 281

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 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:

\$

D3184454

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
THOMAS B. MCGEE
1827 WILKINS AVE.
BALTIMORE

MD 21223

180C3042030

A 353408



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

180C 1576
2016 1927

0000 0200

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

_____ 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 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:

Thomas B. Mc Gee
1827 Wilkens Avenue
Baltimore, Md. 21223

TOTAL FEES

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

3316 1930

0000 0291

96
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3-20-91 239p
ARTICLES OF INCORPORATION

RECEIVED
MAR 20 PM 2 39
STATE DEPT. OF
ASSESSMENTS & TAXATION

OF
M. HILTZ, INC.

256 282

FIRST: I, MICHAEL BARRY HILTZ, whose post office address
is 24 Stevens Road, Glen Burnie, Maryland 21060, 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.

PR
1991 JUN 10 AM 10:23
SECOND: The name of the Corporation (which is hereafter
called the "Corporation" is: M. HILTZ, INC.

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

1. To engage in the business of repairing and fixing
air conditioners, refrigerators, heat pumps, heating units,
installation of all heating, air conditioning and
refrigeration products, to engage in the repair and installa-
tion of all heating and air conditioning products, and to
perform in connection therewith any and all services, and to
engage in any and all activities incident thereto;
2. To enter into partnerships, joint ventures and other
business associations for any lawful purposes;
3. To purchase, lease and otherwise acquire, hold,

- 1 -

2216-1584

10808071

0000 0292

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 283

mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;

4. To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment;

5. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation;

6. To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character.

7. To apply for, obtain, register, purchase, lease or otherwise acquire or own by concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trade-marks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any way otherwise deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

8. To acquire by purchase, subscription or otherwise and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares

- 2 -

7716 1892
7716 1501

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 284

of the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefore, in the same manner provided by law, shares of the capital stock, bonds, or other obligations of the corporation; and while the holder or owner of any such shares of capital stocks, script, voting trust certificates, bonds, mortgages, or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

9. To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, building, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Maryland, which may be useful to accomplish any and all of the purposes of carrying on any of the business of the character hereinbefore referred to;

10. To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds as permitted by law;

- 3 -

7316 1853

~~7316 1592~~

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 285

11. To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal or to issue bonds, debentures, debenture stocks or notes without any such security;

12. To purchase, hold and reissue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

13. To have one or more offices and places of business to carry on all or any part of its operations or business, without restrictions or limit as to the amount of the places in any of the cities, district or territories of the United States, subject to the laws of such state, district or territory.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or in reference from the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy

- 4 -

FILED 1954

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 286

all the powers, rights and privileges granted to or conferred upon corporation of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges, so granted or conferred.

FOURTH: The post office address of the principal office of the corporation in this State is 24 Stevens Road, Glen Burnie, Maryland 21060. The name and post office address of the resident agent of the corporation in this State is Michael Barry Hiltz, 24 Stevens Road, Glen Burnie, Maryland 21060. 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 one thousand (1000) shares of capital stock without par value.

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

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

(2) If there is stock outstanding and so long as there

7715 1504
7315 1055

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CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 287

are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Michael Barry Hiltz, and Deborah Lucille Hiltz, and Steven M. Vogelhut.

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 are 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 on, such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no

3316 1895
2316 1585

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CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 288

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 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:

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

2015 1057

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CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 289

proceeding to the fullest extent permitted by law and in accordance with the Indemnification Section.

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

- 8 -

3316 1258
3316 1502

0000 0299

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 290

IN WITNESS WHEREOF I have signed these Articles of
Incorporation this day of , 1991,
and I acknowledge same to be my act.

WITNESS:

Michael Barry Hiltz President
MICHAEL BARRY HILTZ

- 9 -

23215-1899
23215-1899

0000 0300

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 291

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52# _____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	<u>30</u>	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

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

MAIL TO ADDRESS: _____

Michael Hiltz
24 Stenear Rd
Glen Burnie Md
21060TOTAL FEES 70_____ Check ☒ Cash

NOTE: _____

_____ Documents on _____ checks

APPROVED BY: Jo3316 1960
3316 1509

0000 0301

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
M. HILTZ, INC.

BOOK 256 PAGE 292

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 2:39 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

\$

D3184314

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MICHAEL BARRY HILTZ
24 STEVENS ROAD
GLEN BURNIE MD 21060

180C3042016

A 353400



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

~~256 1498~~
256 1498

BOOK 256 PAGE 293

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ENVIRONMENTAL MANAGEMENT STRATEGIES, INC.

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

3-19-91 at RECEIVED 10:11 p.m.

'91 MAR 19 PM 12 11

THIS IS TO CERTIFY:

FIRST We, Martin G. Howard and Laura E. Clayton, whose post office address is 7546 Ritchie Highway Suite A, Glen Burnie, Maryland, 21061, being at least eighteen(18) years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND The name of the Corporation (which is hereinafter called the Corporation) is Environmental Management Strategies, Inc.

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

1. To provide professional environmental management services to all types of businesses.
2. To provide temporary help services in environmental management.
3. To provide consulting services to and for environmental contractors, and distribution of related equipment.
4. To provide environmental management services.

FOURTH The post office address of the principle office of the Corporation in Maryland is 7546 Ritchie Highway Suite A, Glen Burnie, Maryland, 21061. The name and post office address of the resident agent of the Corporation in Maryland is Laura Clayton, 308 Snow Hill Road, Baltimore, Maryland, 21225.

FIFTH THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

SIXTH The number of directors of the Corporation shall be two(2), which number may be increased or decreased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are Martin G. Howard and Laura E. Clayton.

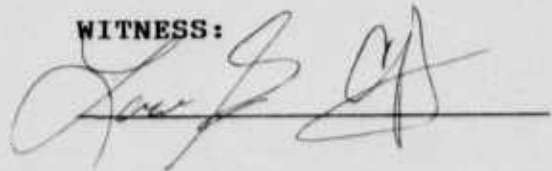
SEVENTH The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of directors and members:

AMENDED LAWFUL PROVISIONS SHALL BE INSERTED THROUGHOUT THE DURATION OF THE CORPORATION.

EIGHTH The duration of the Corporation shall be perpetual.

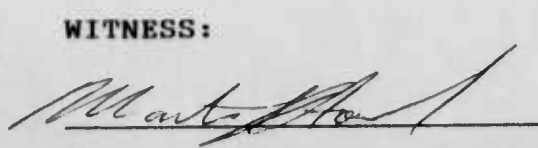
IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 19th day of March, 1991, and severally acknowledge the same to be our act.

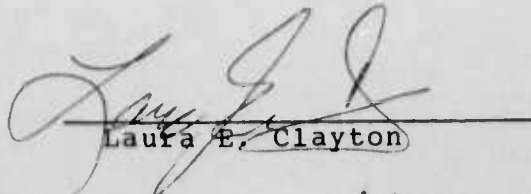
WITNESS:




Martin G. Howard

WITNESS:




Laura E. Clayton

10798023

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0307

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 256 PAGE 294

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52
_____ P.A. _____ Religious _____ Close _____ Stock ☒ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>30</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		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>Laura Clayton</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>308 Snow Hill Rd.</u>
87		Limited Part. Good Standing	<u>Baltimore, Md.</u>
71		Financial	<u>21225</u>
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	

TOTAL FEES 40

_____ Check 40 Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: A

0000 0304

BOOK 253 PAGE 295

ARTICLES OF INCORPORATION
OF
ENVIRONMENTAL MANAGEMENT STRATEGIES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 19, 1991 AT 12:11 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

\$

D3183977

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LAURA CLAYTON
308 SNOW HILL RD.
BALTIMORE

MD 21225

180C3041982

A 353367



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

3316 1671

0000 0385

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 296

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3/15/91 at 12:30 p.m.

- FIRST: The undersigned Charles M. Nossick, whose post office address is, 810 Southern Hills Dr, Arnold Maryland 21012, being at least eighteen years of age does hereby form a corporation under the general laws of the State of Maryland.
- SECOND: The name of the corporation, ADVANTAGE ENGINEERING & DESIGN CORPORATION.
- THIRD: The corporation shall be a closed corporation as authorized by Title 4.
- FOURTH: The purpose for which the Corporation is formed are as follows:
To provide engineering & technical support in the state of Maryland, where the need warrant.
- FIFTH: The post office address of the principal office of the Corporation in Maryland is, 3 Church Circle, Suite 202, Annapolis, Anne Arundel Co. 21401. ✓
THE RESIDENT AGENT IS: CHARLES M. NOSSICK, AT SAME ADDRESS.
- SIXTH: The total number of shares of stock which the Corporation has authority to issue is 1,000,000 (one million) shares of the par value of (.005) a share, all of one class, and having an aggregate par value of (\$5,000.00).
- SEVENTH: After the completion of the organization meetin of the director and the issuance of one or more shares of the corporation, the corporation shall have no board of directors. Until such time, the corporation shall have one director, whose name is Charles M. Nossick.
- EIGHTH: The number of directors of the corporation shall be one, which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than one, and the name of the director who shall act until the first annual meeting or outil their successors are duly chosen and qualified is Charles M. Nossick.
- NINTH: The following provisions are hereby adopted for the purposes of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders: (N/A)

10778369-55
3316 1214

0000 0306

CLERK'S NOTATION

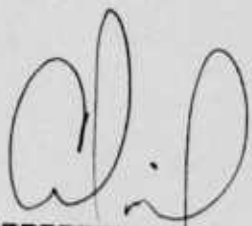
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

Articles of Inc.

BOOK 256 PAGE 297

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on, March 15, 1991, and severally
acknowledge the same to be my act.



Charles M. Nossick

7345-13486

0000 0307

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 298

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
61		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: _____
87		Limited Part. Good Standing	<u>Charles Nossick</u>
71		Financial	<u>Advantage Engineering</u>
600		_____ Personal	<u>+ Design Corporation</u>
		Property Reports and late filing penalties	<u>3 Church Circle</u>
70		Change of P.O., R.A. or R.A.A.	<u>#202</u>
91		Amend/Cancellation, For. Limited Part.	<u>Annapolis Md 21401</u>
		Other	
		Other	

TOTAL FEES 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: PCm

3316 1316

3316 1667

0000 0300

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 299

ARTICLES OF INCORPORATION
OF
ADVANTAGE ENGINEERING & DESIGN CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 12:30 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:

\$

D3183951

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CHARLES M. NOSSICK
3 CHURCH CIRCLE
STE. 202
ANNAPOLIS

MD 21401

180C3041980

A 353365



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

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 300

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3-19-91 at 2:13 P.m.

LARRY CARL CAMPBELL CO., INC.

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

ARTICLES OF INCORPORATION

FIRST: I, Larry Carl Campbell, whose address is 5016 Lerch Drive, Shadyside, Maryland 20764, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

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

LARRY CARL CAMPBELL CO., INC.

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

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

(1) To conduct the business of a general building contractor; and to engage in any other lawful purpose and business; and

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

STATE DEPT. OF
ASSESSMENTS & TAXATION
RECEIVED
91 MAR 19 PM 2 13
1

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7716 1437

0000 0310

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

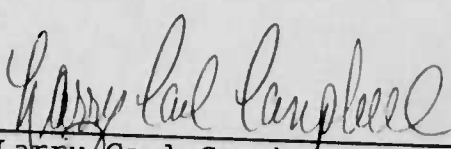
BOOK 256 PAGE 301

FIFTH: The post office address of the principal office of the Corporation in this State is 5016 Lerch Drive, Shadyside, Maryland 20764. The name and post office address of the Resident Agent of the Corporation in this State are Larry Carl Campbell, of 5016 Lerch Drive, Shadyside, Maryland 20764. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Pursuant to §4-302(a)(1) of the Corporations and Associations Article of the Annotated Code of Maryland, this election shall become effective after completion of the organization meeting of directors and the issuance of at least one share of the stock of the Corporation. Until this election becomes effective, there shall be one (1) director, whose name is Larry Carl Campbell.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19 day of March, 1991, and I acknowledge the same to be my act.


Larry Carl Campbell

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 302

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	Name Change
20	<u>200</u>	Organ. & Capitalization	(New Name) _____
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
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	_____	_____ Certified Copy _____	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change _____
53	_____	Foreign Resolution	_____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	Code _____
80	_____	For. Limited Partnership	ATTENTION: _____
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	MAIL TO ADDRESS: _____
NA	_____	Foreign Corp. Registration	<u>William Kaplan PC</u>
87	_____	_____ Limited Part. Good Standing	<u>1738 Elm Rd</u>
71	_____	Financial	<u>Ste 318</u>
600	_____	_____ Personal	<u>Silver Spring, Md 20903</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 70

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: MSK

3316 1120

3316 1439

0000 0312

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
LARRY CARL CAMPBELL CO., INC.

BOOK 256 PAGE 303

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 19, 1991 AT 2:13 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:

\$

D3183647

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
WILLIAM KAPLAN, PC
1738 ELTON ROAD
STE. 318
SILVER SPRING MD 20903

179C3041949

A 353333



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

2316-1417
2316-1436

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 304

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
RECEIVED 12:29 PM
3-19-91 at 19 PM 12 29

ARTICLES OF INCORPORATION

OF

INFOGROUP, INC.
(A Close Corporation)

STATE ~~FIRST~~ The undersigned ^A Dewey Jordan ^{A 3}, 389 Grinstead Road,
ASSESSMENTS & TAXATION
Severna Park, MD 21146, being eighteen (18) years of age or older,
does hereby form a close corporation under the general laws of the
State of Maryland.

SECOND: The name of the corporation (hereinafter
"corporation") is INFOGROUP, INC.

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

A. To contract for, subcontract for, sell, lease or
otherwise provide all manner and kinds of computer hardware,
software, supplies, equipment, product and/or services, including
consulting services.

B. To carry on and conduct a general computer products and
services consulting business.

C. To purchase, lease, or otherwise acquire, and to hold,
own, service, install, maintain and operate, lease, hire, grant the
use of, or otherwise dispose of, and to generally deal in and with
equipment and products of all kinds and descriptions.

D. To buy or otherwise acquire, invest in, hold, warehouse,
store, lease, exchange, mortgage, hypothecate, pledge, lien or
otherwise encumber, loan, borrow money on, trade, deal in,
transport, ship, or otherwise move, sell, dispose of on contract
or consignment or otherwise, real or personal property, chattels,
goods, wares and merchandise or rights, franchises, interests, and
good will therein.

10798022

3316 1400
2716 1081

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 305

E. To borrow and lend money and negotiate loans; to purchase, own, subscribe for, draw, make, execute, issue, take, accept, hold, sell, exchange, deliver, endorse, guarantee, discount, transfer, assign, pledge, hypothecate, cancel, mortgage or otherwise acquire, dispose of or deal in trust or otherwise in the whole or any part of the shares, stocks, bonds, coupons, debentures, acceptances, mortgages, obligations, contracts, notes, evidence of debt, bills of exchange, warrants, dividends, instruments of negotiable or transferable warehouse receipts, choices in action or securities of government, individual partnerships, associations, and corporations, public, quasi-public or private, domestic or foreign, including those of its own issue, and all trust or other certificates of, or receipts evidencing interest in any such security; to issue and exchange therefore its own stock, bonds and other obligations, and while holder or owner of such securities therein, to exercise all the rights, powers and privileges of ownership including the right to vote thereon for any and all purposes; and while the holder to issue and exchange therefore, shares of its own stock, bonds or other obligations; to aid any corporation, partnership or ventures in which it may have an interest and to do all legal acts and things for the preservation, protection, improvement, development and enhancement of the value of any such corporation, partnership or venture, or of its stock, bonds, securities, evidence of indebtedness, contracts or other obligations.

F. To provide, hire and discharge managers, officers and employees.

G. To do all and everything necessary, suitable and proper for the attainment of any of the purposes, the accomplishments of

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 306

any of the objects or the furtherance of any of the powers hereinbefore set forth; to carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on whether or not in connection with the foregoing or calculated directly or indirectly to promote the interest of the association or to enhance the value of its properties; and to have, enjoy and exercise any and all rights, powers and privileges provided the same not be inconsistent with the laws of the State of Maryland or with the laws enacted by the Congress of the United States.

H. To do any and all things herein set forth as fully and to the same extent as natural person might do or as may be permitted by law.

FOURTH: The post office address of the principal office of the corporation in the State of Maryland is 389 Grinstead Road, Severna Park, MD 21146.

The name and post office address of the resident agent of the corporation in the State of Maryland is Dewey Jordon, 389 Grinstead Road, Severna Park, MD 21146. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 10,000 shares with a par value of \$1.00 per share, all of one class. The initial capitalization will be not less than One Thousand Dollars (\$1,000).

The following is a description of stock of the corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class:

A. Only one class of stock shall be issued.

~~2216 1402~~

2216 1402

0000 0314

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 255 PAGE 307

B. No preference shall be given as to particular shares of stock.

C. Shares issues are to be nonconvertible common stock.

D. The owner or owners of the stock of the corporation shall be entitled to one vote for each share of stock so owned.

E. No shareholder shall be entitled as a matter of right to subscribe for or receive additional shares of stock of the corporation, or any bonds, debentures or other securities convertible into stock.

SIXTH: The corporation shall be a "close corporation" in accordance with the laws of the State of Maryland effective at the earliest date permissible under the laws of the State of Maryland.

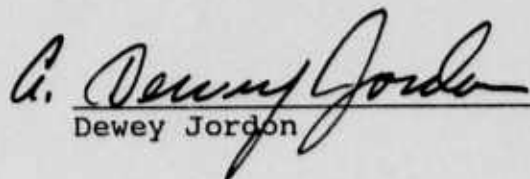
The corporation shall have no board of directors. The stockholders shall manage the business affairs of the corporation by their direct action and may exercise all powers of directors.

Until such time as this provision becomes effective, Dewey Jordon shall be the director of the corporation.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation reserves the right to amend, alter, change or repeal any provisions contained in the foregoing Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on shareholders, directors and/or officers are subject to this reserve power.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 18 day of March, 1991.


Dewey Jordon

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DISTRICT OF COLUMBIA

:

BOOK 256 PAGE 308

:

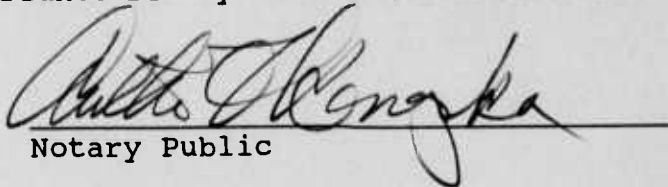
SS

CITY OF WASHINGTON

:

On this 18th day of March, 1991 before me, a notary public,
personally appeared Dewey Jordon, known or identified to me to be
the person whose name is subscribed to the foregoing instrument and
acknowledged that he executed the same for the purposes therein
contained.

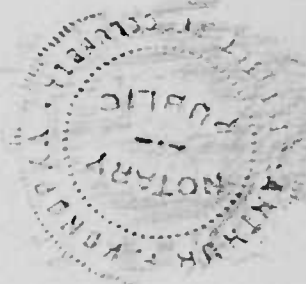
IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:

7/14/1995

arjmiscdoc\corporat\infogrp.art



STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 309

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10	<u>30</u>	Expedited Fee	Name Change (New Name) _____
20	<u>80</u>	Organ. & Capitalization	
61	<u>80</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: _____
87	_____	_____ Limited Part. Good Standing	<u>A. Dewey Jordan</u>
71	_____	Financial	<u>389 Grinstead Rd</u>
600	_____	_____ Personal	<u>Severna Park Md</u>
	_____	Property Reports and late filing penalties	<u>21146</u>
70	_____	Change of P.O., R.A. or R.A.A.	
91	_____	Amend/Cancellation, For. Limited Part.	
	_____	Other	
	_____	Other	

TOTAL FEES 70

☒ Check ☐ Cash

Documents on _____ checks

APPROVED BY: MSL

NOTE:

ack null

2216 1095

2216 1405

0000 0319

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
INFOGROUP, INC.

BOOK 256 PAGE 310

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 19, 1991 AT 12:29 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:

\$

D3183571

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DEWEY JORDON
389 GRINSTEAD ROAD
SEVERNA PARK MD 21146

179C3041942

A 353327



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

3316 1088

3316 1088

0000 0320

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 311

APPROVED FOR RECORD

3-18-91 at 9:30 A.m.

ARTICLES OF INCORPORATION
OF
DEMETER MLB, INC.

A CLOSE CORPORATION

1. The undersigned, C. B. Carlan, whose post office address is Suite 203, 619 Severn Avenue, Annapolis, MD 21403, Anne Arundel County, being at least 18 years of age, does hereby form a corporation under the General Laws of the State of Maryland.
2. This Corporation shall be a Close Corporation.
3. The name of the corporation is Demeter MLB, Inc.
4. The purpose for which the Corporation is formed is to engage in and to conduct any and all lawful activities that it may elect to pursue.
5. The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of similar character by the General Laws of the State of Maryland now or hereinafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.
6. The post office address of the place at which the principal office of the Corporation in this State shall be located is Suite 203, 619 Severn Avenue, Annapolis, MD 21403.
7. The name and address of the resident agent of the Corporation is Dr. Robert Marine, c/o Suite 203, 619 Severn Avenue, Annapolis, MD 21403, and the said person is a citizen of the State and actually resides therein.
8. The total amount of authorized capital stock of the Corporation is one thousand (1000) shares, without nominal or par value.
9. The number of directors of the Corporation comprising the full Board shall be one, who shall serve until the organizational meeting of the stockholders and Board of Directors, at which time the Corporation may elect to operate without a Board, as may be more fully set forth in the By-Laws of the Corporation. The name and address of the Director who shall serve until the organizational meeting is Dr. Robert Marine, c/o Suite 203, 619 Severn Avenue, Annapolis, Maryland 21403.
10. The duration of the Corporation shall be perpetual.

10798058

3716 1367

0000 0321

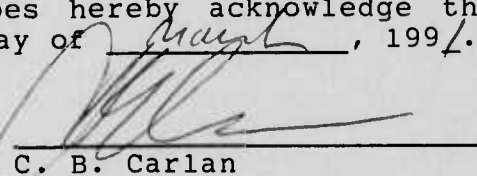
CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 312.

11. These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation and does hereby acknowledge the same to be his act on this 6th day of August, 1994.


C. B. Carlan
Suite 203
619 Severn Ave.
Annapolis, MD 21403

337216-1388

0000 0322

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 313

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 0258 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>25</u>	Organ. & Capitalization	
61		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>Cabell B. Carlson</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>Suite 203</u>
87		_____ Limited Part. Good Standing	<u>619 Severn Ave</u>
71		Financial	<u>Annapolis, Md</u>
600		_____ Personal	<u>21403</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 40

1 Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: mw

3316 0984

3316 1469

0000 0323

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
DEMETER MLB, INC.

BOOK 256 PAGE 314

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 18, 1991 AT 9:30 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

D3183514

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CABELL B. CARLAN
619 SEVERN AVE.
STE. 203
ANNAPOLIS

MD 21403

179C3041936

A 353322



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

3316 1366

0000 0324

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 315

APPROVED FOR RECORD

3-18-91 at 9:30 A.M.

ARTICLES OF INCORPORATION

FIRST: I, Oracius S Brunson Jr whose post office address is
1822-A Copeland St. Annapolis, MD. 21401, 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 Butch Sweet Productions Inc.

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

- (1) plan, develop, implement, acquire and operate
new business ventures, and
- (2) to do anything as permitted by Section 2 - 103
of the Corporations and Associations' Article
of the Annotated Code of Maryland, as amended
from time to time.

FOURTH: The post office address of the principal office of the Corporation
in the State of Maryland is 1822-A Copeland St. Annapolis, MD. 21401
The name and post office address of the Resident Agent of the Corporation is
Oracius Sylvester Brunson Jr 1822-A Copeland St. Annapolis, MD. 21401
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 numbers 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, the number of
Directors may be less than three (3) but not less
than one (1); and

10778821

3316 1709

0000 0325

PR
1991 JUN 10 AM 10:23

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 316

- 2 -

- (2) the name(s) of the Director(s) who shall act
until the first annual meeting or until their
successors are duly chosen and qualified

are: Oracius Sylvester Brunson, Jr.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this
12th day of March, 19 91, and acknowledge the
same to be my act.

WITNESS:

Lelona GordonOracius S. Brunson, Jr.~~2716 1014~~

7316 1310

0000 0326

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 317

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 029

BUSINESS CODE 03

COUNTY 52

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
20 20 _____ Organ. & Capitalization
61 00 _____ 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: _____

Oracius Brunson Jr.
1822 Copeland St.
Apt. A
Annapolis, Md
21401

TOTAL
FEES 40

Check _____

Cash _____

NOTE: _____

Documents on _____ checks _____

APPROVED BY: msc

7315 1015

7315 1311

0000 0327

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BUTCH SWEET PRODUCTIONS INC.

BOOK 256 A 318

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 18, 1991 AT 9:30 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:

\$

D3183415

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ORACIUS SYLVESTER BRUNSON, JR.
1822-A COPELAND STREET, APT. A
ANNAPOLIS MD 21401

179C3041926

A 353313



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

2316 1312

2316 1308

0000 0328

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 319

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

ARTICLES OF INCORPORATION
OF
RIVA BAY X-RAY, INC.

3-18-91 at 9:30 A.M.

A CLOSE CORPORATION

1. The undersigned, C. B. Carlan, whose post office address is Suite 203, 619 Severn Avenue, Annapolis, MD 21403, Anne Arundel County, being at least 18 years of age, does hereby form a corporation under the General Laws of the State of Maryland.

2. This Corporation shall be a Close Corporation.

3. The name of the corporation is Riva Bay X-Ray, Inc.

4. The purpose for which the Corporation is formed is to engage in and to conduct any and all lawful activities that it may elect to pursue.

5. The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to or conferred upon corporations of similar character by the General Laws of the State of Maryland now or hereinafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

✓ 6. The post office address of the place at which the principal office of the Corporation in this State shall be located is 2525 Riva Road, Annapolis, MD 21401.

7. The name and address of the resident agent of the Corporation is Dr. Robert Marine, 2525 Riva Road, Annapolis, MD 21401, and the said person is a citizen of the State and actually resides therein.

8. The total amount of authorized capital stock of the Corporation is one thousand (1000) shares, without nominal or par value.

9. The number of directors of the Corporation comprising the full Board shall be one, who shall serve until the organizational meeting of the stockholders and Board of Directors, at which time the Corporation may elect to operate without a Board, as may be more fully set forth in the By-Laws of the Corporation. The name and address of the Director who shall serve until the organizational meeting is Dr. Robert Marine, 2525 Riva Road, Annapolis, Maryland 21403.

10. The duration of the Corporation shall be perpetual.

10778401 3316 1090

0000 0329

PR

1991 JUN 10 AM 10:23


CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

11. These Articles of Incorporation may be amended in the
manner provided by law.

BOOK 256 PAGE 320

IN WITNESS WHEREOF, the undersigned has signed these
Articles of Incorporation and does hereby acknowledge the
same to be his act on this 6th day of MARCH, 1999.


C. B. Carlan
Suite 203
619 Severn Ave.
Annapolis, MD 21403

3316 1091

0000 0330

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 321

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 0248 BUSINESS CODE 03 COUNTY 52
_____ 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: Cabell B. Carlan

MAIL TO ADDRESS: _____

Suite 203
619 Jernon Ave.
Annapolis, Md
21403

TOTAL
FEES 40

☒ Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: ML

7316 1082

0000 0321

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
RIVA BAY X-RAY, INC.

BOOK 255 PAGE 322

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 18, 1991 AT 9:30 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

\$

D3182995

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CABEL B. CARLAN
619 SEVERN AVE.
STE. 203
ANNAPOLIS

MD 21403

179C3041884

A 353276



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

3716 1079

8800 0322

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 323

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

SELECT LIMOUSINE SERVICE, INC. 3-14-91 859a

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

ARTICLES OF AMENDMENT

SELECT LIMOUSINE SERVICE, INC., a Maryland corporation,
having its principal office at 715 Harness Creek View Drive,
Annapolis, Maryland 21403 (hereinafter referred to as the
"Corporation"), hereby certifies to the State Department of
Assessments and Taxation of Maryland (the "Department") that:

FIRST: 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 Ernest J. Keyworth."

SECOND: The Charter of the Corporation is hereby
amended by adding thereto the following new Article ELEVENTH:

"ELEVENTH: 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: 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 approved the
foregoing amendments and by written informal action
unanimously taken by the stockholders of the Corporation in
accordance with Section 2-505 of the Corporations and
Associations Article of the Annotated Code of Maryland, the
stockholders of the Corporation duly approved said
amendments.

IN WITNESS WHEREOF, SELECT LIMOUSINE SERVICE, INC. has
caused these presents to be signed in its name and on its
behalf by its President and its corporate seal to be
hereunder affixed and attested by its Secretary on this
8th day of March, 1991, and its President
acknowledges that these Articles of Amendment are the act and
deed of SELECT LIMOUSINE SERVICE, INC. and, under the
penalties of perjury, that the matters and facts set forth

10738223

7316 0852

0000 0337

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 324

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

ATTEST:

SELECT LIMOUSINE SERVICE, INC.

Richard L. Hall
Richard L. Hall, Secretary

By: Ernest J. Keyworth
Ernest J. Keyworth, President

temp\eg\limoamend.cmm

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 325

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 09 BUSINESS CODE 03 COUNTY 59

W 2797272 P.A. Religious ☒ Close ☒ Stock ☐ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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	<u>7</u>	<u>1</u> Certified Copy <u>2p</u>	_____
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 _____	_____

Code 133

ATTENTION: Christopher May

MAIL TO ADDRESS: _____

TOTAL FEES 27

☒ Check ☐ Cash

NOTE: add close

Documents on _____ checks

APPROVED BY: ps

3316 0854

0000 0325

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF AMENDMENT
OF
SELECT LIMOUSINE SERVICE, INC.

BOOK 256 PAGE 326

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 8:59 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

\$

D2797272

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
COUNCIL, BARADEL, KOSMERL
& NOLAN, P.A.-CHRISTOPHER MAY
POST OFFICE BOX 2289
125 WEST STREET, FOURTH FLOOR
ANNAPOLIS MD 21404 2289

178C3041834

A 353226



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

2316 0951

RR00 0324

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

253 327
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR PAYMENT
T & M INDUSTRIES, INC. 03-14-91 at 8:21 A.M.
ARTICLES OF AMENDMENT AND RESTATEMENT
8-21

T & M INDUSTRIES, INC., a Maryland corporation, having its principal office at 252 Autumn Chase Drive, Annapolis, MD 21401 Anne Arundel County (hereinafter referred to as the "Corporation") hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended to provide for a new Corporate Name:

ON-SITE WASTE MANAGEMENT, INC.

THIRD: The charter of the Corporation is hereby amended to provide for a new address for its designated agent and principal office address: 252 Autumn Chase Drive, Annapolis, MD 21401.

FOURTH: The Charter of the Corporation is hereby amended by striking in their entirety Articles FIRST through SEVENTH, inclusive, and substituting in lieu thereof the following:

FIRST: That I, the subscriber, R. Bronson Turner, whose post office address is 252 Autumn Chase Drive, Annapolis, MD 21401, being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, hereby form a corporation.

SECOND: The name of the corporation (which is hereinafter

1991 JUN 10 AM 10:23

PR

1

10738279

7716 0813

0000 0337

BOOK 256 PAGE 328

called the "Corporation") is:

ON-SITE WASTE MANAGEMENT, INC. ✓

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

- (a) To sell, service, train, install and warrant waste and waste water treatment equipment.
- (b) To finance the necessary credit in the furtherance of the above business.
- (c) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.
- (d) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.
- (e) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.
- (f) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the

BOOK 256 PAGE 329.

estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid business or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

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

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 330

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

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

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

BOOK 256 PAGE 331

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

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

✓ FOURTH: The post office address of the principal office of the Corporation is 252 Autumn Chase Drive, Anne Arundel County, Annapolis, MD 21401. The resident agent of the Corporation is R. Bronson Turner, whose post office address is 252 Autumn Chase Drive, Anne Arundel County, Annapolis, MD 21401. Said resident agent is a citizen of the state of Maryland and actually resides therein.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 332

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one hundred thousand (100,000) shares of the par value of One (\$1.00) Dollar 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 (\$100,00.00) Dollars.

SIXTH: The Corporation shall have (3) directors, and R. Bronson Turner and William G. Franz and Lee Littleton shall act as such until the first annual meeting and until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the Bylaws shall from time to time provide.

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:

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

(b) No contract or other transaction between this Corporation and any other corporation and no act of the Corporation shall in any way be affected or invalidated by the fact that any of

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 333

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 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 who is so interested may be counted in determining the existence of quorum at any meeting of the Board Of Directors of the 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.

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

BOOK 256 PAGE 234

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

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

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or

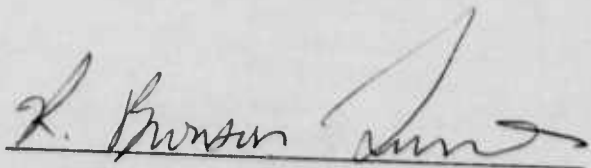
BOOK 256 PAGE 335

authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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

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

EIGHTH: The duration of the Corporation shall be perpetual.
IN WITNESS WHEREOF, I have signed these articles of Incorporation on this 12th day of February, 1986, and acknowledge the same to be my act.



R. Bronson Turner

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

D2159796

BUSINESS CODE

COUNTY 52

Merging
(Transferor)

P.A.

Religious

Close

Stock

Nonstock

Surviving
(Transferee)

CODE AMOUNT FEE REMITTED

10

20

61

62

63

64

65

66

52

50

51

13

56

54

53

73

76

75

80

83

84

85

21

22

23

31

NA

87

71

600

70

91

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Other

Name Change
(New Name)

ON-SITE
WASTE MANAGEMENT,
INC.

- ☒ 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:

Inmark Group Inc.
252 Autumn Chase Dr.
Annapolis MD 21401

TOTAL
FEES

20

Check

Cash

Documents on

checks

NOTE:

APPROVED BY:

smf

3716 0922

0000 034*

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF AMENDMENT AND RESTATEMENT
OF
T & M INDUSTRIES, INC.
CHANGING ITS NAME TO:
ON-SITE WASTE MANAGEMENT, INC.

BOOK 256 P. 337

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 8:21 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2159796

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
INMARK GROUP, INC.
252 AUTUMN CHASE DRIVE
ANNAPOLIS MD 21401

178C3041827

A 353221



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

2316 0812

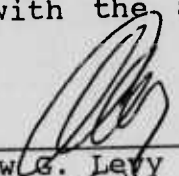
BOOK 256 PAGE 338

BOARD OF DIRECTORS RESOLUTION

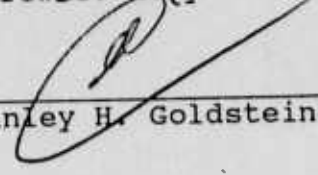
The undersigned, constituting all of the Directors of MLC Properties, Ltd. (the "Corporation") hereby unanimously approve the following:

RESOLVED: That the Resident Agent of the Corporation is hereby changed from Paul E. Pennoyer, 2139 Defense Highway, Crofton, Maryland 21114 TO Andrew G. Levy, 2200 Defense Highway, Suite 300, Crofton, Maryland 21114.

RESOLVED: That the officers of the Corporation take all steps necessary to effect this change with the State Department of Assessments and Taxation.



Andrew G. Levy



Stanley H. Goldstein

The above is certified to be a true copy of the Resolution duly passed and adopted by the Board of Directors.



Linda Stuckrath, Asst. Secretary

10668004

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT
3/7/91 at 8:30 P.M.

3315 0694

0000 034A

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 339

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D2803765 P.A. Resignation Class Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	_____	Expedited Fee	_____
20	_____	Organ. & Capitalization	_____
61	_____	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
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	_____	_____ Certified Copy _____	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change _____
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: _____
87	_____	_____ Limited Part. Good Standing	<u>W.L. Properties, Inc.</u>
71	_____	Financial	<u>P.O. Box 3433</u>
600	_____	_____ Personal	<u>Crofton, MD 21114</u>

70	\$10.00	Property Reports and late filing penalties	
91	_____	Change of P.O., R.A. or R.A.A.	
_____	_____	Amend/Cancellation, For. Limited Part.	
_____	_____	Other	
_____	_____	Other	

TOTAL FEES \$10.00

_____ 1 Check _____ Cash NOTE:
_____ 1 Documents on _____ 1 checks

APPROVED BY: RMC 7216 0695

0000 0349

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 340

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
MLC PROPERTIES, LTD.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 8:30 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 10.00

\$

D2803765

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MLC PROPERTIES, INC.
P. O. BOX 3433
CROFTON

MD 21114

178C3041801

A 353197



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

2216 0693

0000 0350

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

JCW/MARYLAND-d
1/15/91/lrm

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3/15/91 at 2:21 p.m.

MARYLAND CAPITOL TITLE CORPORATION

ARTICLES OF VOLUNTARY DISSOLUTION

BOOK 255 PAGE 341

MARYLAND CAPITOL TITLE CORPORATION, a Maryland corporation (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is c/o First Federal Savings Bank of Annapolis, 2024 West Street, Annapolis, Maryland 21401.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is John G. Wharton, Esquire, Niles, Barton & Wilmer, 111 South Calver Street, Baltimore, Maryland 21202.

FOURTH: The name and address of each director of the Corporation are as follows:

Mr. Jack Crigger
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack
2024 West Street
Annapolis, Maryland 21401

FIFTH: The name, title and address of each officer of the Corporation are as follows:

Mr. Jack Crigger - President
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack - Secretary
2024 West Street
Annapolis, Maryland 21401

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation. The dissolution was approved as follows:

10788463

3316 0592

0000 0351

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 342

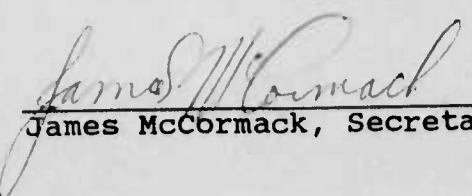

The directors of the Corporation adopted a resolution by unanimous written consent declaring the dissolution of the Corporation advisable and directing that the proposed dissolution be submitted for consideration by the sole stockholder for approval by written consent. The dissolution was approved by the sole stockholder by written consent.

SEVENTH: Notice of approved dissolution was mailed to all known creditors of the Corporation on December 11, 1990. The Corporation has no employees.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, MARYLAND CAPITOL TITLE CORPORATION, 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 1st day of January, 1991, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of MARYLAND CAPITOL TITLE CORPORATION, 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:

MARYLAND CAPITOL TITLE
CORPORATION
James McCormack, Secretary
Jack Crigger, President

0000 0352

BOOK 256 PAGE 343

AFFIDAVIT OF MARYLAND CAPITOL TITLE CORPORATION

MARYLAND CAPITOL TITLE CORPORATION, a Maryland corporation (the "Corporation"), certifies that it owned no personal property as of January 1, 1991.

IN WITNESS WHEREOF, the Corporation has caused this Affidavit to be signed in its name and on its behalf on this 1st day of January, 1991, by its President who acknowledges that this Affidavit is the act of the Corporation and that, to the best of his knowledge, information and belief and under the penalties of perjury, all matters and facts contained in this Affidavit are true in all material respects.

ATTEST:

MARYLAND CAPITOL TITLE
CORPORATION

James McCormack
James McCormack, Secretary

Jack Crigger (SEAL)
Jack Crigger, President

SDB:ResoNoProp

1116 0595

0000 0353

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISION

LOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746

ARNOLD G. HOLZ, CPA,
DIRECTOR

BOOK 256 PAGE 344

Dear Sir/Madam:

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

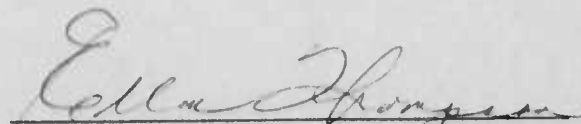
THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

MARYLAND CAPITOL TITLE CORPORATION

have been paid.

WITNESS my hand and official seal this

14TH day of JANUARY A.D. 19 91.


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

MY TELEPHONE NUMBER IS:

TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

0000 0354

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 103, ARUNDEL CENTER



Anne Arundel County

MS-1103; BOX 1831
ANNAPOLIS, MARYLAND 21404

BOOK 256 PAGE 345

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 841-6750
FROM WASHINGTON: 261-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1130
SALES TAX DIVISION: EXT. 1144

DATE 2/6/91
ACCT# 9-100-D0331082

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
Maryland Capital Title Corp.
are paid thru 1990/91. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

Mrs. Kruelle for
AUGUST H. KRUELLE, Revenue Admin.

3316 0597

0000 0355

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

City of



Annapolis

BOOK 256 PAGE 346

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

Annap. 263-7952
Balto. 269-5410

March 7, 1991

TO WHOM IT MAY CONCERN:

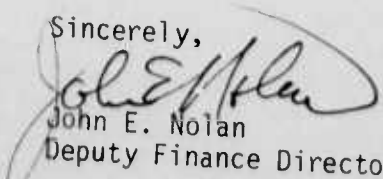
This is to certify that all corporation taxes levied by the City of
Annapolis to

Maryland Capitol Title Corporation
D0331082

have been paid through June 30, 1989.

This is the most recent year for which an assessment was received.

Sincerely,


John E. Nolan
Deputy Finance Director

Printed on Recycled Paper

3315 0598

0000 0354

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 253 PAGE 347

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 19 BUSINESS CODE _____ COUNTY 52
D0331082 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	<u>30</u>	Expedited Fee	
20		Organ. & Capitalization	
61		Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	
65	<u>820</u>	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	<u>30</u>	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 late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

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 046

ATTENTION: Susan Baker

MAIL TO ADDRESS: _____

TOTAL FEES

80 Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: A

0000 0357

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 348

THE ARTICLES OF DISSOLUTION
OF
MARYLAND CAPITOL TITLE CORPORATION

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 2:21 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

D0331082

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
NILES, BARTON & WILMER
SUSAN BAKER
111 SOUTH CALVERT ST. #1400
BALTIMORE MD 21202

178C3041798

A 353194



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

3316 0592

0000 035A

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

JCW/DIVERS-d
1/15/91/lrm

BOOK 256 PAGE 349

DIVERSIFIED FINANCIAL SERVICES, INC.

ARTICLES OF VOLUNTARY DISSOLUTION

DIVERSIFIED FINANCIAL SERVICES, INC., a Maryland corporation (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth and the post office address of the principal office of the Corporation in the State of Maryland is c/o First Federal Savings Bank of Annapolis, 2024 West Street, Annapolis, Maryland 21401.

THIRD: The name and address of a resident agent of the Corporation who shall serve for one (1) year after dissolution and until the affairs are wound up is John G. Wharton, Esquire, 111 South Calvert Street, Baltimore, Maryland 21202.

FOURTH: The name and address of each director of the Corporation are as follows:

Mr. Jack Crigger
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack
2024 West Street
Annapolis, Maryland 21401

FIFTH: The name, title and address of each officer of the Corporation are as follows:

Mr. Jack Crigger - President
2024 West Street
Annapolis, Maryland 21401

Mr. James McCormack - Secretary
2024 West Street
Annapolis, Maryland 21401

SIXTH: The voluntary dissolution of the Corporation was approved in the manner and by the vote required by law and by the Charter of the Corporation. The dissolution was approved as follows:

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3/15/91 at 2:31 P.M. 10788462

0000 0359

BOOK 256 PAGE 350

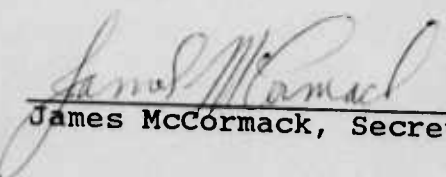
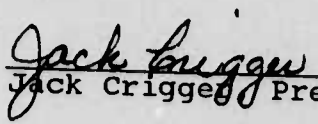
The directors of the Corporation adopted a resolution by unanimous written consent declaring the dissolution of the Corporation advisable and directing that the proposed dissolution be submitted for consideration by the sole stockholder for approval by written consent. The dissolution was approved by the sole stockholder by written consent.

SEVENTH: Notice of approved dissolution was mailed to all known creditors of the corporation on December 11, 1990. The Corporation has no employees.

EIGHTH: These Articles of Voluntary Dissolution are accompanied by Certificates provided by Section 3-407(c)(2) of the Corporations and Associations Article of the Annotated Code of Maryland, stating that all taxes not barred by limitations which are levied on assessments made by the State Department of Assessments and Taxation of Maryland and billed by and payable to the issuer of each of said Certificates by the Corporation, including taxes for the current year, have been paid or provided for in a manner satisfactory to the issuer of each of said Certificates.

IN WITNESS WHEREOF, DIVERSIFIED FINANCIAL SERVICES, 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 1st day of January, 1991, and its President acknowledges that these Articles of Voluntary Dissolution are the act and deed of DIVERSIFIED FINANCIAL SERVICES, 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:

DIVERSIFIED FINANCIAL
SERVICES, INC.
James McCormack, Secretary
Jack Crigger, President

7315 0586

0000 0360

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 351

AFFIDAVIT OF DIVERSIFIED FINANCIAL SERVICES, INC.

DIVERSIFIED FINANCIAL SERVICES, INC., a Maryland corporation (the "Corporation"), certifies that it owned no personal property as of January 1, 1991.

IN WITNESS WHEREOF, the Corporation has caused this Affidavit to be signed in its name and on its behalf on this 18th day of January, 1991, by its President who acknowledges that this Affidavit is the act of the Corporation and that, to the best of his knowledge, information and belief and under the penalties of perjury, all matters and facts contained in this Affidavit are true in all material respects.

ATTEST:
INC.

DIVERSIFIED FINANCIAL SERVICES,

James McCormack
James McCormack, Secretary

Jack Crigger (SEAL)
Jack Crigger, President

SDB:ResoNoProp

3316 0587

0000 0361

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

BOOK 256 PAGE 352

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISION

LOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746

ARNOLD G. HOLZ, CPA,
DIRECTOR

Dear Sir/Madam:

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


THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

DIVERSIFIED FINANCIAL SERVICES, INC.

have been paid.

WITNESS my hand and official seal this

14TH day of JANUARY A.D. 1991 .


DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

MY TELEPHONE NUMBER IS:

TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

0000 0362

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

OFFICE OF FINANCE
BILLINGS AND CUSTOMER SERVICE DIVISION
ROOM 103, ARUNDEL CENTER



Anne Arundel County

MS-1103, BOX 1531
ANNAPOLIS, MARYLAND 21404

BOOK 256 PAGE 353

TELEPHONE: (301) 224-1144
FROM BALTIMORE: 841-6750
FROM WASHINGTON: 281-8250
TAX BILLING: EXT. 1144
WATER & SEWER BILLING: EXT. 1170
SALES TAX DIVISION: EXT. 1144

DATE

26 Feb 91

ACCT#

9606D0606061

TO WHOM IT MAY CONCERN

This is to certify that all Corporation/Personal Property taxes in the name of
Diversified Financial Services Inc.
are paid thru 1990/1991. Our records indicate that this is the last
year certified to us by the Maryland State Department of Assessment and Taxation.

Anne Arundel County, Maryland

Thomas G. Redman for

AUGUST H. KRUELLE, Revenue A

3316 0589

0000 0363

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 354

City of



Annapolis

MUNICIPAL BUILDING
160 DUKE OF GLOUCESTER STREET
ANNAPOLIS, MARYLAND 21401

WILLIAM S. TYLER
FINANCE DIRECTOR
FINANCE OFFICE

Annap. 263-7952
Balto. 269-5410

February 26, 1991

TO WHOM IT MAY CONCERN:

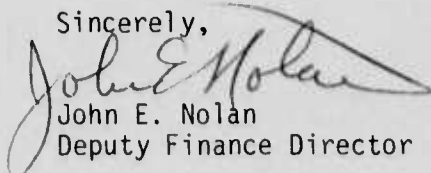
This is to certify that all corporation taxes levied by the City of
Annapolis to

Diversified Financial Services, Inc.
D-0606061

have been paid through June 30, 1990.

The State Department of Assessments and Taxation abated the assessment
for the year ending June 30, 1991.

Sincerely,


John E. Nolan
Deputy Finance Director

7716 0590

Printed on Recycled Paper

0000 0364

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 355

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

D0606061 P.A. Religious Close Stock Nonstock

Merging
(Transferor)Surviving
(Transferee)

CODE AMOUNT FEE REMITTED

10	30	Expedited Fee
20		Organ. & Capitalization
61		Rec. Fee (Arts. of Inc.)
62		Rec. Fee (Amendment)
63		Rec. Fee (Merger or Consolidation)
64		Rec. Fee (Transfer)
65	20	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)

<input type="checkbox"/>	Change of Name
<input type="checkbox"/>	Change of Principal Office
<input checked="" type="checkbox"/>	Change of Resident Agent
<input checked="" type="checkbox"/>	Change of Resident Agent Address
<input type="checkbox"/>	Resignation of Resident Agent
<input type="checkbox"/>	Designation of Resident Agent and Resident Agent's Address
<input type="checkbox"/>	Other Change

76 Certificate of Merger/Transfer

Code 046

75	30	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:

Susan Baker

MAIL TO ADDRESS:

TOTAL
FEES

80

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

A

3316 0591

0000 0365

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 356

THE ARTICLES OF DISSOLUTION
OF
DIVERSIFIED FINANCIAL SERVICES, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 2:31 O'CLOCK P. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 20.00

\$ 30.00

D0606061

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
NILES, BARTON & WILMER
SUSAN BAKER
111 SOUTH CALVERT ST. #1400
BALTIMORE MD 21202

178C3041797

A 353193



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

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 357 ALREADY FOR PAYMENT
03-15-91 8:43 A.M.

1991 MAR 15 A 8:43

CHARITIES U.S.A., INC.

ARTICLES OF AMENDMENT

CHARITIES U.S.A., INC., having its principal office at 2A Village Green, Crofton, Anne Arundel County, Maryland 21114, (hereinafter called "Corporation"), hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Charter of the Corporation is hereby amended to read as follows:

The heading and Article SECOND are hereby amended to read as follows:

"SECOND": The name of the Corporation (hereinafter called the "Corporation") is CUSA, INC. ✓

SECOND: At a special meeting of the Board of Directors of the Corporation, the foregoing Amendment to the Charter was set forth, and unanimously declared to be advisable and directed to be submitted to the Stockholders of the Corporation for action thereon.

THIRD: At a special meeting of the stockholders of the Corporation, the foregoing Amendment to the Charter was set forth and approved by all of the Stockholders of the Corporation.

FOURTH: The Amendment to the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by all of the Stockholders of the Corporation.

IN WITNESS WHEREOF, CHARITIES U.S.A., INC. has caused these presents to be signed in its name and on its behalf by its President on this 14TH day of MARCH, 1991 and its President, under the penalties of perjury, acknowledges that these Articles of Amendment are the Corporate act of said Corporation and that to the best of his knowledge, information and belief, the matters and facts set forth herein are true and in all material respects.

CHARITIES U.S.A., INC.

ATTEST;

BY: Raymond J. Grace Pres.
RAYMOND J. GRACE, PRESIDENT

Edwin J. Kennedy, Sec.
EDWIN J. KENNEDY, SECRETARY

10748149

0000 0367

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 358

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 09A^{MA} BUSINESS CODE _____ COUNTY 52
D2594828 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	_____	Expedited Fee	Name Change <u>CUSA, Inc.</u>
20	_____	Organ. & Capitalization	(New Name) _____
61	_____	Rec. Fee (Arts. of Inc.)	
62	<u>20</u>	Rec. Fee (Amendment)	
63	_____	Rec. Fee (Merger or Consolidation)	
64	_____	Rec. Fee (Transfer)	<input checked="" type="checkbox"/> 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>Edwin J. Kennedy</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>Chantis</u>
87	_____	Limited Part. Good Standing	<u>USA, Inc.</u>
71	_____	Financial	<u>2-A Village Green</u>
600	_____	Property Reports and late filing penalties	<u>Crofton, MD. 21114</u>
70	_____	Change of P.O., R.A. or R.A.A.	
91	_____	Amend/Cancellation, For. Limited Part.	
	_____	Other	
	_____	Other	

TOTAL FEES 20

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

7716 0549

0000 0368

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF AMENDMENT
OF
CHARITIES U.S.A., INC.
CHANGING ITS NAME TO:
CUSA, INC.

BOOK 256 PAGE 359

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 8:43 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

\$

D2594828

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CHARITIES U.S.A., INC.
EDWIN J. KENNEDY
2-A VILLAGE GREEN
CROFTON

MD 21114

178C3041788

A 353185



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

3316 0546

0000 0369

BOOK 256 PAGE 360

CORPORATE RESOLUTION

A meeting of the Board of Directors of The Regency Corporation held pursuant to waiver of notice thereof on February 1, 1991. The purpose of the meeting was to approve the new Corporate address and address for the Resident Agent.

RESOLVED that the new principal office effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the new address of the Resident Agent effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the Vice-President and Secretary are authorized to take any and all actions necessary in connection with the foregoing address changes. The Resident Agent has executed this Resolution acknowledging assent.

FURTHER RESOLVED that the Secretary of the Corporation, David R. Priddy, be and is authorized and empowered to certify a copy of these Resolutions to such persons as the Secretary may deem to be entitled thereto.

IN WITNESS WHEREOF, the Directors of the Corporation have agreed to this Corporate Resolution on this 1st day of February, 1991.

Witnesseth

David R. Priddy
David R. Priddy, Secretary

Frank V. Mason
Frank V. Mason, President

David R. Priddy
David R. Priddy, Resident Agent

1991 MAR - 7 A 9 18

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

3/1/91 at 9:18 a.m.

3316 0452

0000 0370

D SCHAEFER



Baltimore, Md.
BOOK 256 PAGE 361

COUNTY 52

BUSINESS CODE

Stock Nonstock

Surviving
(Transferee)

Name Change
(New Name)

FEE REMITTED

Expedited Fee
Organ. & Capitalization
Rec. Fee (Arts. of Inc.)
Rec. Fee (Amendment)
Rec. Fee (Merger or
Consolidation)
Rec. Fee (Transfer)
Rec. Fee (Dissolution)
Rec. Fee (Revival)
Foreign Qualification
Cert. of Qual. or Reg.
Foreign Name Registration
Certified Copy
Penalty
For. Supplemental Cert.
Foreign Resolution
Certificate of Conveyance

Certificate of Merger/Transfer

Special Fee
For. Limited Partnership
Cert. Limited Partnership
Amendment to Limited Partnership
Termination of Limited Partnership
Recordation Tax
State Transfer Tax
Local Transfer Tax
Corp. Good Standing
Foreign Corp. Registration
Limited Part. Good Standing
Financial

Property Reports and
late filing penalties
Change of P.O., R.A. or R.A.A.
Amend/Cancellation, For. Limited Part.
Other
Other

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:

Regency Homes Cooperative
49 Old Blomington Island Road
District 301
Annapolis, Md 21401

NOTE:

TOTAL
FEES

\$10.00

1 Check

1 checks

APPROVED BY:

RMC

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0000 0371

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
THE REGENCY CORPORATION

BOOK 256 PAGE 362

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:18 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$

\$ 10.00

\$

D2350080

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
REGENCY HOMES CORPORATION
49 OLD SOLOMONS ISLAND ROAD
SUITE 301
ANNAPOLIS MD 21401

178C3041767

A 353167



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

3316 0451

0000 0377

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 363

CORPORATE RESOLUTION

A meeting of the Board of Directors of Livingston Woods Homeowners Association, Inc. held pursuant to waiver of notice thereof on February 1, 1991. The purpose of the meeting was to approve the new Corporate address and address for the Resident Agent.

RESOLVED that the new PRINCIPAL OFFICE effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the new address of the Resident Agent effective February 8, 1991 shall be 49 Old Solomons Island Road, Suite 301, Annapolis, Maryland 21401.

FURTHER RESOLVED that the Vice-President and Secretary are authorized to take any and all actions necessary in connection with the foregoing address changes. The Resident Agent has executed this Resolution acknowledging assent.

FURTHER RESOLVED that the Secretary of the Corporation, David R. Priddy, be and is authorized and empowered to certify a copy of these Resolutions to such persons as the Secretary may deem to be entitled thereto.

IN WITNESS WHEREOF, the Directors of the Corporation have agreed to this Corporate Resolution on this 1st day of February, 1991.

Witnesseth

Geraldine K. Verrier
Geraldine K. Verrier
Assistant Secretary

David R. Priddy
David R. Priddy, President

1991 MAR - 1 A 9 28

David R. Priddy
David R. Priddy, Resident Agent

PR

1991 JUN 10 AM 10:23

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

3/7/91 at 9:28 A.M.

3316-0449

0000 0373

PAUL B. ANDERSON
Administrator



**Department of Assessments and Taxation
CHARTER DIVISION**

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 364

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D3131695 P.A. Religious Class _____ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
1	100.00	100.00
2	100.00	100.00
3	100.00	100.00
4	100.00	100.00
5	100.00	100.00
6	100.00	100.00
7	100.00	100.00
8	100.00	100.00
9	100.00	100.00
10	100.00	100.00
11	100.00	100.00
12	100.00	100.00
13	100.00	100.00
14	100.00	100.00
15	100.00	100.00
16	100.00	100.00
17	100.00	100.00
18	100.00	100.00
19	100.00	100.00
20	100.00	100.00
21	100.00	100.00
22	100.00	100.00
23	100.00	100.00
24	100.00	100.00
25	100.00	100.00
26	100.00	100.00
27	100.00	100.00
28	100.00	100.00
29	100.00	100.00
30	100.00	100.00
31	100.00	100.00
32	100.00	100.00
33	100.00	100.00
34	100.00	100.00
35	100.00	100.00
36	100.00	100.00
37	100.00	100.00
38	100.00	100.00
39	100.00	100.00
40	100.00	100.00
41	100.00	100.00
42	100.00	100.00
43	100.00	100.00
44	100.00	100.00
45	100.00	100.00
46	100.00	100.00
47	100.00	100.00
48	100.00	100.00
49	100.00	100.00
50	100.00	100.00
51	100.00	100.00
52	100.00	100.00
53	100.00	100.00
54	100.00	100.00
55	100.00	100.00
56	100.00	100.00
57	100.00	100.00
58	100.00	100.00
59	100.00	100.00
60	100.00	100.00
61	100.00	100.00
62	100.00	100.00
63	100.00	100.00
64	100.00	100.00
65	100.00	100.00
66	100.00	100.00
67	100.00	100.00
68	100.00	100.00
69	100.00	100.00
70	100.00	100.00
71	100.00	100.00
72	100.00	100.00
73	100.00	100.00
74	100.00	100.00
75	100.00	100.00
76	100.00	100.00
77	100.00	100.00
78	100.00	100.00
79	100.00	100.00
80	100.00	100.00
81	100.00	100.00
82	100.00	100.00
83	100.00	100.00
84	100.00	100.00
85	100.00	100.00
86	100.00	100.00
87	100.00	100.00
88	100.00	100.00
89	100.00	100.00
90	100.00	100.00
91	100.00	100.00
92	100.00	100.00
93	100.00	100.00
94	100.00	100.00
95	100.00	100.00
96	100.00	100.00
97	100.00	100.00
98	100.00	100.00
99	100.00	100.00
100	100.00	100.00

10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	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

Code_____

ATTENTION:

MAIL TO ADDRESS

Homeowners Association

49 Old Idomora Island Rd

Sept 30

Annapolis Md 21401

**TOTAL
FEES** \$10.00

1 Check Cash

NOTE:

1 Documents on 1 checks

APPROVED BY: RMC

0000 0374

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 365

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
LIVINGSTON WOODS HOMEOWNERS ASSOCIATION, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 7, 1991 AT 9:28 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

RECORDING
FEE PAID:

SPECIAL
FEE PAID:

\$

\$ 10.00

\$

D3131695

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LIVINGSTON WOODS HOMEOWNERS
ASSOCIATION, INC.
49 OLD SOLOMONS ISLAND ROAD
SUITE 301
ANNAPOLIS MD 21401

178C3041766

A 353166



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

3315 0449

0000 0375

BOOK 256 PAGE 366

ARTICLES OF INCORPORATION

OF
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
COLONIAL HOUSING, INC.

APPROVED FOR PAYMENT

THIS IS TO CERTIFY:

03-15-91 at 3:04 P.m.

RECEIVED
91 MAR 15 PM 3 09
STATE DEPT. OF
ASSESSMENTS & TAXATION

That the undersigned, Searle E. Mitnick, whose post office address is 10th Floor - Sun Life Building, 20 South Charles Street, Baltimore, Maryland 21201, being of full legal age and a citizen of the State of Maryland and of the United States, acting as incorporator, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

FIRST: The name of the Corporation (which is hereinafter called the "Corporation") is: **COLONIAL HOUSING, INC.**

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

1. To acquire by purchase or lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the Corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, or alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied and to mortgage, sell, lease or otherwise dispose of any lands or interest in lands and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings or other structures at any time owned by the Corporation.

10778225
MAR 15 2757

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 255 PAGE 367

2. To acquire, own and operate a building or buildings, either as principal or as agent, and generally to deal therewith in any manner permitted by the laws of the State of Maryland.

3. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise invest, trade or deal in, in any manner permitted by law, real and personal property of every kind and description or any interest therein.

4. To carry on and conduct a contracting business, including therein the designing, constructing, enlarging, repairing, removing or otherwise engaging in any work upon houses, apartments, stores, buildings, roads, highways, manufacturing plants, and to extend and receive any contracts or assignments of contracts therefor or related thereto or connected therewith, and to manufacture and furnish building materials and supplied connected therewith.

5. To conduct a general brokerage, agency and commission business for others in the purchase, sale and management of real estate for others and the negotiations of loans thereon; to purchase and sell for itself and others personal property of all kinds whatsoever including but not limited to, building materials of all kinds; and to act as agents for letting houses, lands, apartments and the collection of rents and management of property, land, houses, apartments, stores, etc.

6. To buy, sell, hold and deal generally in notes, mortgages, bonds, securities and other evidences of indebtedness.

7. To buy, sell, produce, manufacture and dispose of all kinds of goods, wares, merchandise, supplies and products, and generally to engage in and conduct any form of mercantile enterprise not contrary to law; and to lease, buy, sell, use,

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BOOK 256 PAGE 368

mortgage, improve, and otherwise handle, deal in, and dispose of all such property, real and personal, as may be necessary or convenient in connection with any of the aforesaid businesses of the Corporation.

8. To lend money to others, with or without security and to accept security of all kinds, such as collateral, personal property, mortgages, assignments, and any other type of security.

9. To borrow money, and to make and issue bonds, notes, debentures, obligations, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise, without limit as to amount, and generally to make and perform agreements and contracts of every kind and description.

10. To acquire by purchase, subscription, or otherwise, and to hold for investment or otherwise and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, bonds, or any other obligations or securities of any corporation or corporations; to merge or consolidate with any corporation in such manner as may be permitted by law; and to aid in any manner any corporation whose stocks, bonds, or other obligations are held or in any manner guaranteed by this Corporation, or in which this Corporation is in any way interested; and to do any other acts or things for the preservation, protection, improvement, or enhancement of the value of any such stock, bonds, or other obligations; and while the owner of any such stock, bonds, or other obligations to exercise all the rights, powers, and privileges of ownership thereof, and to exercise any and all voting powers thereon; to guarantee the payment of

BOOK 256 PAGE 369

dividends upon any stock, or the principal or interest or both, of any bonds or other obligations, and the performance of any contracts.

11. To do any one or more of the acts and things hereinabove set forth, and it shall have power to conduct and carry on its business or any part thereof, and to have one or more offices, and to exercise any or all of its corporate powers and rights, in the State of Maryland, and in the various other states, territories, colonies, and dependencies of the United States, in the District of Columbia, and in all or any foreign countries.

12. To apply for and obtain or cause to be obtained from the Federal Housing Commissioner, (hereinafter called the "Commissioner"), a contract or contracts of mortgage insurance pursuant to the provisions of the National Housing Act, as amended, covering bonds, notes and other evidences of indebtedness issued by this Corporation and any indenture of mortgage securing the same.

13. To enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of the purposes of the Corporation.

14. To invest in partnerships or other entities for the carrying out of any of the above purposes.

15. The enumeration herein of the objects and purposes of this Corporation shall be construed as powers as well as objects and purposes and shall not be deemed to exclude by inference any powers, objects or purposes which this Corporation is empowered to exercise, whether expressly by force of the laws of the State of

BOOK 256 PAGE 370

Maryland now or hereafter in effect or impliedly by the reasonable construction of the said laws.

THIRD: The post office address of the place at which the principal office of the Corporation in this State will be located is 1000 Stewart Avenue, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is George F. Adams, Jr., 1000 Stewart Avenue, Glen Burnie, Maryland 21061. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

FOURTH: The Corporation shall have three (3) directors and the following named persons shall act as such until the first annual meeting or their successors are duly chosen and qualified: Joseph W. Mosmiller, James C. Johnson and George F. Adams, Jr.

The Corporation may determine by its By-Laws the classification and number of its directors, which may from time to time be fixed at a number greater than that named in this Charter, and if increased may be decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3) unless the number of stockholders is less than three (3), in which event the number of directors shall not be less than the number of stockholders.

FIFTH: The total number of the authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00) divided into One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) each.

SIXTH: The Board of Directors may authorize the issuance from time to time of shares of its stock with or without par value of any class and securities convertible into shares of its stock with

3315 2761

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 258 PAGE 371

or without par value of any class for such consideration as said Board of Directors may deem advisable. The Board of Directors shall, by resolution, state its opinion of the actual value of any consideration other than money for which it authorized shares of stock without par value or securities convertible into shares of stock without par value to be issued.

SEVENTH: 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 directors 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 who is also 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 were not such director or officer of such other corporation or not so interested.

EIGHTH: Any person who is or has served as a director or officer of the Corporation, shall be indemnified and held harmless by the Corporation against any and all liabilities, costs and legal or other expenses, including without limitation, fines, penalties, judgments and amounts paid in settlement, reasonably incurred by

3315 2762

0000 0381

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 372

or impressed upon such person in connection with or resulting from any claim, action, suit or proceeding, civil or criminal, in which such person may be or may become involved in or with which such person may be threatened, as a party or otherwise, by reason of such person being or having been such a director or officer, whether or not he continues to be such at the time such liabilities, costs and legal or other expenses shall have been incurred. Such right of indemnification shall not apply, however, in those circumstances for which indemnification is prohibited pursuant to Section 2-418 (and any successor provisions to such Section) of the Corporations and Associations Article of the Annotated Code of Maryland.

Any person who is or has served as a director or officer of the Corporation shall not be liable to the Corporation or its stockholders for money damages in connection with or resulting from any claim, action, suit or proceeding, which the Corporation or its stockholders may have against such person, by reason of any actions or omissions of such person in his or her capacity as a director or officer of the Corporation, provided that foregoing waiver of liability shall not be applicable in those situations and to the extent that a waiver of liability is impermissible pursuant to Section 2-405.2 (and any successor provisions to such Section) of the Corporations and Associations Article of the Annotated Code of Maryland.

The right of indemnification herein provided shall not be exclusive of any other rights, to which any person may be entitled under any law, agreement, vote to stockholders or otherwise.

3315 2763

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 373

The personal representatives, administrators and those interested in the estate of any person so indemnified shall be entitled to the benefit of such indemnity.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The power to make, alter and repeal By-Laws of the Corporation shall be vested in the Board of Directors.

I have signed these Articles of Incorporation, acknowledging the same to be my act, on this 14th day of March, 1991.


SEARLE E. MITNICK

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 374

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ 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		_____ 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 <u>034</u>
80		For. Limited Partnership	ATTENTION: <u>Seale E. Mitnick,</u>
83		Cert. Limited Partnership	<u>ESA</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: _____
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 40

☒ Check _____ Cash _____ NOTE:

Documents on _____ checks

APPROVED BY: MSH

3315 2765

0000 0384

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
COLONIAL HOUSING, INC.

BOOK 256 PAGE 375

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 3:04 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

\$

D3182417

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
KAPLAN, HEYMAN, GREENBERG
ENGELMAN & BELGRAD, P.A.
TENTH FLOOR, SUN LIFE BUILDING
20 S. CHARLES STREET
BALTIMORE MD 21201

178C3041720

A 353131



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

3315 3756

8800-0385

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-15-91 at 9:20 a.m.

ARTICLES OF INCORPORATION
OF

AL'S TRANSPORT, INC.

A MARYLAND CLOSE CORPORATION,

ORGANIZED PURSUANT TO TITLE 4 OF THE
CORPORATION AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND

RECEIVED
91 MAR 15 AM 9 20
STATE DEPT. OF
ASSESSMENTS & TAXATION

FIRST: I, Albert W. Woodfield, whose post office address is 202 Winchester Road, Annapolis, Maryland 21401, being at least eighteen years of age, am hereby forming a corporation under and by virtue of the laws of the State of Maryland.

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

Al's Transport, 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 purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To engage in the intrastate and interstate transport of all manner of products, including, but not limited to, the transport of seafood and other perishable products, whether owned by the corporation or by others, and to conduct such other business and undertake such other activities as is customary for a licensed common carrier, in accordance with applicable federal and state regulations governing the activities of common carriers;

(2) To enter into partnerships, joint ventures and other business associations for any lawful purposes;

(3) 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;

(4) To manufacture, purchase and deal in at wholesale or retail any and all kinds and types of materials, supplies and equipment;

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with all or any part of the property of the Corporation;

(6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;

(7) To apply for, obtain, register, purchase, lease or otherwise acquire or own concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, service marks, trade names or

10778205

0000 0386

BOOK 256 PAGE 378

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the corporation, and the said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article Fourth of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Maryland may not at the time lawfully carry on or do.

FIFTH: The post office address of the principal office of the corporation in this State is 202 Winchester Road, Annapolis, MD 21401. The name and post office address of the Resident Agent is Albert W. Woodfield, 202 Winchester Road, Annapolis, MD 21401. 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 two thousand (2,000), all of which shall be 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 three directors, whose names are:

Albert W. Woodfield
Kathy W. Christopher
Albert W. Woodfield, III

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that

BOOK 256 PAGE 379

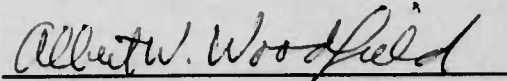
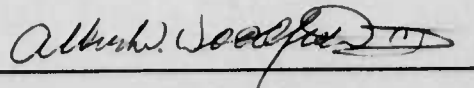
to the extent a corporate representative other than a present or former director or officer successfully defends on the merits or otherwise any proceeding referred to in subsections (b) or (c) of the Indemnification Section or any claim, issue or matter raised in such proceeding, the Corporation shall 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: (i) an affirmative vote at a duly constituted meeting of a majority of all of the votes cast by stockholders who were not parties to the proceedings, that indemnification of such corporate representative other than a present or former director or officer is proper under the circumstances.

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

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15th day of March, 1991, and I acknowledge the same to be my act.

WITNESS:



STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 380

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	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		_____ 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: _____
87		_____ Limited Part. Good Standing	<u>Albert W. Woodfield</u>
71		Financial	<u>202 Winchester Road</u>
600		_____ Personal	<u>Annapolis, MD</u>
		Property Reports and late filing penalties	<u>21401</u>
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 70

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: Smith

3315 2671

0000 0389

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 381

ARTICLES OF INCORPORATION
OF
AL'S TRANSPORT, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 9:20 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:

\$

D3182219

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ALBERT W. WOODFIELD
202 WINCHESTER ROAD
ANNAPOLIS

MD 21401

178C3041700

A 353111



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

7715 2628

RR00 0399

BOOK 256 PAGE 382

STATE DEPARTMENT OF ASSESSMENTS
AND ASSOCIATES
ENGINEERING SERVICES, LTD.
APPROVED FOR RECORD
ARTICLES OF INCORPORATION at 9:09 a.m.
3/14/91

1991 MAR -5 A 8:07

ARTICLE 1: The UNDERSIGNED, WAYNE E. BOOTH and MARIA J. BOOTH each being at least twenty-one (21) years of age, do hereby proclaim that they are forming a corporation, under and by virtue of the general laws of the State of Maryland.

ARTICLE 2: The name of the corporation (which is hereinafter called the Corporation), is ENGINEERING SERVICES, LTD. AND ASSOCIATES

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

A. To own, operate, keep and maintain a business for the purpose of providing engineering and management consulting services for commercial nuclear energy and other hazardous material users, to include utility company, government agencies, and all other public and private entities that have a need for these services.

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

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

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

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 383

PAGE 2 of 9

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

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

G. To sell, lease, convey, transfer, lend, and dispose of any and all of its assets in the manner permitted by law, and to accept in return therefore, property, cash, bonds, stocks, or other things of value.

H. To borrow, or raise money for the purposes of the Corporation and to issue notes, bonds, debentures or other obligations of any nature, and in any manner permitted by law for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon, by mortgage, or pledge, or conveyance, or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned, or thereafter acquired and to sell, 3315 2488

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BOOK 256 PAGE 384

PAGE 3 of 9

pledge, discount, or otherwise of such notes, debentures or other obligations of the Corporation for its corporate purposes.

I. To subscribe, or otherwise contract for, purchase, or otherwise acquire, own, hold, sell, or otherwise dispose of, any stocks, bonds, notes, or other securities or obligations of any other corporation or corporations of the State of Maryland, or any other state, territory, district, or county, and to exercise all rights and powers of ownership thereof, including the right to vote and to make contracts, (including contracts to guarantee payment of any debts or securities or performance of any obligations or contracts) engagements, advances, or expenditures, to aid or to promote the interests of any corporation, in whose stock or securities it shall have an interest.

J. To carry on any other business which may seem to the Corporation to be calculated directly or indirectly, to effectuate the aforesaid objects, or any of them or any part of them, for the transaction of any other business that may be calculated directly or indirectly to enhance the value of its property, business or rights.

K. To perform all or any part of the aforesaid purposes and objects as principal, agent, contractor, or otherwise, either alone or through, or in conjunction with any person, firm, association, co-partnership, or corporation.

L. The foregoing objects or purposes shall, except when otherwise expressed, be in no ways limited or restricted by reference to, or inference from the terms of any other clause of this or any other articles of these Articles of Incorporation or of any amendment thereto and shall each be regarded as independent and construed as powers as well as objects and purposes.

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 385

PAGE 4 of 9

M. To make and enter into all manner and kinds of contracts, agreements, and obligations by or with any person or persons, corporation or corporations, for the purchasing, acquiring, holding, manufacturing and selling, or otherwise dealing in, any and all kinds of goods, articles, or personal or real property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto, and any and all acts proper and necessary for the purpose of the business.

N. To carry on the business at any place or places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease, or otherwise dispose of and deal with real and personal property, at any such place or places.

O. To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as, or of a similar nature to, that which this corporation is authorized to carry on pursuant to the provisions of this certificate.

P. To acquire the good will, rights, property and assets of all kinds and to undertake the whole or any part of the liabilities of any person, firm, association, or corporation on such terms and conditions, as may be agreed on, and to pay for the same in cash, stock, bonds, debentures, evidences of indebtedness, or other securities of this company.

Q. To aid in any manner any corporation, association, or organization whose bonds or other securities or evidences of indebtedness of which, or any stock in which, are held by or for this Corporation, or with which the Corporation is or may be in association in any way, and to do any and all

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PAGE 5 of 9

BOOK 256 PAGE 386

acts and things, deemed necessary or proper to protect, preserve or improve or enhance the value of any such bonds or other securities or evidences of indebtedness or such stock or any other property of this corporation. To vote for or consent to the liquidation or transfer of assets of any corporation of which this Corporation owns all or part of its capital stock and to acquire the property of such corporation.

R. It is distinctly understood that the above powers granted to the Corporation are in furtherance and not limitation of the general powers conferred by law upon corporations; and it is not intended by the mention of any particular purposes, object, or business, in any manner to limit or restrict any of the powers of the Corporation.

ARTICLE 4: The post office address of the principal office of the Corporation in this state is, 132 Cranes Crook Lane Annapolis, MD 21401
The resident agent of the Corporation is MARIA JOZETTE BOOTH
whose post office address is 132 Cranes Crook La. Annapolis, Md 21401
Said resident agent is an individual, actually residing in this state.

ARTICLE 5: I do hereby further certify that the total amount of the authorized stock of this Corporation is Six Thousand (6,000) shares of common stock of no par value.

ARTICLE 6: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the power of the Corporation of its directors and stockholders:

A. The Board of Directors of the Corporation is hereby empowered to authorize issuance, from time to time, of stock for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the various By-laws of the Corporation.

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PAGE 6 of 9

BOOK 255 PAGE 387

B. The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation and to direct and determine the use and disposition of any surplus or net profits; and the amount of surplus or net profits of the Corporation to be reserved before the payment of any dividend, shall rest wholly in the discretion of the Board of Directors.

C. No holders of the stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class, or to any securities convertible into shares of stock of the Corporation, nor any right to subscription to any shares or convertible shares except as the Board of Directors in its discretion may fix, and any shares or convertible shares which the Board of Directors may determine to offer for subscription to holders of stock may, as said Board of Directors may determine, be offered to holders of any class or classes of stocks, at the time existing to the exclusion of any or all other classes at the time existing.

D. Any officer or employee of the Corporation may be removed at any time without cause by the Board of Directors, or by any committee or superior officer upon whom such power may be conferred by the By-laws or by authority of the Board of Directors, and such action shall be conclusive on the officer or employee removed.

E. The Corporation reserves the right to make, from time to time, any amendments of its charter, which may or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification, or otherwise, any such amendment which shall be valid if authorized by the same vote and procedure as are 3715 2492

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

PAGE 7 of 9

BOOK 253 PAGE 388

required in the case of charter amendments not changing the terms of outstanding stock.

F. No action which may be taken by the Board of Directors of the Corporation and respect of which any director may have a pecuniary or personal interest either on his own behalf or on behalf of any other person shall be avoided or avoidable or otherwise affected by reason of such interests, regardless of whether such director voted in favor of or against such action or abstained from voting and if whether the presence of such director was necessary for a quorum and no such director shall have any liability by reason of such interests.

ARTICLE 7: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3): the names and residences of the persons who have been selected as Board of Directors to manage the business and affairs of this Corporation for the first year, or until their successors are duly chosen and qualified are as follows:

- | | |
|------------------------|--|
| 1. MARIA JOZETTE BOOTH | 132 Cranes Crook Lane
Annapolis, MD 21401 |
| 2. WAYNE ELLIOTT BOOTH | 132 Cranes Crook Lane
Annapolis, MD 21401 |
| 3. WALTER AVERY DARROW | 1007 Portugal Drive
Stafford, VA 22554 |

ARTICLE 8: The duration of the Corporation shall be perpetual.

ARTICLE 9: The annual meeting of the stockholders for the election

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

PAGE 8 of 9

BOOK 256 PAGE 389

of officers shall be held at the office of the Corporation on the first Saturday in March, 1991, and on the first Saturday in August in each year thereafter. The vote in the election for directors shall be by ballot, and the election may be conducted in such a manner and form as may be provided by the By-laws. The director receiving the highest number of votes shall hold his office for three (3) years, and until his successors are elected; the director receiving the next highest number of votes shall hold his office for two (2) years, and until his successors are elected; the director receiving the lowest number of votes shall hold office for one (1) year, and until his successors are elected. At the first annual meeting thereafter, one (1) director shall be elected for the term of three (3) years and at each annual meeting thereafter, one (1) director shall be elected for the term of three (3) years, the intent being that one-third (1/3) of such Board of Directors shall be elected annually.

ARTICLE 10: Immediately upon the election of the directors and the adjournment of the stockholder's meeting, or as soon thereafter as convenient, the directors so elected shall meet and organize by electing one of their number president, and one of their number vice-president, and by electing from their number or from the stockholders (or same persons, if desired), a secretary and a treasurer, each of whom shall perform such duties and powers as generally appertain to such offices and as may be stated or required of them by the By-laws or by the Board of Directors.

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PAGE 9 of 9

BOOK 256 PAGE 390

ARTICLE 11: The private property of stockholders of this Corporation shall not be subject to the payment of the Corporation debt in any amount or to any extent whatever.

ARTICLE 12: These articles may be changed, altered, or amended at any authorized meeting of the stockholders by a vote of the stockholders representing a majority of the stock.

IN WITNESS WHEREOF, I have hereunto set my hand this 2 day of MARCH, 1991.

Witness as to all:

Maria Jozette Booth
MARIA JOZETTE BOOTH (SEAL)

Wayne Elliott Booth

Wayne Elliott Booth
WAYNE ELLIOTT BOOTH (SEAL)

STATE OF MARYLAND

SS:

COUNTY OF

I HEREBY CERTIFY that on this 2 day of March, 1991 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared, WAYNE E. BOOTH and MARIA J. BOOTH the aforesigned and acknowledged the foregoing Articles of Incorporation to be their act and deed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and Notary Seal on the date hereinbefore mentioned.

Robert L. King

7715 2495

my commission expires 11/24/94

0000 0399

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 391

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 MA BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>24</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		_____ 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: _____
87		_____ Limited Part. Good Standing	<u>Wayne E. Booth</u>
71		Financial	<u>132 Cran's Creek La</u>
600		_____ Personal	<u>Annapolis, Md 21401</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 44

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

3315 2496

0000 0400

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ENGINEERING SERVICES AND ASSOCIATES, LTD.

BOOK 256 PAGE 392

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 9:09 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

\$ 24.00

RECORDING
FEE PAID

\$ 20.00

SPECIAL
FEE PAID

\$

D3181955

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
WAYNE E. BOOTH
132 CRANES CROOK LANE
ANNAPOLIS MD 21401

178C3041674

A 353091



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

7715 2486

BOOK 256 PAGE 393

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

CROFTON MEADOWS TOWNHOUSE SIX ASSOCIATION, INC. APPROVED FOR PAYMENT
03-13-91 at 8:39am.

ARTICLES OF AMENDMENT

CROFTON MEADOWS TOWNHOUSE SIX ASSOCIATION, INC., a Maryland corporation, having its principal office at 12501 Prosperity Drive, Suite 220, Silver Spring, Maryland 20904 (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by striking in their entirety Articles I. and II., and by substituting in lieu thereof the following:

I. The post office address of the principal office of the Corporation in this State is 2139 Defense Highway, Crofton, Maryland 21114.

II. The name of its Resident Agent is Jason Faust, whose post office address is 2139 Defense Highway, Crofton, Maryland 21114. Said resident agent is an individual actually residing in this State."

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

IN WITNESS WHEREOF, CROFTON MEADOWS TOWNHOUSE SIX ASSOCIATION, 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 30th day of January, 1991, and its President acknowledges that these Articles of Amendment are the act and deed of Crofton Meadows Townhouse Six Association, 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:

CROFTON MEADOWS TOWNHOUSE SIX
ASSOCIATION, INC.

Bonnie Weeks, Secretary By: David Lang, President

temp\eg\crofamend.cmm

10728157

3315 2344

0000 0402

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 394

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 09MA BUSINESS CODE _____ COUNTY 52
D2708253 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

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 133

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

ATTENTION:
Christopher M. May Jr.
ESQ.

MAIL TO ADDRESS: _____

Property Reports and late filing penalties
Change of P.O., R.A. or R.A.A.
Amend/Cancellation, For. Limited Part.
Other _____
Other _____

TOTAL FEES 20

☒ Check ☐ Cash

NOTE:

Documents on _____ checks

APPROVED BY: smf

7315 2345

0000 0403

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF AMENDMENT
OF
CROFTON MEADOWS TOWNHOUSE SIX ASSOCIATION, INC.

BOOK 256 PAGE 395

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 13, 1991 AT 8:39 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

\$

D2708253

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
COUNCIL, BARADEL, KOSMERL
& NOLAN, P.A.
POST OFFICE BOX 2289
125 WEST STREET, FOURTH FLOOR
ANNAPOLIS MD 21404 2289

177C3041643

A 353058



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

2215 2343

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 306

APPROVED FOR PAYMENT

03-14-91 at 8:54A.m.

ELECTRA-GHOST CANOES LTD.

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: We, Allen Blaine Cady and Mary Kathleen Cady, whose
post office address is 7117 Bembe Beach Road, Annapolis, Maryland
21403, each being at least eighteen (18) years of age, hereby
form a corporation under and by virtue of the General Laws of the
State of Maryland.

SECOND: The name of the corporation (which is hereafter
called the "Corporation") is ELECTRA-GHOST CANOES LTD.

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) The manufacture, fabrication and sales of electric-
powered canoes and related marine equipment, and to engage in any
other lawful purpose and business; and

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

FIFTH: The post office address of the principal office of
the Corporation in this state is 7117 Bembe Beach Road, Annapolis,

10768220

3715 2188

0000 0405

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 307

Maryland 21403. The name and post office address of the resident agent in this State is Allen Blaine Cady, 7117 Bembe Beach Road, Annapolis, Maryland 21403. Said resident agent is an individual actually residing in this State.

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

SEVENTH: The number of directors shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation. The name of the directors, who shall act until the first annual meeting or until their successors are duly elected and qualified are: Allen Blaine Cady and Mary Kathleen Cady.

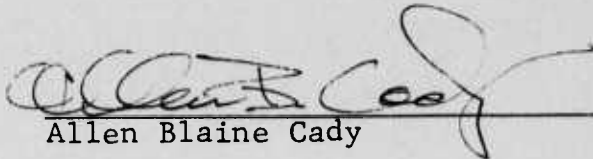
EIGHTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) directors, whose names are Allen Blaine Cady and Mary Kathleen Cady.

NINTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding

BOOK 256 PAGE 398

in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonest, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this ____ day of March, 1991, and we acknowledge the same to be our act.


Allen Blaine Cady


Mary Kathleen Cady

ELANA RHODES BYRD ATTORNEY AT LAW EDGEWATER MARYLAND 21037

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 256 PAGE 399

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02MA- BUSINESS CODE 03 COUNTY 52
_____ 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		_____ 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	<u>E. Lana R. Byrd</u>
85		Termination of Limited Partnership	<u>ESQ.</u>
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>E. Lana R. Byrd</u>
71		Financial	<u>91 Tarragon Lane</u>
600		_____ Personal	<u>Edgewater, MD 21037</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

40

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: Pm

7715 2191

0000 0400

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ELECTRA-GHOST CANDLES LTD.

BOOK 256 PAGE 400

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 8:54 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:

\$

D3181682

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ELANA R. BYRD, ESQUIRE
91 TARRAGON LANE
EDGEWATER MD 21037

177C3041611

A 353032



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

3315 2197

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 255 401

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

Articles of Incorporation

APPROVED FOR PAYMENT

Of

03-05-91 at 8:07 A.M.

ALLEN SERVICE COMPANY, INC.

This is to certify:

That we, the subscribers: John P. Allen, Betty T. Allen, Stephen H. Allen,
and Phyllis A. Allen being of full legal age, do under and by virtue of
the General Corporation Laws of the State of Maryland, authorize the
formation of corporations, associate ourselves with the intention of
forming a corporation.

ARTICLE I
NAME

The name of the corporation, (which is hereinafter called "Corporation")
is Allen Service Company, Inc.

ARTICLE II
PURPOSE

The nature of the business and the objects and purposes to be
transacted, promoted and carried on are to do any or all the things
herein mentioned as fully and to the same extent as a natural person
might or could do, and in any part to the world, viz:

1. To engage in the sales, service and installation of commercial and
residential heating, air conditioning and refrigeration. To purchase,
take, own, hold, deal in mortgage or other wise lein and to lease,
sell, exchange, convey, transfer, or in any manor whatsoever dispose of
real property and inventory within or without the State of Maryland,
including the power to sell property under a mortgage foreclosure
through any authorized agent or attorney in the same manner as a natural
person might or could do.

2. To manufacture, purchase or otherwise acquire and to hold, own,
mortgage or otherwise lien, pledge, lease, sell, assign, exchange,
transfer or in any manner dispose of, and to invest, deal and trade in
and with goods, wares, merchandise and personal property of any and
every class and description, within and without the State of Maryland.

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

4. To guarantee, purchase or otherwise aquire, hold, sell, assign,
transfer, mortgage, pledge or otherwise dispose of shares of the capital
stock, bonds, or other evidences of indebttness created by other

10738277

1991 JUN 10 AM 10:24

0000 0410

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 402

corporations and, while the holder of such stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

5. To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner deal with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights and licenses secured under letters patent, copyrights and otherwise.

6. To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, country, town, city, county, body politic, state, territory, government or colony or dependency thereof. This includes all forms of governmental contracting.

7. To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

8. To purchase, hold, sell and transfer the shares of its capital stock.

9. To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Maryland, without restriction as to place or amount.

10. In general, to carry on any other business in connection with the foregoing, to do any other thing that may be reasonably expected to further any of the foregoing purpose, and to have and exercise all of the powers conferred by the laws of Maryland upon Corporation, and so far as permitted by law to do any or all of the things herein before set forth to the same extent as a natural person might or could do so.

11. To do any or all of the things herein set forth as principal, agent, contractor, partner, general or limited, trustee or otherwise, alone or in company with others.

12. The objects and purposes specified herein shall be regarded as independent objects and purposes, and, except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this Certificate of Incorporation.

13. The duration of the Corporation shall be perpetual.

14. The provisions of the regulation of the internal affairs of the Corporation shall be set out in the By-Laws of the Corporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the State of Maryland.

315 317

0000 0411

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLE III
ADDRESS AND RESIDENT AGENT

BOOK 256 PAGE 403

✓ The principal office of the Corporation will be maintained at 556 Shadowbrook Court, Davidsonville, MD 21035. The present post office address is 556 Shadowbrook Court, Davidsonville, MD 21035. The Resident Agent of the Corporation is Betty T. Allen; said Resident Agent is a resident of the State of Maryland and actually resides therein at 556 Shadowbrook Court, Davidsonville, MD 21035. The present telephone number is (301) 798-6499.

ARTICLE IV
DIRECTORS

The Corporation shall always maintain four directors. The names and addresses of the four initial directors of the Corporation are:

John Paul Allen
556 Shadowbrook Court
Davidsonville, MD 21035

Betty Taylor Allen
556 Shadowbrook Court
Davidsonville, MD 21035

Stephen H. Allen
425 Salisbury Avenue
Edgewater, MD 21037

Phyllis Ann Allen
425 Salisbury Avenue
Edgewater, MD 21037

ARTICLE V
CAPITAL STOCK

The total amount of the authorized stock of the Corporation is TWO THOUSAND (2,000) shares of common stock, each share to have a par value of TEN DOLLARS (\$10.00). The aggregate par value of all the shares is TWENTY THOUSAND DOLLARS (\$20,00.00).

The Board of Directors of the Corporation is hereby empowered to authorize the issuance of said common stock from time to time for such consideration, for which, as fixed by the Board of Directors, has been paid or delivered, shall be deemed full paid stock and not liable to any further call or assessment.

7315 2118

0000 0412

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 404

IN WITNESS WHEREOF, We have signed these Articles of Incorporation
this 1st day of March 1991 and acknowledge the same to be my act.

John Paul Allen
John Paul Allen

Stephen H. Allen
Stephen H. Allen

Betty Taylor Allen
Betty Taylor Allen

Phyllis Ann Allen
Phyllis Ann Allen

JENNIS ROBERT BURELLE
Witness Full Name

Jennis Robert Burelle
Witness Signature

3315 2119

0000 0413

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 405

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ 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

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Allen Service Company, Inc.
556 Shadowbrook Rd.
Davidsonville, MD.
21035

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 40

☒ Check _____ Cash

NOTE: _____

Documents on _____ checks

7315 2:20

APPROVED BY: smf

0000 0414

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ALLEN SERVICE COMPANY, INC.

256 406

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 AT 8:07 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:

\$

D3181583

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ALLEN SERVICE COMPANY, INC.
556 SHADOWBROOK COURT
DAVIDSONVILLE MD 21035

177C3041601

A 353022



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

3315 2115

0000 0415

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 407

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

SUNSHINE POOL & SPA SERVICE, INC. RECEIVED 3/14/91 at 11:49 a.m.
'91 MAR 14 AM 11 49

A CLOSE CORPORATION UNDER TITLE 4
ARTICLES OF INCORPORATION STATE DEPT. OF
ASSESSMENTS & TAXATION

FIRST: The undersigned Creston C. Wood, III, whose post office address is 1770 Crofton Parkway, Crofton, Maryland, 21114, and Robert Grayson Mattheu, 6080 B Thoroughbred Court, Waldorf, Maryland, 20203, both being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Sunshine Pool & Spa Service, Inc.

THIRD: The corporation shall be a close corporation as authorized by Title 4.

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

Sell, repair, install, maintainance and service and advise customers on pools, saunas, spas and other appliances including but not limited to all accessory products, chemicals, and other retail and wholesale items of the trade.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 1770 Crofton Parkway, Crofton, Maryland, 21114. The name and post office address of the resident agent of the Corporation in Maryland are Creston C. Wood, III, 1770 Crofton Parkway, Crofton, Maryland, 21114.

10748447

7315 2071

0000 0416

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 408

SIXTH: The total number of shares of stock which the Corporation has authority to issue is 10,000 shares of par value of \$10 a share, all of one class, and having an aggregate par value of \$100,000.

SEVENTH: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than two (2); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Creston C. Wood, III, and Robert Grayson Mattheu.

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

1. All issuance of shares of stock must be signed by the directors of the Corporation.
2. Shareholders of such stock as issued, upon desire to sell or otherwise dispose of such stock, must first offer such sale or disposition to the remaining stockholders on a preemptive rights basis at the fair market value of such stock.
3. If the shareholders do not wish to purchase stock, the Corporation may so redeem such shares.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 14, 1991, and severally acknowledge the same to be our act.

Creston C. Wood III
Creston C. Wood III

Robert Grayson Mattheu
Robert Grayson Mattheu

3315 2072

0000 0417

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 409

DOCUMENT CODE 02 MA BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	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	_____	_____ 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: _____
87	_____	_____ Limited Part. Good Standing	<u>Creston C. Wood II</u>
71	_____	Financial	<u>1770 Crofton Pkwy</u>
600	_____	_____ Personal	<u>Crofton, Md 21114</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 70

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: MSK

3315 2073

0000 0418

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 410

ARTICLES OF INCORPORATION
OF
SUNSHINE POOL & SPA SERVICE, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 11:49 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:

\$

D3181492

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CRESTON C. WOOD, III
1770 CROFTON PARKWAY
CROFTON

MD 21114

177C3041592

A 353016



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

3315 2070

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 411
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD
3/14/91 at 3:07 P.M.

ARTICLES OF INCORPORATION
OF
MFJ, INC.

FIRST: I, Michele F. Jacobson, whose address is 2661 Riva Road, Building 700, Suite 2, Annapolis, Maryland 21401, 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 (the "Corporation") is MFJ, Inc.

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

a. To carry on the business of asset management and business investments and provide any services related thereto.

b. To carry on the business described above and any other related or unrelated business and activity in the State of Maryland, in any state, territory, district, or dependency of the United States, or in any foreign country.

c. To do anything permitted in 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 2661 Riva Road, Building 700, Suite 2, Annapolis, Maryland 21401. The name and post office address of the resident agent of the Corporation in this State are Michele F. Jacobson, 2661 Riva Road, Building 700, Suite 2, Annapolis, Maryland 21401. This resident agent is an individual actually residing in this State.

FIFTH: The total authorized capital stock of the Corporation is Five Thousand (5,000) shares, 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. So long as there are less than three (3) stockholders, the number of directors may be less than three (3) but not less than the number of stockholders. The name of the director who shall act until the first annual meeting or until his successor or successors are duly chosen and qualified is Michele F. Jacobson.

RECEIVED FOR RECORD

10748463

PR 1991 JUN 10 AM 10:24

3315 2016

0000 0420

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 412

SEVENTH: The Corporation shall have the power to indemnify, by express provision in its By-Laws, by Agreement, or by majority vote of either its stockholders or disinterested directors, any one or more of the following classes of individuals: (1) present or former directors of the Corporation, (2) present or former officers of the Corporation, (3) present or former agents and/or employees of the Corporation, (4) present or former administrators, trustees or other fiduciaries under any pension, profit-sharing, deferred compensation, or other employee benefit plan maintained by the Corporation and (5) persons serving or who have served at the request of the Corporation in any of these capacities for any other corporation, partnership, joint venture, trust, or other enterprises. However, the Corporation shall not have the power to indemnify any person to the extent such indemnification would be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or any statute, rule, or regulation of similar import.

EIGHTH: No Stockholder of the Corporation shall have any preferential or pre-emptive right to acquire additional shares of stock of the Corporation except to the extent that, and on such terms as, the Board of Directors from time to time may determine.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 1st day of March, 1991.

Michael F. Jacobs (SEAL)

3315 2017

0000 0421

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PA-413

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02 WLT

BUSINESS CODE

03

COUNTY

3452

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

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 50 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 8 1 Certified Copy 2
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 024

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: Jennifer L. Dubs

MAIL TO ADDRESS: _____

TOTAL FEES

98

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

msk

CERTIFIED COPY MADE

0000 0422

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
MFJ, INC.

BOOK 256 PAGE 414

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 3:07 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:

\$

D3181393

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
FRANK, BERNSTEIN, CONAWAY
& GOLDMAN-JENNIFER L. DUBS
300 E LOMBARD STREET
BALTIMORE MD 21202

177C3041582

A 353006



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

3315 2015

0000 0422

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 415

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3-15-91 at 8:41 a.m.

ARTICLES OF INCORPORATION
OF
CHRIS MAHER, INCORPORATED
A STATUTORY CLOSE CORPORATION

I, Chris Maher, whose post office address is 1201 Locust Lane, Edgewater, Maryland 21037, being at least eighteen years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

FIRST: The name of the Corporation shall be "Chris, Maher, Inc.", (hereinafter referred to as "the Corporation.")

SECOND: The duration of the Corporation shall be perpetual.

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

To provide contractual labor and installation of underground cable and other contractual assistance to businesses and the general public.

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 address of the principal office of the Corporation is: 1201 Locust Lane, Edgewater, MD 21037.

FIFTH: The name and address of the resident agent of the Corporation is: Jackie Potter, Business Services Diversified, Inc. 153 Mayo Road #205, Edgewater, MD 21037.

SIXTH: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, of one class only which is the common class, with a par value of One Dollar (\$1.00) per share. The aggregate par value of all the stock is One Thousand Dollars (\$1,000).

SEVENTH: There is but one class of stock; there are not preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications or terms or conditions of redemption which vary among the shares of stock.

EIGHTH: The Corporation shall not have any securities which are convertible into stock, voting securities other than stock or any transferable options, warrants of other rights to subscribe for or purchase stock.

10748147

2315 1977

0000 0424

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 416

NINTH: The Corporation elects to have no Board of Directors. Until this election becomes effective, the Corporation Director shall be Chris Maher.

TENTH: The provisions for regulation of the internal affairs of the Corporation are:

The Corporation shall indemnify any and all of its present or former directors or officers against expenses, including attorney fees, incurred in any proceeding, to the fullest extent allowed by law for such actions which may arise out of such persons' good faith performance of their corporate duties. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, insurance, or otherwise. The Corporation may, after determination in the specific case, indemnify any other corporate representative to the fullest extent allowed by law.

The private property of the incorporator, directors, officers, and shareholders shall not be subject to the payment of corporate debts.

Further provisions pertaining to the management, control and conduct of the Corporation's business, property and affairs shall be provided in the Corporation's Bylaws, as amended from time to time, subject to such limitations as may be prescribed by law.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2nd day of March 1990, and I acknowledge the same to be my act.

Chris Maher
Chris Maher

WITNESS: Jackie Potter
Jackie Potter

7315 1974

0000 0425

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 417

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
61	<u>30</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
50		Cert. of Qual. or Reg.	_____ Address
51		Foreign Name Registration	_____ Resignation of Resident Agent
13	<u>8</u>	<u>1</u> Certified Copy <u>8</u>	_____ Designation of Resident Agent
56		Penalty	_____ and Resident Agent's Address
54		For. Supplemental Cert.	_____ Other Change _____
53		Foreign Resolution	_____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	_____
75		Special Fee	Code _____
80		For. Limited Partnership	ATTENTION: _____
83		Cert. Limited Partnership	<u>Jackie Potter</u>
84		Amendment to Limited Partnership	_____
85		Termination of Limited Partnership	MAIL TO ADDRESS: _____
21		Recordation Tax	<u>Business Services Diversified</u>
22		State Transfer Tax	<u>153 Mayo Rd, Ste 205</u>
23		Local Transfer Tax	<u>Edgewater, Md 21037</u>
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	_____

TOTAL FEES 48

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: MSK

3315 1975

0000 0424

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
CHRIS MAHER, INC.

BOOK 253 PAGE 418

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 8:41 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:

\$

D3181310

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BUSINESS SERVICES DIVERSIFIED,
INC.--JACKIE POTTER
153 MAYO ROAD, STE. 205
EDGEWATER MD 21037

177C3041574

A 352999



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

3315 1992

0000 0427

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 419

APPROVED FOR PAYMENT

03-15-91 at 9:07 A.M.

Bell's Auto Repair, Inc.

A closed corporation under title 4

Articles of Incorporation

FIRST: The undersigned Patrick Bell whose post office address is 12904 Victoria Heights, Bowie, Maryland 20715 being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: the name of the corporation (which is hereinafter called the Corporation) is Bell's Auto Repair, Inc.

Third: The corporation shall be a closed corporation as authorized by Title 4.

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

To perform automotive services.

FIFTH: The post office address of the principal office of the Corporation in Maryland is 115 Central Avenue Edgewater, Maryland 21037. The name and the post office address of the resident agent of the Corporation in Maryland are Jean Bell 12904 Victoria Heights Drive, Bowie, Maryland 20715.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is five hundred shares of the par value of \$1.00 per share, all of one class, and having an aggregate par value of \$500.00.

SEVENTH: The number of directors of the corporation shall be Two which may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than 2; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Jean Bell and Patrick Bell.

10748094

EIGHTH: The duration of the Corporation shall be perpetual.

PR

1991 JUN 10 AM 10:24

3315 1928

0000 042R

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 420

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation on January 1, 1991 and severally acknowledge the same
to be our act.

Patrick B. Bell
Patrick Bell

3315 1929

0000 0429

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 250 PAGE 421

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02

BUSINESS CODE

03

COUNTY

52

_____ 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: Bell's
Auto Repair Inc.
115 Central Ave.
Edgewater, MD 21037TOTAL
FEES

40

☒ Check

Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: *SMZ*

3315 1930

0000 0430

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BELL'S AUTO REPAIR, INC.

BOOK 256 PAGE 422

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 9:07 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

\$

D3181229

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BELL'S AUTO REPAIR, INC.
115 CENTRAL AVENUE
EDGEWATER MD 21037

177C3041565

A 352992



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

7715 1997

0000 0431

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 423

CERTIFICATE AND ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF REVENUES
AND TAXATION

Rain Dancer Trucking Inc.

APPROVED FOR RECORD

The undersigned persons, having the age of 18 or more, have associated themselves

for the purpose of forming a corporation under the laws of Maryland

and do hereby adopt the following Certificate and Articles of Incorporation.

1. Name. The name of this corporation is Rain Dancer Trucking Inc.
2. Purpose and Powers. This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Maryland, as they may be amended from time to time, and specifically but not in limitation thereof, the purpose of:

Transporting Goods By Truck

This corporation shall have the broad general powers set forth by regulation and statute in this state.

3. Duration. The duration of this corporation shall be for Inperpetuity.
4. Statutory Agent. The corporation appoints Randall Gross who has been a bona fide resident of Maryland for at least 15 years. This appointment may be revoked at any time in accordance with the rules of the State of Maryland.

5. Registered Place of Business. The initial registered place of business shall be :
Street Address:

2811 Riva Rd.
Annapolis, Maryland 21401

Mailing Address:

P.O. Box 325
Riva, Maryland 21140-0325

RECEIVED
JUN 13 PM 1 11
STATE DEPT. OF
ASSESSMENTS & TAXATION

10738246

Copies of all corporate records shall be kept at the registered place of business.

3315 1598

ARTICLES OF INCORPORATION

Page 1

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Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0000 0433

BOOK 256 PAGE 425

10. Capital Stock. The authorized capital stock of the corporation shall be as follows:

The number of Class "A" shares of common voting stock shall be 100,000 shares with a par value of \$ 1.00 per share;

The number of Class "B" shares of common non-voting stock shall be ~~200,000~~ 200,000 shares with a par value of \$ ~~1.00~~ .50 per share.

a) All or any portion of the capital stock may be issued in consideration for cash, real or personal property, services rendered, or any other thing of value for the uses and purposes of the corporation and, when so issued, will become and be fully paid, the same as though paid for in cash at par. The Board of Directors will be the sole judge of the value of any property, services, right or thing acquired in exchange for capital stock. Payment for the capital stock will be made at such time or times and upon such conditions as the Board of Directors may from time to time designate.

b) The shares of capital stock of the corporation are to be non-assessable. The right to notice of and to vote at any meeting of the shareholders of the corporation shall be vested in the holders of the Class "A" voting stock, and every share of Class "A" stock shall have equal voting rights, i.e., one vote per share. The Board of Directors shall have the sole authority to determine the manner and method of declaring dividends on the issued stock, but must declare dividends equally on the Class "A" and Class "B" and common stock.

c) In the event of any dissolution or liquidation of the corporation, the assets and funds of the corporation shall be divided among and paid equally to the holders of the Class "A" and Class "B" Common stock, voting and non-voting, according to the number of shares of common stock held by them respectively.

d) The Class "B" non-voting shareholders shall be entitled to receive notice of and to attend and participate in the discussions at all shareholders meetings.

e) The shareholders of the corporation are to be entitled to preemptive rights in the event of the issuance and sale of stock of the corporation or securities convertible into stock of the corporation, and each shareholder of the corporation will be entitled to purchase the same proportion of such stock or securities to be sold by the corporation as the proportion of the stock owned by such shareholder bears to the total outstanding stock of the corporation at that time.

f) The shareholders of the corporation at any duly constituted meeting may, by resolution having unanimous approval of all holders of stock outstanding and issued and recorded in writing in the minutes of a meeting, place such restrictions upon the transfer or encumbrance of the capital stock of the corporation as they deem advisable, so long as such restriction is reasonable and not an undue restraint or alienation of stock. At such meeting the shareholders may determine the method by which the restrictions upon transfer or encumbrance of the capital stock of the corporation may thereafter be rescinded or modified, and in the absence of such a determination, such restrictions shall be rescinded or modified only by unanimous approval of all the shareholders at a meeting called for such purpose. All such restrictions on the transfer or encumbrance of a stock of this corporation shall be recorded on all certificates of stock in compliance with the laws of the State of Maryland and shall be binding upon every shareholder, his heirs, assigns and personal representatives.

g) The corporation may issue rights and options to purchase shares of common stock of the corporation to directors, officers or employees of the corporation or of any affiliate thereof, and no shareholder approval or ratification of any such issuance of rights and options shall be required.

h) In addition to common stock, the corporation may, for the purposes of financing, from time to time issue bonds with such rights, interest rates, payment schedules, face amounts and maturity dates as the Board of Directors may determine.

7315 1800

0000 0434

BOOK 256 PAGE 426

11. **Preemptive Rights.** Any preemptive rights that are to be granted to the stockholders are as follows:

a) **Preemptive and Preferential Rights.** Each shareholder or subscriber shall be entitled to full preemptive or preferential rights, as such rights have heretofore been defined at common law, to purchase and/or subscribe for his or her proportionate part of any shares which may be issued at any time by this corporation.

b) **Sale or Transfer.** Before there can be a valid sale or transfer of any of the shares of this corporation by the holders thereof, the holder of the shares to be sold or transferred shall first give notice in writing to the secretary of this corporation of his intention to sell or transfer such shares. Such notice shall specify the number of shares to be sold or transferred, the price per share and terms upon which such holder intends to make such sale or transfer. The secretary shall, within five days thereafter, mail or deliver a copy of such notice to each of the other shareholders of record of this corporation. Such notice may be delivered to such shareholder personally or may be mailed to the last known address of such shareholder or shareholders as the same may appear on the books of this corporation. Within forty days after mailing or delivering these notices to such shareholders, any such shareholder or shareholder desiring to acquire any part or all of the shares referred to in that notice shall deliver by mail or otherwise to the secretary of this corporation a written offer or offers to purchase a specified number or number of such shares at the price and upon the terms stated in that notice.

b1) If the total number of shares specified in such offers exceeds the number of shares referred to in the notice, each offering shareholder shall be entitled to purchase such proportion of the shares referred to in the notice as the number of shares of this corporation which he holds bears to the total number of shares held by all such shareholders desiring to purchase the shares referred to in the notice to the secretary.

b2) If all the shares referred to in the notice to the secretary are not disposed of under such apportionment, each shareholder desiring to purchase shares in a number in excess of his proportionate share, as provided above, shall be entitled to purchase such proportion of those shares which remain thus undisposed of, as the total number of shares which he holds bears to the total number of shares held by all the shareholders desiring to purchase shares in excess of those to which they are entitled under such apportionment.

b3) If none or only part of the shares referred to in the notice to the secretary are purchased, as aforesaid, in accordance with offers made within the forty-day period, the shareholders desiring to sell or transfer may dispose of all shares of stock referred to in that notice not so purchased by the other shareholders to any person or persons he may so desire, provided, however that he shall not sell or transfer such shares at a lower price or on terms more favorable to the purchaser or transferee than those specified in the notice to the secretary.

b4) Any sale or transfer, or purported sale or transfer, of the shares of this corporation shall be null and void unless the terms, conditions prescribed by these bylaws or buy-and-sell agreements signed by the shareholders are strictly observed and followed.

c) **Written Consent.** No sale, lease, conveyance, transfer, exchange or other disposition or all, or substantially all, of the property and assets of this corporation, and no mortgage, deed of trust, pledge or hypothecation of all or substantially all of the property, real or personal, of this corporation shall be made unless approved by the vote or written consent of the shareholders entitled to exercise a majority of the voting power of this corporation.

d) **New Issues of Stock.** As long as the original incorporators own stock in the corporation, it shall not issue new stock unless all incorporators approve that issue.

e) **Endorsement of Stock Certificates.** Upon the issuance of shares, each certificate of capital stock in the corporation shall be endorsed as follows. 3315 1601

0000 0435

BOOK 256 PAGE 427

NOTICE IS HEREBY GIVEN that the redemption, sale, assignment, transfer, pledge or other disposition of the shares of capital stock represented by this certificate are subject to certain restrictions which are set forth in the Articles of Incorporation and the Bylaws of this corporation, copies of which are on file in the office of the secretary of the corporation, and the corporation will furnish upon request and without charge a list of designations, preferences, limitations and relative rights.

f) All stock of the corporation shall be subject to these restrictions and have endorsed thereon the appropriate notice contained in this paragraph.

g) Other preemptive rights adopted by this corporation are as follows:

No other preemptive rights will be amended into the certificate and Articles of Incorporation without a unanimous vote of the stockholders.

12. Other Provisions. Any other provisions shall be as follows:

a) **Dealings by Directors.** No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by this corporation and no act of the corporation shall be in any way 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 director individually, or any firm of which such 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 the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, and may vote thereat to authorize 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.

b) **Indemnification of Directors; Limitation.** No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its shareholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for authorizing the unlawful payment of a dividend or other distribution on the corporation's capital stock or the unlawful purchase of its capital stock; (d) a violation of Conflict of Interest Laws; or (e) for any transaction from which the director derived an improper personal benefit. This Article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date on which this Article becomes effective.

c) **Indemnification of Officers, Employees, Agents.** Subject to the provisions of this Article, the corporation shall indemnify any and all of its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise, which may arise or be incurred, rendered or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as officer, employee or agent of the corporation, whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person.

0000 0436

BOOK 256 PAGE 428

Whenever any existing or former officer, employee or agent shall report to the president of the corporation or the Chairman of the Board of Directors that he or she has incurred or may incur expenses, including, but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as an officer, employee or agent of the corporation, the Board of Directors shall, at its next regular meeting or at a special meeting held within a reasonable time thereafter, determine in good faith whether or not, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse to refuse indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

d) Miscellaneous Provisions:

None

13. Additional Articles. The corporation adopts the following additional articles, as required by the laws of this state:

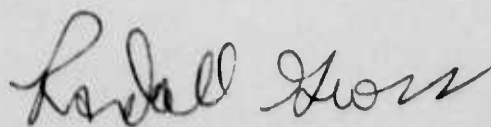
Raymond Gross	2811 Riva Rd. Annapolis, Md. 21401	President Treasurer
Stephen Doyle	306 South Gamden Ave. Frutland, Maryland	Vice-President
Randall Gross	2811 Riva Rd. Annapolis, Md. 21401	Secretary

14. Statutory Agent Verification. Having been designated to act as Statutory Agent, I hereby consent to act in that capacity until removed or until my resignation is submitted in accordance with the laws of this state.

The Statutory Agent can be reached at the following address:

RANDALL E. GROSS
2811 Riva Rd.
Annapolis, Maryland 21401

Dated: March 13, 1991



Signature of Statutory Agent

7315 1603

ARTICLES OF INCORPORATION

Page 6

K 200 "LawForms" 6 89

0000 0437

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 420

IN WITNESS WHEREOF, the following incorporators have signed these Articles of
Incorporation, intending that they become effective as of this date: March, 13 1991.

Printed Name	Signature
<u>Raymond E Gross</u>	<u>Raymond E Gross</u>
<u>RANDALL GROSS</u>	<u>Randall Gross</u>
_____	_____
_____	_____
_____	_____

STATE OF <u>Maryland</u> COUNTY OF <u>Anne Arundel</u>	SS. Acknowledgement. On this date, before me, a Notary Public, personally appeared: <u>Raymond E. Gross</u> known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.	SS. Signature of Notary Public <u>Melody A. Wujcik</u> Notary Expiration Date <u>August 13, 1994</u>
STATE OF <u>Maryland</u> COUNTY OF <u>Anne Arundel</u>	SS. Acknowledgement. On this date, before me, a Notary Public, personally appeared: <u>Randall Gross</u> known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.	SS. Signature of Notary Public <u>Melody A. Wujcik</u> Notary Expiration Date <u>August 13, 1994</u>
STATE OF _____ COUNTY OF _____	SS. Acknowledgement. On this date, before me, a Notary Public, personally appeared: _____ known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.	SS. Signature of Notary Public _____ Notary Expiration Date _____
STATE OF _____ COUNTY OF _____	SS. Acknowledgement. On this date, before me, a Notary Public, personally appeared: _____ known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.	SS. Signature of Notary Public _____ Notary Expiration Date _____
STATE OF _____ COUNTY OF _____	SS. Acknowledgement. On this date, before me, a Notary Public, personally appeared: _____ known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.	SS. Signature of Notary Public _____ Notary Expiration Date _____
STATE OF _____ COUNTY OF _____	SS. Acknowledgement. On this date, before me, a Notary Public, personally appeared: _____ known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.	SS. Signature of Notary Public _____ Notary Expiration Date _____

3315 1604

0000 0438

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 430

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02

BUSINESS CODE 03

COUNTY 52

_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____Merging
(Transferor) _____Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10	30	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

MAIL TO ADDRESS: _____

Randall Grass
2811 Riva Rd
Annapolis Md 21401TOTAL
FEES

70

Check

☒ Cash

NOTE:

Documents on _____ checks

APPROVED BY: _____

0000 0439

3315 1605

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
RAIN DANCER TRUCKING INC.

BOOK 256 PAGE 431

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 13, 1991 AT 1:11 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:

\$

D3180601

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
RANDALL GROSS
2811 RIVA ROAD
ANNAPOLIS

MD 21401

177C3041503

A 352942



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 3715 1597

0000 0440

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

BOOK 256 PAGE 432 3-13-91 at 10002

Edwards Construction Services, Inc.

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

ARTICLES OF INCORPORATION

FIRST: I, John A. Edwards, whose post office address is 778 Herald Harbor Road, Crownsville, Maryland 21032, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Edwards Construction Services, Inc.

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

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

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

(2) To carry on and conduct the business of woodworking in all its branches; to treat and dress and shape wood and lumber, to make articles of commerce therefrom, to repair vehicles and articles made from wood or so much thereof as is made from wood, and generally, to buy, sell and deal in wooden tools, appliances and devices; and

(3) To provide consultant, management, and/or design work in connection with the construction, remodeling and woodworking fields; and

(4) To subcontract any or all of the above with any corporation, association, partnership or individual; and

(5) To purchase, lease, hold mortgage, contract, transfer, sell or in any other manner encumber or dispose of property for the benefit of the Corporation, and to engage in any other lawful purpose and/or business; and

(6) 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.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

PD

1991 JUN 10 AM 10:24

00 01 A 13 MAR 1991

10738229

3315 1571

0000 0441

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 433

FIFTH: The post office address of the principal office of the Corporation in this state is 7962-A Telegraph Road, Severn, Maryland 21144. The name and post office address of the Resident Agent of the Corporation in this state is Scott A. Edwards, 7962 Telegraph Road, Severn, Maryland 21144. Said Resident Agent is an individual actually residing in this state.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) 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 two (2) directors, whose names are John A. Edwards and Scott A. Edwards.

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

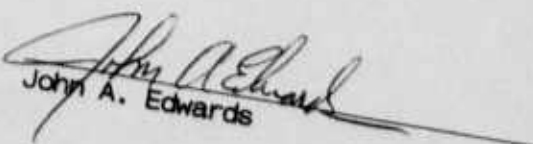
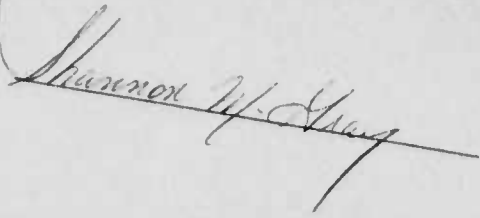
(2) To the fullest extent that limitations on the liability of directors and officers are permitted by the Maryland General Corporation Law, no director or officer of the Corporation shall have any liability to the Corporation or its stockholders for damages. This limitation on liability applies to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted.

(3) The Corporation shall indemnify and advance expenses to its currently acting and its former directors to the fullest extent that indemnification of directors is permitted by the Maryland General Corporation Law. The Corporation shall indemnify and advance expenses to its officers to the same extent as its directors and may do so to such further extent as is consistent with law. The Board of Directors may by bylaw, resolution or agreement make further provision for indemnification of directors, officers, employees and agents to the fullest extent permitted by the Maryland General Corporation Law.

(4) References to the Maryland General Corporation Law in this Article are to that law as from time to time amended. No amendment to the charter of the Corporation shall affect any right of any person under this Article based on any event, omission or proceeding prior to the amendment.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of March, 1991, and acknowledge the same to be my act.

WITNESS:


John A. Edwards

3315 1572

0000 0111

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 434

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

02015

BUSINESS CODE

03

#

P.A.

Religious

Close

COUNTY

52

Merging
(Transferor)

Surviving
(Transferee)

Stock

Nonstock

CODE AMOUNT

FEE REMITTED

10

30

Expedited Fee

20

20

Organ. & Capitalization

61

20

Rec. Fee (Arts. of Inc.)

62

20

Rec. Fee (Amendment)

63

20

Rec. Fee (Merger or Consolidation)

64

20

Rec. Fee (Transfer)

65

20

Rec. Fee (Dissolution)

66

20

Rec. Fee (Revival)

52

20

Foreign Qualification

50

20

Cert. of Qual. or Reg.

51

20

Foreign Name Registration

13

20

Certified Copy

56

20

Penalty

54

20

For. Supplemental Cert.

53

20

Foreign Resolution

73

20

Certificate of Conveyance

76

20

Certificate of Merger/Transfer

75

20

Special Fee

80

20

For. Limited Partnership

83

20

Cert. Limited Partnership

84

20

Amendment to Limited Partnership

85

20

Termination of Limited Partnership

21

20

Recordation Tax

22

20

State Transfer Tax

23

20

Local Transfer Tax

31

20

Corp. Good Standing

NA

20

Foreign Corp. Registration

87

20

Limited Part. Good Standing

71

20

Financial

600

20

Property Reports and

70

20

late filing penalties

91

20

Change of P.O., R.A. or R.A.A.

Other

20

Amend/Cancellation, For. Limited Part.

Other

20

Other

TOTAL FEES

70

Check

Cash

Documents on

checks

NOTE:

APPROVED BY:

[Signature]

3315 1573

0000 0443

ARTICLES OF INCORPORATION
OF
EDWARDS CONSTRUCTION SERVICES, INC.

256 435

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 13, 1991 AT 10:00 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:

D3180551

ANNE ARUNDEL COUNTY

TO THE CLERK OF THE COURT OF

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

RETURN TO:
JOHN EDWARDS
778 HERALD HARBOR RD.
CROWNSVILLE MD 21032

177C3041498

A 352937



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

2215 1570

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

8800 0444

STATE DEPARTMENT OF ASSOCIATIONS
AND TAXATION

APPROVED FOR RECORD

BOOK 256 PAGE 432 3-13-91 at 10000

Edwards Construction Services, Inc.

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

ARTICLES OF INCORPORATION

FIRST: I, John A. Edwards, whose post office address is 778 Herald Harbor Road, Crownsville, Maryland 21032, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the "Corporation") is Edwards Construction Services, Inc.

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

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

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

(2) To carry on and conduct the business of woodworking in all its branches; to treat and dress and shape wood and lumber, to make articles of commerce therefrom, to repair vehicles and articles made from wood or so much thereof as is made from wood, and generally, to buy, sell and deal in wooden tools, appliances and devices; and

(3) To provide consultant, management, and/or design work in connection with the construction, remodeling and woodworking fields; and

(4) To subcontract any or all of the above with any corporation, association, partnership or individual; and

(5) To purchase, lease, hold mortgage, contract, transfer, sell or in any other manner encumber or dispose of property for the benefit of the Corporation, and to engage in any other lawful purpose and/or business; and

(6) 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.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

PD

1991 JUN 10 AM 10:24

00:01 V E 1 MAR 1991 10738229

3315 1571

0000 0445

FIFTH: The post office address of the principal office of the Corporation in this state is 7962-A Telegraph Road, Severn, Maryland 21144. ✓
The name and post office address of the Resident Agent of the Corporation in this state is Scott A. Edwards, 7962 Telegraph Road, Severn, Maryland 21144. Said Resident Agent is an individual actually residing in this state.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is Five Thousand (5000) 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 two (2) directors, whose names are John A. Edwards and Scott A. Edwards.

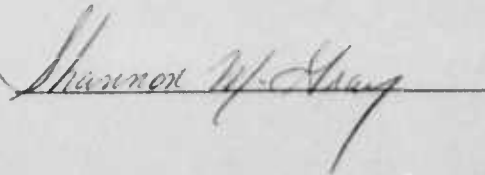
EIGHTH: (1) As used in this Article EIGHTH, any word or words that are defined in Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland (the "Indemnification Section"), as amended from time to time, shall have the same meaning as provided in the Indemnification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

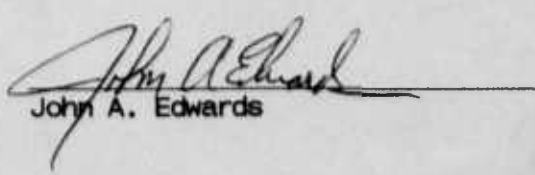
(2) To the fullest extent that limitations on the liability of directors and officers are permitted by the Maryland General Corporation Law, no director or officer of the Corporation shall have any liability to the Corporation or its stockholders for damages. This limitation on liability applies to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted.

(3) The Corporation shall indemnify and advance expenses to its currently acting and its former directors to the fullest extent that indemnification of directors is permitted by the Maryland General Corporation Law. The Corporation shall indemnify and advance expenses to its officers to the same extent as its directors and may do so to such further extent as is consistent with law. The Board of Directors may by bylaw, resolution or agreement make further provision for indemnification of directors, officers, employees and agents to the fullest extent permitted by the Maryland General Corporation Law.

(4) References to the Maryland General Corporation Law in this Article are to that law as from time to time amended. No amendment to the charter of the Corporation shall affect any right of any person under this Article based on any event, omission or proceeding prior to the amendment.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of March, 1991, and acknowledge the same to be my act.
WITNESS:




John A. Edwards

3315 1572

0000 0446

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 434

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02W15 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	_____	_____ Certified Copy _____	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change _____
53	_____	Foreign Resolution	_____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	Code _____
80	_____	For. Limited Partnership	ATTENTION: _____
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	MAIL TO ADDRESS: _____
NA	_____	Foreign Corp. Registration	<u>John Edwards</u>
87	_____	_____ Limited Part. Good Standing	<u>778 Herald Harbor Rd</u>
71	_____	Financial	<u>Crownsville Md 21032</u>
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 70

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

0000 0447

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
EDWARDS CONSTRUCTION SERVICES, INC.

256 435

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND **MARCH 13, 1991** AT **10:00** 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:

\$

D3180551

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 EDWARDS
778 HERALD HARBOR RD.
CROWNSVILLE MD 21032

177C3041498

A 352937



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

2315 1570

RR00 044R

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 436

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION APPROVED FOR PAYMENT

OF 03-13-91 at 8:49am.

RIA'S DELI AND CATERERS, INC.

FIRST: The undersigned, Alex S. Katzenberg, III, whose post office address is 347 North Charles Street, Baltimore, Maryland 21201, a resident of the State of Maryland, and over eighteen (18) years of age, does hereby constitute himself an incorporator with the purpose of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Ria's Deli and Caters, Inc.

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

To engage in the preparation and sale of food and beverages of every kind and description for both on and off premises sale.

To engage in the business of catering.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any business of the Corporation.

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may be useful for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses with respect to same or sell or otherwise dispose same.

To acquire by purchase, subscription or in any other manner, take receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other right or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or

10728165 7715 1412

0000 0449

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 437

subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To do any acts or things designed to protect, preserve, improve and enhance the value of any property or interest of this Corporation.

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

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

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

To carry on any other type of business or trade allowable by law.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

BOOK 256 PAGE 438.

FOURTH: The post office address of the registered office of the Corporation is 300 North Crain Highway, Glen Burnie, Maryland 21061. The name and post office address of the Resident Agent of the Corporation in this State is Trent Neyer, 300 North Crain Highway, Glen Burnie, Maryland, 21061, an individual residing in this State.

FIFTH: The total number of shares of stock of all classes which the corporation has authority to issue is 10,000 shares of common stock with \$.01 par value.

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to By-Laws of the Corporation, but shall never be more than six (6) nor less than the total number of stockholders; and the name of the Directors who shall act until the Organizational Meeting or until her successor is duly chosen and qualify is:

Trent Neyer

Ann Brewington

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:

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

(b) The Board of Directors may classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of stock.

(c) The Corporation may enter into Agreements with any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons, shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificates of Stock.

(d) The Board of Directors shall have the power from time to time, to fix, determine, and vary the amount of working

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 439

capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, if any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the Stockholders.

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

(f) The Corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights as expressly set forth in its charter, of any outstanding stock.

EIGHTH: No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors and/or Officers of this Corporation is or are interested in, or is a director or officer, or are directors or officer, of any such other corporation, and any director or directors, officer or officers, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested, and no contract, act or transaction of this Corporation with any person or persons, firm, association or corporation and each and every person who is or may become a director and/or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anyway interested as long as such information is disclosed to the Officers and Directors of the Corporation prior to said transaction or contract.

NINTH: The Directors of the Corporation shall be personally liable for only such acts or failure to act that is determined to have been due to gross negligence on the Director's part; that such Director actually received an improper benefit or profit in money, property, or services for the amount of the benefit or profit in money, property or services actually received; or for any act or failure to act as determined to have been an intentional tort or a dishonest or fraudulent action on the part of that Director.

For any cause of action, claim or demand made upon a Director other than those enumerated in the sub-paragraph above, the Corporation shall indemnify and hold harmless any Director

3715 1415

0000 0452

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

253 440

from all claims, demands, causes of action including but not limited to all reasonable expenses including attorneys fees for the defense of any such claim, demand, cause of action or suit.

The above indemnification provision shall not be applicable for any act or omission of a Director that was committed in bad faith with the result of active and deliberate dishonesty or in which the Director received an improper personal benefit in money, property or services or, in the case of a criminal proceeding, the Director had reasonable cause to believe the act or omission was unlawful.

In addition, the Corporation shall not indemnify and hold harmless any director with respect to any proceeding for which was brought by or in the right of the Corporation and in which said Director shall have been judged to be liable to the Corporation.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 12 day of March, 1991, and I acknowledge the same to be my act.

WITNESS:

Elizabeth C. White

Alex S. Katzenberg III
ALEX S. KATZENBERG III

OF MARYLAND

M DONALD SCHAEFER

or

W. JONES

A. ANDERSON
rator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 441

UMENT CODE

02^{MA}

BUSINESS CODE

03

COUNTY

52

P.A.

Religious

Close

Stock

Nonstock

Surviving
(Transferee)

rging
(transferor)

CODE AMOUNT

FEE REMITTED

Name Change
(New Name)

10
20
61
62
63
64
65
66
52
50
51
13
56
54
53
73

Expedited Fee
Organ. & Capitalization
Rec. Fee (Arts. of Inc.)
Rec. Fee (Amendment)
Rec. Fee (Merger or
Consolidation)
Rec. Fee (Transfer)
Rec. Fee (Dissolution)
Rec. Fee (Revival)
Foreign Qualification
Cert. of Qual. or Reg.
Foreign Name Registration
Certified Copy
Penalty
For. Supplemental Cert.
Foreign Resolution
Certificate of Conveyance

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

Certificate of Merger/Transfer

Code

75
80
83
84
85
21
22
23
31
NA
87
71
600

Special Fee
For. Limited Partnership
Cert. Limited Partnership
Amendment to Limited Partnership
Termination of Limited Partnership
Recordation Tax
State Transfer Tax
Local Transfer Tax
Corp. Good Standing
Foreign Corp. Registration
Limited Part. Good Standing
Financial Personal
Property Reports and
late filing penalties
Change of P.O., R.A. or R.A.A.
Amend/Cancellation, For. Limited Part.
Other
Other

ATTENTION:

Alex S. Katzenberg, III
JESQ.

MAIL TO ADDRESS:

Cohen, Snyder,
McChellan, Eisenberg +
Katzenberg
347 N. Charles St.
Baltimore, MD 21201-4327

TOTAL
FEES

40

Check

Cash

NOTE:

Documents on

checks

APPROVED BY:

smj

3315 1417

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

0000 0454

CLERK'S NOTATION
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in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
RIA'S DELI AND CATERERS, INC.

FORM 255 PAGE 442

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 13, 1991 AT 8:49 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:

\$

D3180247

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ALEX S. KATZENBERG, III, ESQ.
COHEN, SNYDER, MCCLELLAN, ETAL
347 N. CHARLES STREET
BALTIMORE MD 21201 4327

177C3041467

A 352912



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

2215 1411

RR00 0455

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 443

ARTICLES OF INCORPORATION

OF

OTAC NO. 3, INC.

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

STATE DEPT. OF
ASSESSMENTS & TAXATION

91 MAR 12 PM 3 57

RECEIVED

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
at 3:57 P.M.

THIS IS TO CERTIFY:

FIRST: That the undersigned, Anthony P. Palaigos,
whose post office address is 1200 Mercantile Bank & Trust
Building, 2 Hopkins Plaza, Baltimore, Maryland 21201, being of
full legal age, does hereby form a corporation under and by vir-
tue of the General Laws of the State of Maryland authorizing the
formation of corporations.

SECOND: The name of the corporation (which is herein-
after called the "Corporation") is OTAC NO. 3, INC.

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

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

- (a) To own, conduct, operate, maintain and carry on
the business of a fast food restaurant, and to
prepare and sell foods and beverages of all kinds,
and to do all things incidental and necessary to
the operations of a fast food restaurant.
- (b) To purchase, lease and otherwise acquire, hold,
mortgage, convey and otherwise dispose of all
kinds of property, both real and personal, solely
or in partnership, both in this State and in any
part of the World.

10728110

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0000 0456

BOOK 256 PAGE 444

- (c) To carry on any other business or businesses which may be calculated directly or indirectly to effectuate the aforesaid objects or any of them, and to facilitate the transaction by the Corporation of the aforesaid business or any part thereof, or the transaction of any other business which may be conducted either directly or indirectly to enhance the value of its assets and property. It is the intention that the above clause shall in no way be limited or restricted by reference to or inference from any other clauses of this paragraph or any other clauses or paragraphs of these Articles of Incorporation, but that the objects, purposes and powers specified in this paragraph and in each of the clauses and paragraphs of these Articles shall be independent objects, purposes and powers. And in general to exercise and enjoy all other privileges, rights and powers granted to or conferred upon corporations by the General Laws of the State of Maryland, now or hereafter in force. The enumeration of special powers, as herein specified, not being intended to exclude or to be construed as a waiver or limitation of any such other powers, rights and privileges.

FIFTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 503 Norton Lane, Arnold, Maryland 21012, and the name and the post office address of the resident agent of the corporation are Paul Cato, 503 Norton Lane, Arnold, Maryland 21012, and the said Paul Cato is a citizen of the State of Maryland and actually resides therein.

SIXTH: The total amount of the authorized capital stock of the Corporation is one thousand (1,000) shares, without nominal or 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 Paul Cato.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 445

EIGHTH: No contract or other transaction between this Corporation and any other corporation shall in any way be affected, or invalidated by the fact that any of the directors of this Corporation is pecuniarily or otherwise interested in, or is a director or officer of, such other corporation; any director 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 of the common directorship or interest is disclosed or known to the Board of Directors and the board authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of disinterested directors even if the disinterested directors constitute less than a quorum or the contract or transaction is fair and reasonable to this Corporation.

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

(2) The Corporation shall indemnify and advance expenses to a 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 an employee or agent, or corporate representative other than a director or officer, of the Corporation, the Corporation may, as determined by the Board of

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 256 PAGE 446

Directors of the Corporation, indemnify and advance expenses to such employee, agent or corporate representative in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act this 12th day of March, 1991.

WITNESS:

Allen R. Popik

Anthony P. Palaigos

(SEAL)

G:10703002.Art
HRP:031291

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 447

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 MN BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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)	<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		Certified Copy	<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	
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 late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

Code 004

ATTENTION: Anthony Palaigos

MAIL TO ADDRESS: _____

TOTAL FEES 40

☒ Check

☐ Cash

Documents on _____ checks

APPROVED BY: mer

NOTE: same address as DTAC

3315 1348

0000 0460

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
OTAC NO. 3, INC.

BOOK 256 PAGE 448

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 3:57 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

\$

D3180155

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BLUM, YUMKAS, MAILMAN, GUTMAN
& DENICK, P.A.
1200 MERCANTILE BANK & TRUST BLDG
2 HOPKINS PLAZA
BALTIMORE MD 21201

177C3041458

A 352903



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

3715 1747

0000 0461

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

255 449 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

CERTIFICATE AND ARTICLES OF INCORPORATION
OF 03-14-91 at 8:30 A.M.
Bynum Insurance & Investment Group, Inc.

The undersigned persons, having the age of eighteen or more,
for the purpose of forming a corporation under the laws of the
State of Maryland and does hereby adopt the following Certificate
and Articles of Incorporation.

1. **Name.** The name of this corporation is Bynum Insurance and
Investment Group, Inc.

2. **Purpose and Powers.** This corporation is organized for the
transaction of any and all lawful business for which corporations
may be incorporated under the laws of the State of Maryland, as
they may be amended from time to time, and specifically but not in
limitation thereof, acting as a General Agency for the purpose of
selling insurance and investments.

This corporation shall have the broad general powers set forth
by regulation and statute in this state.

3. **Duration.** The duration of this corporation shall be for
inperpetuity.

4. **Statutory Agent.** The corporation appoints Sharron Bynum who has
been a bona fide resident of Maryland for at least fifteen years.
This appointment may be revoked at any time in accordance with the
rules of the State of Maryland.

5. **Registered Place of Business.** The initial registered place of
business shall be 100 Speicher Drive, Annapolis, Maryland 21401.
Copies of all corporate records shall be kept at the registered
place of business.

1 03-8 V NI BYN 16610738288

1991 JUN 10 AM 10:24

PR

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BOOK 256 PAGE 450

14. **Number of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws. In the case of any increase in the number of directors, the additional directors shall be elected by the shareholders at an annual or special meeting, as shall be provided for in the bylaws.

The initial Board of Directors shall consist of two persons, who shall serve until their successors are qualified according to the bylaws, and whose names and addresses are:

Robert Mark Bynum IV 100 Speicher Dr., Annapolis, Md. 21401
David George Bynum 2002 Howard Chapel Turn, Crofton, Md. 21114

7. **Amendment of Bylaws.** Both the shareholders and the board of directors shall have the power to amend the bylaws as provided in the bylaws.

8. **Incorporators.** The names and addresses of the undersigned incorporators are:

Robert Mark Bynum IV 100 Speicher Dr., Annapolis, Md. 21401
David George Bynum 2002 Howard Chapel Turn, Crofton, Md. 21114

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of this Certificate and Articles of Incorporation to the person or department with whom the Articles are filed.

9. **Commencing Business.** The minimum amount of capital with which the corporation shall commence business is \$500.00.

10. **Capital Stock.** The authorized capital stock of the corporation shall be as follows:

The number of Class "A" shares of common voting stock shall be 500 shares with a par value of \$1.00 per share;

The number of Class "B" shares of common non-voting stock shall be 0 shares with no par value per share.

a) All or any portion of the capital stock may be issued in consideration for cash, real or personal property, services rendered, or any other thing of value for the uses and purposed of the corporation and, when so issued, will become and be fully paid, the same as though paid for in cash at par. The Board of Directors will be the sole judge of the value of any property, services, right or thing acquitted in exchange for capital stock. Payment for the capital stock will be made at such time or times and upon such conditions as the Board of Directors may from time to time designate.

D.B.
Dmb

CLERK'S NOTATION

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BOOK 256 PAGE 451

- b) The shares of capital stock of the corporation is to be non-assessable. The right to notice of and to vote at any meeting of the shareholders of the corporation shall be vested in the holders of the Class "A" voting stock, and every share of Class "A" stock shall have equal voting rights, i.e., one vote per share. The Board of Directors shall have the sole authority to determine the manner and method of declaring dividends on the issued stock, but must declare dividends equally on the Class "A" and Class "B" and common stock.
- c) In the event of any dissolution or liquidation of the corporation, the assets and funds of the corporation shall be divided among and paid equally to the holders of the Class "A" and Class "B" Common stock, voting and non-voting, according to the number of shares of common stock held by them respectively.
- d) The Class "B" non-voting shareholders shall be entitled to receive notice of and to attend and participate in the discussions at all shareholder's meeting.
- e) The shareholders of the corporation are to be entitled to preemptive rights in the event of the issuance and sale of stock of the corporation or securities convertible into stock of the corporation, and each shareholder of the corporation will be entitled to purchase the same proportion of such stock or securities to be sold by the corporation as the proportion of the stock owned by such shareholder bears to the outstanding stock of the corporation at that time.
- f) The shareholders of the corporation at any duly constituted meeting may, by resolution having unanimous approval of all holders of stock outstanding and issued and recorded in writing in the minutes of a meeting, place restrictions upon the transfer or encumbrance of the capital stock of the corporation as they deem advisable, so long as such a restriction is reasonable and not an undue restraint or alienation of stock. At such meeting the shareholders may determine the method by which the restrictions upon transfer or encumbrance of the capital stock of the corporation may thereafter be rescinded or modified and in the absence of such a determination, such restrictions shall be rescinded or modified only by unanimous approval of all the shareholders at a meeting called for such purpose. All such restrictions on the transfer or encumbrance of a stock of this corporation shall be recorded on all certificates of stock in compliance with the laws of the State of Maryland and shall be binding upon every shareholder, his heirs, assigns, and personal representatives.
- g) The corporation may issue rights and options to purchase shares of common stock of the corporation to directors, officers or employees of the corporation or of any affiliate thereof, and no shareholder approval or ratification of any such issuance of rights

BOOK 256 PAGE 452

and options shall be required.

h) In addition to common stock, the corporation may, for purposes of financing, from time to time issue bonds with such rights, interest rates, payment schedules, face amounts and maturity date as the Board of Directors may determine.

11. **Preemptive Rights.** Any preemptive rights that are to be granted to the stockholders are as follows:

a) **Preemptive and Preferential Rights.** Each shareholder or subscriber shall be entitled to full preemptive or preferential rights, as such rights have previously been defined at common law, to purchase and/or subscribe for his or her proportionate of any shares that may be issued at any time by this corporation.

b) **Sale or Transfer.** Before there can be a valid sale or transfer of any of the shares of this corporation by the holders thereof, the holder of the shares to be sold or transferred shall first give notice in writing to the secretary of this corporation of his intention to sell or transfer such shares. Such notice shall specify the number of shares to be sold or transferred, the price per share and terms upon which such holder intends to make such sale or transfer. The secretary shall, within five days thereafter, mail or deliver a copy of such notice to each of the other shareholders of record of this corporation. Such notice may be delivered to such shareholder personally or may be mailed to the last known address of such shareholder or shareholders as the same may appear on the books of this corporation. Within forty days after mailing or delivering these notices to such shareholders, any such shareholder or shareholders desiring to acquire any part or all the shares referred to in that notice shall deliver by mail or otherwise to the secretary of this corporation a written offer or offers to purchase a specified number or number of such shares at the price and upon the terms stated in that notice.

b1) If the total number of shares specified in such offers exceeds the number of shares referred to in the notice, each offering shareholder shall be entitled to purchase such proportion of the shares referred to in the notice as the number of shares of this corporation that he holds bears to the total number shares held by all such shareholders desiring to purchase the shares referred to in the notice to the secretary.

b2) If all the shares referred to in the notice to the secretary are not disposed of under such apportionment, each shareholder desiring to purchase shares in a number in excess of his proportionate share, as provided above, shall be entitled to purchase such proportion of those shares which remain thus undisposed of, as the total number of shares which he holds bears to the total number of shares held by all the shareholders desiring to purchase shares in excess of those to which they are entitled under such apportionment.

P.B.
RmB

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 453

b3) If none or only part of the shares referred to in the notice to the secretary are purchased, as aforesaid, in accordance with offers made within the forty-day period, the shareholders desiring to sell or transfer may dispose of all shares of stock referred to in that notice not so purchased by the other shareholders to any person or persons he may so desire, provided, however that he shall not sell or transfer such shares at a lower price or on terms more favorable to the purchaser or transferee than those specified in the notice to the secretary.

b4) Any sale or transfer, or purported sale or transfer, of the shares of this corporation shall be null and void unless the terms, conditions prescribed by these bylaws or buy-and-sell agreements signed by the shareholders are strictly observed and followed.

c) **Written Consent.** No sale, lease, conveyance, transfer, exchange or other disposition or all, or substantially all, of the property and assets of this corporation, and no mortgage, deed of trust, pledge or hypothecation of all or substantially all of the property, real or personal, of this corporation shall be made unless approved by the vote or written consent of the shareholders entitled to exercise a majority of the voting power of this corporation.

d) **New Issues of Stock.** As long as the original incorporators own stock in the corporation, it shall not issue new stock unless all incorporators approve that issue.

e) **Endorsement of Stock Certificates.** Upon the issuance of shares, each certificate of capital stock in the corporation shall be endorsed as follows.

NOTICE IS HEREBY GIVEN that the redemption, sale, assignment, transfer, pledge or other disposition of the shares of capital stock represented by this certificate are subject to certain restrictions which are set forth in the Articles of Incorporation and the Bylaws of this corporation, copies of which are on file in the office of the secretary of the corporation, and the corporation will furnish upon request and without charge a list of designations, preferences, limitations and relative rights.

f) **All stock of the corporation shall be subject to these restrictions** and have endorsed thereon the appropriate notice contained in this paragraph.

g) **Other preemptive rights** adopted by this corporation are as follows: None

12. **Other Provisions.** Any other provisions shall be as follows:

a) **Dealings by Directors.** No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other

D.B.
RmB

BOOK 256 PAGE 454

corporation is owned by this corporation and no act of the corporation shall be in any way 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 director individually, or any firm of which such 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 the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, and may vote thereat to authorize such contract or transaction, with like force and effect as he were not such director or officer of such other corporation or not so interested.

b) **Indemnification of Directors Limitation.** No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not eliminate or limit the liability of a director; provided, however, that this Article shall not eliminate or limit the liability of a director (a) for any breach of the director's duty or loyalty to the corporation or its shareholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for authorizing the unlawful payment of a dividend or other distribution on the corporation's capital stock or the unlawful purchase of its capital stock; (d) a violation of Conflict of Interest Laws; or (e) for any transaction from which the director derived an improper personal benefit. This Article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date on which this Article becomes effective.

c) **Indemnification of Officer, Employees, Agents.** Subject to the provisions of this Article, the corporation shall indemnify any and all of its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise, which may arise to be incurred, rendered or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as officer, employee or agent of the corporation, whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person.

Whenever any existing or former officer, employee or agent shall report to the president of the corporation or the Chairman of the Board of Directors that he or she has incurred or may incur expenses, including, but not limited to legal fees, judgments,

D.B.
Rm3

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 455

penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as an officer, employee or agent of the corporation, the Board of Directors shall, at its next regular meeting or at a special meeting held within a reasonable time thereafter, determine in good faith whether or not, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense through counsel of its own choosing; to defend him or her in the action.

13. **Additional Articles.** The corporation adopts the following additional articles, as required by the laws of this state: The names, addresses, and offices of the initial officers of the corporation are as follows:

NAME:	ADDRESS:	OFFICE:
Robert Mark Bynum IV	100 Speicher Drive Annapolis, Md. 21401	President
David George Bynum	2002 Howard Chapel Turn Crofton, Md. 21114	Vice-President
David George Bynum	2002 Howard Chapel Turn Crofton, Md. 21114	Treasurer
Robert Mark Bynum IV	100 Speicher Drive Annapolis, Md. 21401	Secretary

14. **Statutory Agent Verification.** Having been designated to act as Statutory Agent, I hereby consent to act in that capacity until removed or until my resignation is submitted in accordance with the laws of this state. The Statutory Agent can be reached at the following address:

Sharron Bynum
100 Speicher Drive
Annapolis, Md. 21401

Dated: 2/20/91

Sharron Bynum
Signature of Statutory Agent

256 456

IN WITNESS WHEREOF, the following incorporators have signed these Articles of Incorporation, intending that they become effective as of this date, January 1, 1991.

Robert Mark Bynum IV

David George Bynum

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL

On this 20th day of February, 1991, before me, a Notary Public, personally appeared Robert Mark Bynum IV, known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.

In witness hereof I hereunto set my hand and official seal.



Sharon Bynum
SHARON BYNUM
Notary Public
My commission expires April 4, 1994

STATE OF MARYLAND
COUNTY OF ANNE ARUNDEL

On this 20th day of February, 1991, before me, a Notary Public, personally appeared David George Bynum, known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.

In witness hereof I hereunto set my hand and official seal.



Sharon Bynum
SHARON BYNUM
Notary Public
My commission expires April 4, 1994

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

253 457

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 07 BUSINESS CODE 03 COUNTY 52

_____ 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

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Brynum

Insurance & Investment Group

100 Speicher Drive

Annapolis, MD 21401

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 _____

TOTAL FEES 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: bmj

3315 1280

0000 0470

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BYNUM INSURANCE & INVESTMENT GROUP, INC.

BOOK 256 PAGE 458

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 8:30 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

\$

D3180049

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BYNUM INSURANCE & INVESTMENT
GROUP
100 SPEICHER DRIVE
ANNAPOLIS MD 21401

177C3041447

A 352892



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO. 3315 1271

0000 0471

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 459
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

20923599
F10/87

3-12-91 ARTICLES OF REVIVAL
OF 900a
FOR

RECEIVED

'91 FEB 22 AM 11 28

Community Nursing Care, Inc.

STATE DEPT. OF
ASSESSMENTS & TAXATION

(Insert exact name of corporation as it appears on records of the State Department of Assessments and Taxation)

FIRST: The name of the corporation at the time the charter was forfeited was

Community Nursing Care, Inc.

SECOND: The name which the corporation will use after revival is

Home Nursing Care Plus, Inc.

THIRD: The address of the principal office in this state is

838 Ritchie Highway, Suite 3A, Severna Park, Maryland 21146

FOURTH: The name and address of the resident agent is

Terrance Materniak, Esq., 838 Ritchie Highway, Suite 3B,
Severna Park, Maryland 21146

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

SIXTH: At or prior to the filing of these Articles of Revival, the corporation has (a) Paid all fees required by law; (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited; (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

1991 JUN 10 AM 10:25

(1)

PR

2315 0475

0000 0472

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 460

(Use A for signatures. If that procedure is unavailable, use B. If A & B are not available, use C. ONLY SIGN UNDER ONE SECTION.)

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

E. Victoria Bias
Last Acting President/Vice President
E. Victoria Bias

William W. Bias
Last Acting Secretary/Treasurer
William Walter Bias

(Use if A cannot be signed/acknowledged)

B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lessor of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.

E. Victoria Bias
Last Acting Director

Last Acting Director

Last Acting Director

(Use if A and B cannot be signed/acknowledged)

C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

Director

(2)

3315 0476

0000 0473

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 461

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, E. Victoria Bias of Home Nursing Care Plus, 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.

E. Victoria Bias
(print name beneath signature)
E. Victoria Bias

I hereby certify that on Feb 19, 1991 before me the
(insert date)

subscriber, a notary public of the State of Maryland, in and for Anne
(insert name)

Arundel County personally appeared E. Victoria
of county for which notary is appointed) (insert name)

Bias and made oath under the penalties of perjury that
of person swearing)

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

Patricia P. Herio
(signature of notary public)

My Commission expires 10/1/94

3315 0477

0000 0474

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 462

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 18A BUSINESS CODE 03 COUNTY 52
190923599 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 Rec. Fee (Amendment)
63 Rec. Fee (Merger or Consolidation)
64 Rec. Fee (Transfer)
65 Rec. Fee (Dissolution)
66 20 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)

Home Nursing
Care Plus, Inc.

☒ 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 30 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

Code

ATTENTION:

MAIL TO ADDRESS:

Home Nursing Care
Plus, Inc.

838 Ritchie Hwy
3A

Severna Park Md 21146

TOTAL
FEES

50

☒ Check

Cash

NOTE:

Documents on

checks

APPROVED BY:

90

3315 0478

0000 0475

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF REVIVAL
OF
COMMUNITY NURSING CARE, INC.
CHANGING ITS NAME TO:
HOME NURSING CARE PLUS, INC.

BOOK 256 PAGE 463

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 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

D0923599

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
HOME NURSING CARE PLUS, INC.
838 RITCHIE HIGHWAY
STE. 3A
SEVERNA PARK MD 21146

176C3041439

A 352878



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

3315 0474

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 464

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

MASTER SYSTEMS, INC.

A Maryland Close Corporation 3-11-91

8:32

Organized Pursuant to Title Four of the
Corporations and Associations Article of the
Annotated Code of Maryland

CERTIFICATION OF CORRECTION

DOCUMENT BEING CORRECTED: Articles Of Incorporation

PARTIES TO THE DOCUMENT: David A. Simison

DOCUMENT FILING DATE: February 11, 1991

PROVISION BEING CORRECTED, AS PREVIOUSLY FILED:

FIFTH: The post office address of the principal office of the Corporation in this State is 337 N-1 Hospital Drive, Glen Burnie, MD 21061. The name and post office address of the Resident Agent of the Corporation in this State is David A. Simison, P.O. Box 216, 303 Najoles Road, Suite 102, Millersville, MD 21108. 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 is shares of common stock, without par value.

PROVISION BEING CORRECTED, AS CORRECTED:

FIFTH: The post office address of the principal office of the Corporation in this State is 337 N-1 Hospital Drive, Glen Burnie, MD 21061. The name and post office address of the Resident Agent of the Corporation in this State is David A. Simison, P.O. Box 216, 303 Najoles Road, Suite 102, Millersville, MD 21108. 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 is 2000 shares of common stock, without par value.

10708098

Date

3/8/91

1991 MAR 11 A 8:32

David A. Simison, Incorporator

3315 0468

0000 0477

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 465

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 17 BUSINESS CODE 03 COUNTY 02
03166634 P.A. Religious ✓ Close ✓ Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED
1	100.00	100.00
2	100.00	100.00
3	100.00	100.00
4	100.00	100.00
5	100.00	100.00
6	100.00	100.00
7	100.00	100.00
8	100.00	100.00
9	100.00	100.00
10	100.00	100.00
11	100.00	100.00
12	100.00	100.00
13	100.00	100.00
14	100.00	100.00
15	100.00	100.00
16	100.00	100.00
17	100.00	100.00
18	100.00	100.00
19	100.00	100.00
20	100.00	100.00
21	100.00	100.00
22	100.00	100.00
23	100.00	100.00
24	100.00	100.00
25	100.00	100.00
26	100.00	100.00
27	100.00	100.00
28	100.00	100.00
29	100.00	100.00
30	100.00	100.00
31	100.00	100.00
32	100.00	100.00
33	100.00	100.00
34	100.00	100.00
35	100.00	100.00
36	100.00	100.00
37	100.00	100.00
38	100.00	100.00
39	100.00	100.00
40	100.00	100.00
41	100.00	100.00
42	100.00	100.00
43	100.00	100.00
44	100.00	100.00
45	100.00	100.00
46	100.00	100.00
47	100.00	100.00
48	100.00	100.00
49	100.00	100.00
50	100.00	100.00
51	100.00	100.00
52	100.00	100.00
53	100.00	100.00
54	100.00	100.00
55	100.00	100.00
56	100.00	100.00
57	100.00	100.00
58	100.00	100.00
59	100.00	100.00
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61	100.00	100.00
62	100.00	100.00
63	100.00	100.00
64	100.00	100.00
65	100.00	100.00
66	100.00	100.00
67	100.00	100.00
68	100.00	100.00
69	100.00	100.00
70	100.00	100.00
71	100.00	100.00
72	100.00	100.00
73	100.00	100.00
74	100.00	100.00
75	100.00	100.00
76	100.00	100.00
77	100.00	100.00
78	100.00	100.00
79	100.00	100.00
80	100.00	100.00
81	100.00	100.00
82	100.00	100.00
83	100.00	100.00
84	100.00	100.00
85	100.00	100.00
86	100.00	100.00
87	100.00	100.00
88	100.00	100.00
89	100.00	100.00
90	100.00	100.00
91	100.00	100.00
92	100.00	100.00
93	100.00	100.00
94	100.00	100.00
95	100.00	100.00
96	100.00	100.00
97	100.00	100.00
98	100.00	100.00
99	100.00	100.00
100	100.00	100.00

10	_____	Expedited Fee
20	_____	Organ. & Capitalization
61	_____	Rec. Fee (Arts. of Inc.)
62	<u>10</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

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 _____
	_____	Other _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

David Simison

PO BOX 216

Millersville Md

21108

TOTAL FEES 10

✓ Check Cash

NOTE:

Documents on _____ checks

APPROVED BY: JS

3315 0420

0000 047A

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CERTIFICATE OF CORRECTION OF ARTICLES OF INCORPORATION
OF
MASTER SYSTEMS, INC.

BOOK 256 PAGE 466

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 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

\$ _____

\$ 10.00

\$ _____

D3166634

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
DAVID SIMISON
P.O. BOX 216
MILLERSVILLE

MD 21108

176C3041437

A 352876



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS

AND TAXATION OF MARYLAND IN LIBER. FOLIO.

3315 0467

0000 0479

BOOK 256 PAGE 467

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HELP THE KIDS, INC.

Help The Kids, Inc., a Maryland Corporation having its principal office in Anne Arundel County at the address of 103 Ridgely Rd, Glen Burnie, Maryland 21061 (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

Article Sixth of the Articles of Incorporation is hereby amended to read as follows:

SIXTH: The Directors of the Corporation shall constitute officially designated Representatives of the Active Members of the Corporation and shall never be less than Three (3). The names of the initial Directors, who shall act until the first annual meeting or until their successors have been officially chosen pursuant to the By-Laws are: Timothy L. Balkcum, Marianne Schattenstein, and Joseph P. Wathen.

SAID AMENDMENTS, having been enacted pursuant to a resolution of the Board of Directors dated January 7, 1991, at which time the amendments were found to be in the best interest of the Corporation, and further, having been enacted pursuant to a vote of the Class I members of the Corporation to whom notice was given on January 2, 1991 pursuant to the By-Laws of the Corporation.

A quorum of more than two thirds of the Class I members were present in person or by proxy, and the amendment above received more than two thirds of the votes entitled to be cast by members present or represented by proxy at such meeting.

To remove the apostrophe from the name of the Corporation and correct to: Help The Kids, Inc. ✓
IN WITNESS WHEREOF: Help The Kids, Inc. has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on February 26, 1991.

ATTEST: Help The Kids, Inc.

Marianne Schattenstein
Marianne Schattenstein
Secretary

Timothy L. Balkcum
Timothy L. Balkcum
President



RECEIVED FOR RECORD

1991 JUN 10 AM 10:25 PR

3315 0318

0000 0480

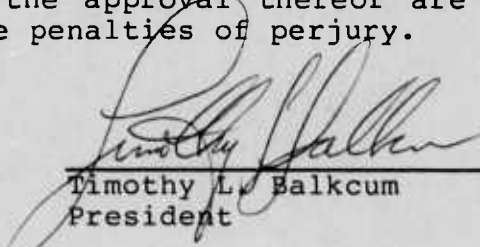
CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 468

page two articles of amendment
Help The Kids, Inc. Feb 26, 1991

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



Timothy L. Balkcum
President

3315 0319

0000 0481

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL A. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 469

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 09A Amw BUSINESS CODE 04 COUNTY 52
D2868289 P.A. Religious Close Stock Nonstock

Merging (Transferor) Surviving (Transferee)

CODE AMOUNT FEE REMITTED

10 50 Expedited Fee
20 Organ. & Capitalization
61 Rec. Fee (Arts. of Inc.)
62 20 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 8 1 Certified Copy 29
56 Penalty
54 For. Supplemental Cert.
53 Foreign Resolution
73 Certificate of Conveyance

Name Change (New Name) Help The Kids, Inc.

☒ 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
Other

Code

ATTENTION:

MAIL TO ADDRESS:

Timothy Balkcum
103 Ridgely Rd
Glen Burnie Md 21061

TOTAL FEES 78

☒ Check

Cash

NOTE:

CERTIFIED
COPY MADE

3315 0320

APPROVED BY: no

0000 0482

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF AMENDMENT
OF
HELP THE KIDS, INC.
CHANGING ITS NAME TO:
HELP THE KIDS, INC.

BOOK 256 PAGE 470

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 10:10 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

D2968289

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
TIMOTHY BALKCUM
103 RIDGELY ROAD
GLEN BURNIE

MD 21061

176C3041407

A 352852



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

3315 0317

0000 0487

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 471

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

OF

3/12/91 at 10:19 a.m.

RECEIVED

CONTACT SERVICES & COMMUNICATIONS, INC.

(A Close Corporation)

STATE DEPT. OF
ASSESSMENTS & TAXATION

THIS IS TO CERTIFY:

FIRST: The undersigned Robert H. Maclay, whose post office address is 4800 Hampden Lane, Seventh Floor, Bethesda, Maryland 20814, being at least eighteen (18) years of age, does hereby form a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is Contact Services & Communications, Inc.

THIRD. This Corporation is a Close Corporation formed and operated pursuant to Title 4 of the Corporations and Associations Article of the Annotated Code of Maryland.

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland or within any other State or States of the United States or any territory or possession thereof, whether presently or hereafter annexed as well as on an international basis, are as follows:

(a) To own and operate a construction company.

(b) To purchase, lease or otherwise acquire all or any part of the property, trademarks, trade names, rights, businesses, contracts, goodwill, franchises, patents, patents applied for, use of patents applied for, and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent) carrying on, or having carried on, in whole or in part, the business or businesses which this Corporation is authorized to carry on; and to undertake, guarantee, assume and pay the indebtedness and liabilities

10728103

0000 0484

PALEY, ROTHMAN, GOLDSTEIN, ROSENBERG & COOPER
CHARTERED
ONE BETHESDA CENTER, SEVENTH FLOOR
4800 HAMPDEN LANE
BETHESDA, MARYLAND 20814
(301) 656-7603

1991 JUN 10 AM 10:25

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 472

thereof; and to pay for any such property or assets of every kind in accordance with the laws of the State of Maryland, with stocks, bonds, or other securities of the Corporation or otherwise.

(c) To apply for, obtain, register, purchase, lease or otherwise acquire, and to hold, use, own, operate and introduce, and to sell, assign, or otherwise dispose of any trademarks, trade names, copyrights, patents, inventories, improvements and processes used in connection with or secured under Letters Patent of the United States or elsewhere or otherwise, and to use, exercise, develop, grant licenses in respect of, or otherwise to account for any such trademarks, patents, copyrights, licenses, processes and the like, or any such property or rights.

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

(e) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for, any shares of stock of or any bonds or other securities or evidences of indebtedness issued or created by any other corporation or association organized under the laws of the State of Maryland or any other State, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and

all of the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the shareholders of this Corporation.

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

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

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended in any manner, by the mention of any particular purpose, object or business, to limit or restrict the

BOOK 256 PAGE 474

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

✓ FIFTH: The post office address of the principal office of the Corporation in this state is 936 St. George Barber Road, Davidsonville, Maryland 21035. The resident agent of the Corporation is Joseph M. Baker, whose post office address is 936 St. George Barber Road, Davidsonville, Maryland 21035. Said resident agent is a citizen of the State of Maryland and resides therein.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3), unless the number of stockholders is less than three (3), in which case the number of directors may be less than three (3) but not less than the number of stockholders. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Joseph M. Baker and Camille Baker.

SEVENTH: The total amount of the authorized capital stock of the Corporation is One Thousand shares with a par value of One Dollar (\$1.00) per share.

EIGHTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(a) To make, alter and repeal the By-laws of the Corporation; to open stock books and to fix and vary the amounts to be reserved as working capital; to direct and determine the use of any surplus or net profits; to

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 475

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, bonds, warrants, debentures, securities, deeds of trust, trust agreements, negotiable or transferable instruments and evidences of indebtedness of all kinds, secured by mortgage or otherwise; and to do every other 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, at their discretion, to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stock, bonds, debentures or other securities of the Corporation;

(c) In the purchase or acquisition of property, businesses, rights or franchises, or for additional working capital, or for any other object in or about the Corporation's business or 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 issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether convertible into stock of any class, and whether secured by mortgage, pledge, deed of trust, or otherwise;

(d) To determine who shall be authorized to sign, on behalf of the Corporation, 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

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK 256 PAGE 476

a manner as they think fit, and in particular, from time to time, to delegate any of the powers of the Board of Directors to any committee, officer, or agent, and to appoint any person or persons to be the 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 at 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 open to the inspection of stockholders; and no stockholder shall have any right to inspect any account book or document of this Corporation except as conferred by statute, unless authorized by resolution of the directors; to designate in accordance with the By-laws two (2) or more of its number to constitute an Executive Committee, which Committee shall, for the time submitted, have and exercise any or all of the powers of the Board of Directors in the management of the business and affairs of this Corporation, and have power to authorize the seal of this Corporation to be affixed to all papers which may require it.

NINTH: The Board of Directors of this 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, for such consideration as said Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-laws of the Corporation.

TENTH: No contract or other transaction between this Corporation and any other corporation shall be affected by the fact that any director or stockholder of this Corporation is interested in, or is a director or officer of, such other corporation, and any director or stockholder, individually or

- 6 -

3315 0160

PALEY, ROTHMAN, GOLDSTEIN, ROSENBERG & COOPER
CHARTERED
ONE BETHESDA CENTER, SEVENTH FLOOR
4800 HAMPDEN LANE
BETHESDA, MARYLAND 20814
(301) 656-7603

0000 0489

CLERK'S NOTATION

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duction.

BOOK 256 PAGE 477

jointly, may be a party to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested; and no contract or other transaction of this Corporation with any person, firm, or corporation shall be affected by the fact that any director or stockholder of this Corporation is in any way connected with such person, firm, or corporation, and every person who may become a director or stockholder of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of such director, stockholder or officer or any firm, association, or corporation in which such director, stockholder or officer may be interested, provided that such interested person complies with the prerequisites of Section 2-419 of the Corporations and Associations Article of the Annotated Code of Maryland, and except as such exculpation from liability is specifically prohibited, limited or qualified by the provisions of Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland, as the same may be amended from time to time, or by any corresponding provisions of future law.

ELEVENTH: No director, stockholder or officer or former director, former stockholder or officer of the Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor, including in each case their respective executors and administrators, shall be liable to the Corporation or its stockholders for money damages, including any expenses incurred in proceedings in connection with defense of a claim for damages, arising from any acts, events or omissions by reason of service in the director's, stockholder's or officer's official capacity, except as such exculpation from liability is

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 478

specifically prohibited, limited or qualified by the provisions of Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland. Notwithstanding any future amendment of this Article Tenth by the Corporation, the provisions of this Article shall apply with respect to any act, event or omission occurring prior to the effective date of such amendment.

TWELFTH: Except to the extent limited by the provisions of Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, each director, stockholder and officer or former director, former stockholder or officer of the Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor, including in each case their respective executors and administrators, shall be indemnified by the Corporation against liabilities, fines, penalties and claims imposed upon or asserted against such person (including amounts paid in settlement) by reason of having been such a director, stockholder or officer, whether or not then continuing so to be, and against all expenses (including counsel fees) reasonably incurred by such person in connection therewith. Such person may receive advances from the Corporation to defray reasonable expenses (including counsel fees) reasonably incurred by such person as a party to a proceeding which involves any prospect of such person being held responsible for liabilities, fines, penalties and claims imposed upon or asserted against such person by reason of having been such a director, stockholder or officer. Unless otherwise determined by the Board of Directors, such person shall be paid or reimbursed by the Corporation in advance of the final disposition of the proceeding upon receipt by the Corporation of

- 8 -

3315 0162

PALEY, ROTHMAN, GOLDSTEIN, ROSENBERG & COOPER
CHARTERED
ONE BETHESDA CENTER, SEVENTH FLOOR
4800 HAMPTON LANE
BETHESDA, MARYLAND 20814
(301) 656-7603

0000 0491

CLERK'S NOTATION

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duction.

BOOK 256 PAGE 479

(i) a written affirmation by the director, stockholder or officer of such person's good faith belief that the standard of conduct necessary for indemnification by the Corporation hereunder and as authorized under Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, has been met; and (ii) a written undertaking by or on behalf of the director, stockholder or officer to repay the amount advanced if it shall ultimately be determined that the standard of conduct has not been met. Although advances may be made pursuant to the foregoing, indemnification by the Corporation shall not be made unless authorized by the Board of Directors for a specific proceeding after a determination has been made that indemnification of the director, stockholder or officer is permissible in the circumstances because such person has met the standard of conduct necessary for indemnification hereunder and as authorized under Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland. In no event shall the Corporation indemnify any director, stockholder or officer if, based upon the facts and circumstances reasonably known by the Board of Directors or made known to them, a majority of the Board of Directors concludes that it is more reasonable than not for the conduct of such director, stockholder or officer to be described as one of the following:

- (a) The act or omission of the director, stockholder or officer was material to the matter giving rise to the proceeding, and either was committed in bad faith or was the result of active and deliberate dishonesty; or
- (b) The director, stockholder or officer actually received an improper personal benefit or profit in money, property or services; or

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

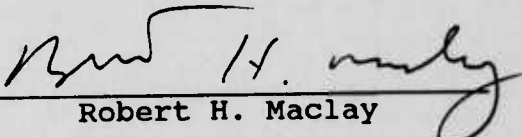
BOOK 256 PAGE 480

(c) In the case of any criminal proceeding, the director, stockholder or officer had reasonable cause to believe that the act or omission was unlawful.

The right of indemnification hereby provided shall be in addition to any other rights to which any such director, stockholder or officer may be entitled.

THIRTEENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledge the same to be my act on this 11th day of March, 1991.


Robert H. Maclay

PALEY, ROTHMAN, GOLDSTEIN, ROSENBERG & COOPER
CHARTERED
ONE BETHESDA CENTER, SEVENTH FLOOR
4800 HAMPDEN LANE
BETHESDA, MARYLAND 20814
(301) 656-7903

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 481

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	Name Change (New Name) _____
20	<u>30</u>	Organ. & Capitalization	
61	<u>30</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 <u>079</u>
80		For. Limited Partnership	ATTENTION: <u>Maria Pabbey</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	MAIL TO ADDRESS: _____
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 _____	

TOTAL FEES 70

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: MCA

0000 0494

2215 0165

CLERK'S NOTATION
Document submitted for record
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duction.

BOOK 256 PAGE 482
ARTICLES OF INCORPORATION
OF
CONTACT SERVICES & COMMUNICATIONS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 10:19 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

\$

D3179918

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
PALEY, ROTHMAN, GOLDSTEIN, ROSENBERG
4800 HAMPDEN LANE
ONE BETHESDA CENTER, 7TH FLOOR
BETHESDA MD 20814

176C3041370

A 352826



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

3315 0154

0000 0495

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 483

M.

res

STATE DEPARTMENT OF ASSURANCE
RECEIVED
JUN 10 1961
2:51 PM
3-12-91
ELITE CONSTRUCTION INCORPORATED
A Maryland Close Corporation
Organized Pursuant to Title IV Of the Corporations and
Associations of the Annotated Code of Maryland

Articles of Incorporation

FIRST: I, Emor Sterling Elliott, Jr., whose post office address is 7959 Telegraph Road, Lot #44, Severn, Maryland 21144, 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") ELITE CONSTRUCTION INCORPORATED.

THIRD: The Corporation shall be a closed corporation authorized by the Title IV of the Corporations and Associations of Articles of the Annotated Code of Maryland as amended.

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

(1) Landscaping to engage in the business of landscaping, not limited but includes grading, seeding, mowing, fertilizing, planting, tree removal, trimming, pruning, pest control, outdoor spraying of trees, shrubs, and lawn care services.

(2) To conduct and carry on the business of builders and contractors for the purpose of building, erecting, alterings, repairing, remodeling and doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvements of houses, factories, buildings, work or erections of every kind and description whatsoever, both public, private or governmental, or integral parts thereof and to perform any and all works as builders and contractors and with that end in covering the building and contracting business and work connected therewith.

(3) To manufacture, buy, sell, trade and deal in all and every kind of material, equipment, supplies, product, manufactured, unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials.

(4) To enter into partnerships, joint ventures, syndicates, and other business associations for any lawful purpose.

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

10718305

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BOOK 256 PAGE 484

FIFTH: The post office address of the principal office of the Corporation in the State is 7959 Telegraph Road, Lot #44, Severn, Maryland 21144. The name and post office address of the Resident Agent of the Corporation in this State is Emor Sterling Elliott, Jr., 7959 Telegraph Road, Lot #44, Severn, Maryland 21144. Said Resident Agent is an individual actually residing in this State.

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

SEVENTH: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be two (2) Directors, whose names are: Emor Sterling Elliott, Jr., and Deborah Ann Price.

EIGHTH: The Corporation shall have the power to indemnify by expressed provisions in its By-Laws, by Agreement or by majority of vote either of its stockholders or disinterested directors, any one or more of the following places of individuals:

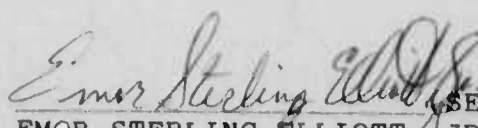
(1) Present or former directors and/or officers of the Corporation;

(2) Present or former agents and/or employees of the Corporation;

(3) Present or former administrators, trustees or other fiduciaries under pension, profit sharing, deferred compensation, or any other employee benefit plan, maintained by the Corporation; and

(4) Persons serving or who have served at the request of the Corporation in any of the aforementioned capacities for any other Corporation, partnership, joint venture, trust, or other enterprise, provided, however, that the Corporation shall not have the power to indemnify any person if such indemnification would be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Maryland, or any statute, rule or regulation of similar import.

IN WITNESS WHEREOF, I do hereby acknowledge these Articles of Incorporation to be my act this 12th day of March, 1991.


(SEAL)
EMOR STERLING ELLIOTT JR.

3715 0122

0000 0497

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 485

CLERK'S NOTATION

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DOCUMENT CODE

BUSINESS CODE

COUNTY

P.A. Religious Close Stock Nonstock

Merging
(Transferor)

Surviving
(Transferee)

CODE AMOUNT

FEE REMITTED

Name Change
(New Name)

10 Expedited Fee
20 Organ. & Capitalization
61 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

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

MAIL TO ADDRESS:

Emor S. Elliott Jr
1959 Telegraph Rd Lot 44
Severn, Md 21144

TOTAL
FEES

48

Check

Cash

NOTE: copy made

Documents on checks

APPROVED BY:

[Signature]

3315 0123

0000 0498

CLERK'S NOTATION
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satisfactory photographic repro-
duction.

BOOK 256 PAGE 486

ARTICLES OF INCORPORATION
OF
ELITE CONSTRUCTION INCORPORATED

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 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:

\$

D3179843

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
EMOR S. ELLIOTT, JR.
7959 TELEGRAPH RD., LOT #44
SEVERN MD 21144

176C3041363

A 352821



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

3315 0120

0000 0499

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FORM 256 487

CERTIFICATE AND ARTICLES OF INCORPORATION

OF

PLACES TO PLAY, INC.

STATE DEPARTMENT OF ASSESSMENTS

APPROVED FOR RECORD

3-12-91

at 2:06 p.m.

The undersigned persons, having the age of 21 or more, have associated themselves for the purpose of forming a corporation under the laws of Maryland and do hereby adopt the following Certificate and Articles of Incorporation.

1. **Name.** The name of this corporation is Places to Play, Inc.
2. **Purpose and Powers.** This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Maryland, as they may be amended from time to time, and specifically but not in limitation thereof, the purpose of:

Manufacture, sale and distribution of Play equipment for day care facilities and private use.

This corporation shall have the broad general powers set forth by regulation and statute in this state.

3. **Duration.** The duration of this corporation shall be for perpetuity.
4. **Statutory Agent.** The corporation appoints Natalie Kuhn who has been a bona fide resident of Maryland for at least 20 years. This appointment may be revoked at any time in accordance with the rules of the State of Maryland.

5. **Registered Place of Business.** The initial registered place of business shall be:

Street Address:

304 Windfern Court
Millersville, Md. 21108

Mailing Address:

304 Windfern Court
Millersville, Md. 21108

RECEIVED
MAR 12 PM 2 06
STATE DEPT. OF
ASSESSMENTS & TAXATION

Copies of all corporate records shall be kept at the registered place of business.

ARTICLES OF INCORPORATION

Page 1

K 200 * LawForms * 6 89

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BOOK 256 PAGE 488

6. **Board of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws. In the case of any increase in the number of directors, the additional directors shall be elected by the shareholders at an annual or special meeting, as shall be provided for in the bylaws.

The initial Board of Directors shall consist of two persons, who shall serve until their successors are qualified according to the bylaws, and whose names and addresses are:

Name

Address

Kevin John Konkus	127 Gibbons Blvd. Cockeysville, Md 21030
Natalie T. Kuhn	304 Windfern Court, Millersville, Md. 21108

7. **Amendment of Bylaws.** Both the shareholders and the board of directors shall have the power to amend the bylaws as provided in the bylaws.

8. **Incorporators.** The names and addresses of the undersigned incorporators are:

Name

Address

Kevin John Konkus	127 Gibbons Blvd. Cockeysville, Md. 21030
Natalie Kuhn	302 Windfern Court, Millersville, Md. 21108

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of this Certificate and Articles of Incorporation to the person or department with whom the Articles are filed.

9. **Commencing Business.** The minimum amount of capital with which the corporation shall commence business is \$ 500.00.

BOOK 256 PAGE 489

10. Capital Stock. The authorized capital stock of the corporation shall be as follows:

The number of Class "A" shares of common voting stock shall be 1,000 shares with a par value of \$ 1.00 per share;

The number of Class "B" shares of common non-voting stock shall be NONE shares with a par value of \$ NONE per share.

a) All or any portion of the capital stock may be issued in consideration for cash, real or personal property, services rendered, or any other thing of value for the uses and purposes of the corporation and, when so issued, will become and be fully paid, the same as though paid for in cash at par. The Board of Directors will be the sole judge of the value of any property, services, right or thing acquired in exchange for capital stock. Payment for the capital stock will be made at such time or times and upon such conditions as the Board of Directors may from time to time designate.

b) The shares of capital stock of the corporation are to be non-assessable. The right to notice of and to vote at any meeting of the shareholders of the corporation shall be vested in the holders of the Class "A" voting stock, and every share of Class "A" stock shall have equal voting rights, i.e., one vote per share. The Board of Directors shall have the sole authority to determine the manner and method of declaring dividends on the issued stock, but must declare dividends equally on the Class "A" and Class "B" and common stock.

c) In the event of any dissolution or liquidation of the corporation, the assets and funds of the corporation shall be divided among and paid equally to the holders of the Class "A" and Class "B" Common stock, voting and non-voting, according to the number of shares of common stock held by them respectively.

d) The Class "B" non-voting shareholders shall be entitled to receive notice of and to attend and participate in the discussions at all shareholders meetings.

e) The shareholders of the corporation are to be entitled to preemptive rights in the event of the issuance and sale of stock of the corporation or securities convertible into stock of the corporation, and each shareholder of the corporation will be entitled to purchase the same proportion of such stock or securities to be sold by the corporation as the proportion of the stock owned by such shareholder bears to the total outstanding stock of the corporation at that time.

f) The shareholders of the corporation at any duly constituted meeting may, by resolution having unanimous approval of all holders of stock outstanding and issued and recorded in writing in the minutes of a meeting, place such restrictions upon the transfer or encumbrance of the capital stock of the corporation as they deem advisable, so long as such restriction is reasonable and not an undue restraint or alienation of stock. At such meeting the shareholders may determine the method by which the restrictions upon transfer or encumbrance of the capital stock of the corporation may thereafter be rescinded or modified, and in the absence of such a determination, such restrictions shall be rescinded or modified only by unanimous approval of all the shareholders at a meeting called for such purpose. All such restrictions on the transfer or encumbrance of a stock of this corporation shall be recorded on all certificates of stock in compliance with the laws of the State of Maryland and shall be binding upon every shareholder, his heirs, assigns and personal representatives.

g) The corporation may issue rights and options to purchase shares of common stock of the corporation to directors, officers or employees of the corporation or of any affiliate thereof, and no shareholder approval or ratification of any such issuance of rights and options shall be required.

h) In addition to common stock, the corporation may, for the purposes of financing, from time to time issue bonds with such rights, interest rates, payment schedules, face amounts and maturity dates as the Board of Directors may determine.

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BOOK 256 PAGE 490

11. **Preemptive Rights.** Any preemptive rights that are to be granted to the stockholders are as follows:

a) **Preemptive and Preferential Rights.** Each shareholder or subscriber shall be entitled to full preemptive or preferential rights, as such rights have heretofore been defined at common law, to purchase and/or subscribe for his or her proportionate part of any shares which may be issued at any time by this corporation.

b) **Sale or Transfer.** Before there can be a valid sale or transfer of any of the shares of this corporation by the holders thereof, the holder of the shares to be sold or transferred shall first give notice in writing to the secretary of this corporation of his intention to sell or transfer such shares. Such notice shall specify the number of shares to be sold or transferred, the price per share and terms upon which such holder intends to make such sale or transfer. The secretary shall, within five days thereafter, mail or deliver a copy of such notice to each of the other shareholders of record of this corporation. Such notice may be delivered to such shareholder personally or may be mailed to the last known address of such shareholder or shareholders as the same may appear on the books of this corporation. Within forty days after mailing or delivering these notices to such shareholders, any such shareholder or shareholder desiring to acquire any part or all of the shares referred to in that notice shall deliver by mail or otherwise to the secretary of this corporation a written offer or offers to purchase a specified number or number of such shares at the price and upon the terms stated in that notice.

b1) If the total number of shares specified in such offers exceeds the number of shares referred to in the notice, each offering shareholder shall be entitled to purchase such proportion of the shares referred to in the notice as the number of shares of this corporation which he holds bears to the total number of shares held by all such shareholders desiring to purchase the shares referred to in the notice to the secretary.

b2) If all the shares referred to in the notice to the secretary are not disposed of under such apportionment, each shareholder desiring to purchase shares in a number in excess of his proportionate share, as provided above, shall be entitled to purchase such proportion of those shares which remain thus undisposed of, as the total number of shares which he holds bears to the total number of shares held by all the shareholders desiring to purchase shares in excess of those to which they are entitled under such apportionment.

b3) If none or only part of the shares referred to in the notice to the secretary are purchased, as aforesaid, in accordance with offers made within the forty-day period, the shareholders desiring to sell or transfer may dispose of all shares of stock referred to in that notice not so purchased by the other shareholders to any person or persons he may so desire, provided, however that he shall not sell or transfer such shares at a lower price or on terms more favorable to the purchaser or transferee than those specified in the notice to the secretary.

b4) Any sale or transfer, or purported sale or transfer, of the shares of this corporation shall be null and void unless the terms, conditions prescribed by these bylaws or buy-and-sell agreements signed by the shareholders are strictly observed and followed.

c) **Written Consent.** No sale, lease, conveyance, transfer, exchange or other disposition or all, or substantially all, of the property and assets of this corporation, and no mortgage, deed of trust, pledge or hypothecation of all or substantially all of the property, real or personal, of this corporation shall be made unless approved by the vote or written consent of the shareholders entitled to exercise a majority of the voting power of this corporation.

d) **New Issues of Stock.** As long as the original incorporators own stock in the corporation, it shall not issue new stock unless all incorporators approve that issue.

e) **Endorsement of Stock Certificates.** Upon the issuance of shares, each certificate of capital stock in the corporation shall be endorsed as follows.

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 491

NOTICE IS HEREBY GIVEN that the redemption, sale, assignment, transfer, pledge or other disposition of the shares of capital stock represented by this certificate are subject to certain restrictions which are set forth in the Articles of Incorporation and the Bylaws of this corporation, copies of which are on file in the office of the secretary of the corporation, and the corporation will furnish upon request and without charge a list of designations, preferences, limitations and relative rights.

f) All stock of the corporation shall be subject to these restrictions and have endorsed thereon the appropriate notice contained in this paragraph.

g) Other preemptive rights adopted by this corporation are as follows:

NONE

12. Other Provisions. Any other provisions shall be as follows:

a) **Dealings by Directors.** No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by this corporation and no act of the corporation shall be in any way 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 director individually, or any firm of which such 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 the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, and may vote thereat to authorize 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.

b) **Indemnification of Directors; Limitation.** No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its shareholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for authorizing the unlawful payment of a dividend or other distribution on the corporation's capital stock or the unlawful purchase of its capital stock; (d) a violation of Conflict of Interest Laws; or (e) for any transaction from which the director derived an improper personal benefit. This Article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date on which this Article becomes effective.

c) **Indemnification of Officers, Employees, Agents.** Subject to the provisions of this Article, the corporation shall indemnify any and all of its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise, which may arise or be incurred, rendered or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as officer, employee or agent of the corporation, whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person.

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 492
Whenever any existing or former officer, employee or agent shall report to the president of the corporation or the Chairman of the Board of Directors that he or she has incurred or may incur expenses, including, but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as an officer, employee or agent of the corporation, the Board of Directors shall, at its next regular meeting or at a special meeting held within a reasonable time thereafter, determine in good faith whether or not, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse to refuse indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

d) Miscellaneous Provisions:

NONE

13. Additional Articles. The corporation adopts the following additional articles, as required by the laws of this state:

NONE

14. Statutory Agent Verification. Having been designated to act as Statutory Agent, I hereby consent to act in that capacity until removed or until my resignation is submitted in accordance with the laws of this state.

The Statutory Agent can be reached at the following address :

Natalie Kuhn
304 Windfern Court
Millersville, Md. 21108

Dated: 3/12/91

Signature of Statutory Agent

ARTICLES OF INCORPORATION

Page 6

K 200 * Law Form 3315 6 81 12

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CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 493.

IN WITNESS WHEREOF, the following incorporators have signed these Articles of
Incorporation, intending that they become effective as of this date: 3/12/91

Printed Name

Kevin John Konkus

Natalie Kuhn

Signature

Kevin J Konkus
Natalie Kuhn

STATE OF COUNTY OF	SS.	Acknowledgement. On this date, before me, a Notary Public, personally appeared:	SS.	Signature of Notary Public
Date of Acknowledgement		known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.		Notary Expiration Date
STATE OF COUNTY OF	SS.	Acknowledgement. On this date, before me, a Notary Public, personally appeared:	SS.	Signature of Notary Public
Date of Acknowledgement		known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.		Notary Expiration Date
STATE OF COUNTY OF	SS.	Acknowledgement. On this date, before me, a Notary Public, personally appeared:	SS.	Signature of Notary Public
Date of Acknowledgement		known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.		Notary Expiration Date
STATE OF COUNTY OF	SS.	Acknowledgement. On this date, before me, a Notary Public, personally appeared:	SS.	Signature of Notary Public
Date of Acknowledgement		known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.		Notary Expiration Date
STATE OF COUNTY OF	SS.	Acknowledgement. On this date, before me, a Notary Public, personally appeared:	SS.	Signature of Notary Public
Date of Acknowledgement		known to me or satisfactorily proven to be the person whose name is subscribed to this instrument and acknowledged that he executed the same. If this person's name is subscribed in a representative capacity, it is for the principal named and in the capacity indicated.		Notary Expiration Date

ARTICLES OF INCORPORATION
Page 7

3315 0113

K 200 © LawForms® 6-89

0000 0506

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

#

P.A.

Religious

Close

☒ Stock

Nonstock

Merging
(Transferor)Surviving
(Transferee)

CODE AMOUNT

FEE REMITTED

Name Change

(New Name)

10 Expedited Fee
20 Organ. & Capitalization
61 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

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 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

MAIL TO ADDRESS:

Natalie Kudn
304 Windfern Ct
Millersville Md 21108

TOTAL
FEES

40

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

3315 0114

0000 0507

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
PLACES TO PLAY, INC.

BOOK 256 PAGE 495

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 2:06 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

\$

D3179827

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
NATALIE KUHN
304 WINDFERN COURT
MILLERSVILLE MD 21108

176C3041361

A 352819



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

3315 0106

RR00 0500

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 500

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10		Expedited Fee	
20	<u>30</u>	Organ. & Capitalization	
61	<u>30</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: _____
87		Limited Part. Good Standing	<u>John F Wolf Jr.</u>
71		Financial	<u>4901 Montgomery La</u>
600		Personal	<u>Bethesda, Md 20814</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 XO

Check _____ Cash _____

NOTE:

Documents on _____ checks

APPROVED BY: Maz

3315 0099

0000 0509

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
SKY K, INC.

BOOK 256 PAGE 501

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 10:04 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

\$

D3179801

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 F. WOLF, JR.
4901 MONTGOMERY LANE
BETHESDA

MD 20814

176C3041359

A 352817



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

3315 0094

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 496

ARTICLES OF INCORPORATION

OF

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
SKY K, INC.

APPROVED FOR RECORD

THIS IS TO CERTIFY:

3-12-91 at 10:04 a.m.

FIRST: We, the undersigned, R. DOUGLAS MOHLER, JR. and JOHN GUTHRIE LUKE III, of the post office address of 21 Madison Place, Annapolis, Maryland 21401, each being over twenty-one (21) years of age, do hereby associate ourselves as Incorporators with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland.

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

SKY K, INC.

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

1. To engage in all aspects of purchasing, leasing and selling single engine aircraft.
2. To engage in all aspects of the distribution, wholesale and retail trade of food, beverages, food products, all related equipment and commercial products of all kinds.
3. To purchase or otherwise acquire all or any part of the

1991 MAR 12 A 10:40

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CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 497

good will, rights, property, business, or securities of any person, firm association, or corporation heretofore or hereafter engaging in any business which the Corporation has the power to conduct, and to hold, utilize, enjoy, and in any manner dispose of the whole or any part of the rights, property, business, or securities acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation.

4. 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 to secure the payment thereof by mortgaging, pledging, or assigning in trust the whole or any part of the property of the Corporation real or personal.

5. To buy, own, hold, lease, mortgage, or otherwise pledge, and to sell, for its own account or for the account of others, real estate of every kind and description, and any and all manner of interest and right therein.

6. To perform all acts or services not inconsistent with the laws and regulations of the State of Maryland.

The foregoing enumeration of the purposes of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended by mention of any particular purpose, in any manner to limit or restrict any of the powers of the Corporation.

✓ FOURTH: The post office address of the principal office of the Corporation in this state is 21 Madison Place, Annapolis, Maryland 21491-3409. The name and post office address of the resident agent of the Corporation in this State is R. DOUGLAS

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CLERK'S NOTATION

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satisfactory photographic repro-
duction.

BOOK 256 PAGE 498

MOHLER, JR. at 21 Madison Place, Annapolis, Maryland 21401-3409.
Said resident agent is a citizen of the State of Maryland and
actually resides therein.

FIFTH: The total number of shares of stock which the
Corporation has authority to issue is One Thousand (1000), all
of one class, with a par value of One Dollars (\$1.00) per
share. Stockholders shall have preemptive rights to said stock.

SIXTH: The Board of Directors is hereby empowered to
authorize the issuance from time to time of the Corporation's
stock of any class, whether now or hereafter authorized.

SEVENTH: The number of Directors of the Corporation shall
be two (2) 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 two (2); 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 two (2).

The names of the directors who shall act until the first
annual meeting or until their successors are duly elected and
qualify are: R. DOUGLAS MOHLER, JR. and JOHN LUKE III.

EIGHTH: The Corporation reserves the right from time to
time to make any amendment to its Charter, now or hereafter
authorized by law, including any amendment which alters the
contract rights, as expressly set forth in its Charter, of any
outstanding stock.

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 489

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation on the 23rd day of FEBRUARY, 1991.

WITNESS:

Brenda Lee Bass
Mary Crowley

R. Douglas Mohler, Jr.
John Guthrie Luke III

STATE OF MARYLAND, COUNTY OF MONTGOMERY, TO WIT:

I HEREBY CERTIFY that on this 23rd day of
February, 1991, before me, the subscriber, a
Notary Public in and for the State and County aforesaid,
personally appeared R. DOUGLAS MOHLER, JR. and JOHN GUTHRIE LUKE
III and acknowledged the foregoing Articles of Incorporation to
be their act and deed for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal.

Frank Edward Hauer
Notary Public

My Commission Expires:

February 1, 1993

3315 0098

0000 0514

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
GovernorLLOYD W. JONES
DirectorPAUL B. ANDERSON
AdministratorDepartment of Assessments and Taxation
CHARTER DIVISIONRoom 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 500

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

BUSINESS CODE

COUNTY

#

P.A.

Religious

Close

Stock

Nonstock

Merging
(Transferor)Surviving
(Transferee)

CODE AMOUNT

FEE REMITTED

10		Expedited Fee
20	20	Organ. & Capitalization
61		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

MAIL TO ADDRESS:

John F Wolf Jr.
4401 Montgomery La
Bethesda, Md 20814TOTAL
FEES

20

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY:

3315 0099

0000 0515

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
SKY K, INC.

BOOK 256 PAGE 501

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 10:04 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:

\$

D3179801

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 F. WOLF, JR.
4901 MONTGOMERY LANE
BETHESDA MD 20814

176C3041359

A 352817



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

3315 0094

256 502

MARNELL ENTERPRISES, INC.

A Maryland Close Corporation
Organized Pursuant to Title 4 of the
Annotated Code of Maryland

Articles of Incorporation 3/11/71 at 8:26 a.m.

FIRST: I, CYNTHIA S. MARNELL, whose post office address is 1115 Colony Ridge Road, Odenton, Maryland 21113, being at least eighteen years (18) of age, hereby forms a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to as the "CLOSE CORPORATION") is MARNELL ENTERPRISES, 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 CLOSE CORPORATION is formed are:

1. To own and operate a general sales business; and to engage in any and all activities incidental to said business.

2. To do anything permitted by Section 2-103 of the Corporations and Associations Article of the Annotated Code

10708087

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FORM 256 PAGE 503

of Maryland, as amended from time to time.

FIFTH: The post office address of the principal office
✓ of the **CLOSE CORPORATION** in this State is 1115 Colony Ridge
Road, Odenton, Maryland 21113. The name and post office
address of the Resident Agent of the **CLOSE CORPORATION** in this
State are, **CYNTHIA S. MARNELL**, 1115 Colony Ridge Road, Odenton,
Maryland 21113. Said Resident Agent is an individual actually
residing in this State.

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

SEVENTH: The number of directors shall be one (1),
which number may be increased or decreased pursuant to the By
Laws of the Corporation. The name of the director, who shall
act until any successor is duly chosen or qualified is :
CYNTHIA S. MARNELL.

EIGHTH: No director or officer of the **CLOSE CORPORATION**
shall be liable to the **CLOSE CORPORATION**, or to its stockholders
for money damages except (1) to the extent that it is proved
that such director or officer actually received an improper
benefit or profit in money, property or services, for the amount
of the benefit or profit in money, property or services actually
received, or (2) to the extent that a judgment or other final
adjudication adverse to such director or officer is entered in a
proceeding based on a finding in the proceeding that such

3315 0003

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 504

director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 28 day of February, 1991, and I acknowledge the same to be my act.

WITNESS

Christine Y. Powell

Cynthia S. Marnell
CYNTHIA S. MARNELL
Incorporator

3315 0004

0000 0519

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 258 PAGE 505

VERIFICATION:

I do solemnly declare and affirm under the penalties of perjury that the contents of the foregoing **Articles of Incorporation** are true and correct to the best of my knowledge, information and belief.

Date: 3/1/91


CYNTHIA S. MARNELL
Incorporator

3315 0005

0000 0520

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 506

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

_____ 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

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

L. Wayne Powell
1207 Hollyoak Rd
Odenton Md 21113

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 40

☒ Check

☐ Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: nan

3315 0006

0000 0521

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
MARNELL ENTERPRISES, INC.

EX 256 507

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 AT 8:26 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

\$

D3179611

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
L. WAYNE POWELL
1207 HOLY OAK RD.
ODENTON

MD 21113

176C3041340

A 352799



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

3715 0001

0000 0522

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 508

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

1991 MAR -8 A 11:55

APPROVED FOR RECORD

ARTICLES OF INCORPORATION 3/8/91 at 11:55 a.m.
OF
NORTONS, LTD.,
A Close Corporation

THIS IS TO CERTIFY:

FIRST: That I, LOIS A. CAPITANI, whose post office address is No. 1756 Thistle Court, Crofton, Anne Arundel County, Maryland, being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, execute these presents with the intention of forming a corporation.

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

NORTONS, LTD.

THIRD: That the within Corporation shall be and is hereby known as a Close Corporation. That the said Corporation shall be governed by the provisions of the Annotated Code of Maryland pertaining to Close Corporations.

FOURTH: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, are as follows: -

A. To engage in the general business of operating a truck stop/gasoline station/restaurant and to do and perform all nature of services and offer such products for sale of any kind, nature and description as may now be associated with or which may from time to time hereafter become associated with such general business purpose.

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

FIFTH: That the principal office of the Corporation and its post office address shall be located at No. 1756 Thistle Court, Gambrills, Maryland 21054. That the Resident Agent of the Corporation shall be LOIS A. CAPITANI, whose post office address is No. 1756 Thistle Court, Gambrills, Maryland 21054; said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

1991 FEB 27 A 11:04

10708138

2902

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BOOK 256 PAGE 509

SIXTH: That the Corporation shall have two (2) Directors, which number shall be subject to increase or decrease by its By-Laws, however, such number of Directors shall at no time be less than the number of Shareholders of the Corporation. That the names of the Directors shall be LOIS CAPITANI and ANGELA L. McPHEE, who shall act until the first meeting, or until their successor(s) shall be duly chosen and qualified.

SEVENTH: That the number of authorized captial stock of the Corporation shall be One million six hundred thousand (1,600,000) shares of the par value of One dollar (\$1.00), per share, all of one class, having an aggregate par value of One million six hundred thousand dollars (\$1,600,000.00).

That no shares of its stock, including treasury stock may be issued or sold by the within corporation at any time there are shares of its stock already outstanding, except upon the affirmative vote of the holders of all of the outstanding stock of the Corporation, unless otherwise provided by a prior stockholders agreement.

That the within Corporation shall not have outstanding: (a) any securities, including stock, which are convertible into its stock; (b) any voting securities other than stock; and (c) any options, warrants, or other rights to subscribe for or purchase any of its stock which are other than nontransferable.

That in the event the Shareholders at any time authorize the sale or transfer of outstanding shares of stock by a unanimous vote, as aforesaid, the Corporation shall have the first option to purchase all such shares. If, however, the Corporation shall decline to so purchase any such outstanding shares of stock, the then stockholders shall have the option to purchase such additional stock and such option shall be exercised in the respective ratio which the number of shares held by each stockholder bears to the total number of shares outstanding in the names of all stockholders at the time of such availability of stock.

EIGHTH: That the initial officers of the Corporation, who shall hold office until the first meeting, or until their successors are duly chosen and qualified, are: -

LOIS CAPITANI	President
ANGELA L. McPHEE	Vice-President/Treasurer
PATRICIA A. DUHAMEL	Secretary

NINTH: That the duration of the Corporation shall be perpetual.

3314 2803

PAGE TWO OF THREE PAGES

0000 0524

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 510

WITNESS the hand and seal of said Incorporator, this 26th
day of February, 1991.

WITNESS:

Wm R. Sutton, Jr.Lois A. Capitani (SEAL)
LOIS CAPITANI

STATE OF MARYLAND, COUNTY OF QUEEN ANNE'S, to wit:

I HEREBY CERTIFY, That on this 26th day of February, 1991, before me, the subscriber, a Notary Public of the State and County, aforesaid, personally appeared LOIS A. CAPITANI, the within named Incorporator, and she acknowledged that she executed the foregoing ARTICLES OF INCORPORATION for the purposes therein contained and in my presence signed and sealed the same.

AS WITNESS my hand and Notarial Seal.

William R. Sutton, Jr.
WILLIAM R. SUTTON, JR.
Notary Public

My Commission Expires: February 1, 1995

THIS INSTRUMENT PREPARED BY AND RETURN TO:

WILLIAM R. SUTTON, JR., Attorney at Law, P.O. Box 474, 1003
Thompson Creek Business Park, Stevensville, Maryland 21666
(301) 643-7013

3314 2804

PAGE THREE OF THREE PAGES

0000 0525

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 511

DOCUMENT CODE

BUSINESS CODE

COUNTY

P.A. Religious ☒ Close ☒ Stock ☐ Nonstock

Merging
(Transferor)

Surviving
(Transferee)

CODE AMOUNT FEE REMITTED

10 Expedited Fee
20 260 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

Code

ATTENTION:

MAIL TO ADDRESS:

William Sutton
PO Box 474
1003 Thompson Creek
Business Park
Stevensville, Md 21666

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

TOTAL
FEES

280

Check

Cash

NOTE:

Documents on 2 checks

APPROVED BY:

MSH

3314 2905

0000 0526

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
NORTONS, LTD.

BOOK 256 PAGE 512

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 11:55 O'CLOCK A. M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 260.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3179504

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
WILLIAM SUTTON
P.O. BOX 474
1003 THOMPSON CREEK BUSINESS PARK
STEVESVILLE MD 21666

176C3041329

A 352788



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

3314 2201

0000 0527

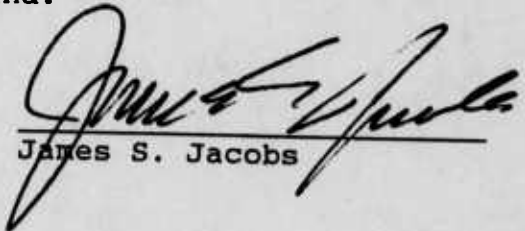
CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 513

March 7, 1991

I, James S. Jacobs, hereby resign as Resident Agent of
Offshore Rentals, Incorporated, effective in accordance with the
provisions of Section 2-108 of the Corporations and Associations
Article of the Annotated Code of Maryland.


James S. Jacobs

1991 JUN 10 AM 10:25

PR

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

3/8/91 at 3:09 P.M.

STATE DEPT. OF
ASSESSMENTS & TAXATION

60 3 PM 8 MAR 16.

RECEIVED

1070-315

F:\MAH\CLI\56040.LTR
March 7, 1991

3314 2500

0000 0528

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 514

DOCUMENT CODE

BUSINESS CODE

COUNTY 52

D2281012 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 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 024

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

ATTENTION:

MAIL TO ADDRESS:

TOTAL

FEES \$10.00

1 Check

Cash

NOTE:

3314 2501

1 Documents on 1 checks

APPROVED BY: RMC

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

0000 0529

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

RESIGNATION OF RESIDENT AGENT
OF
OFFSHORE RENTALS, INCORPORATED

BOOK 256 PAGE 515

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 3:09 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 10.00

\$

02281012

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
FRANK, BERNSTEIN, CONAWAY
& GOLDMAN - JAMES S. JACOBS
300 E LOMBARD STREET
BALTIMORE MD 21202

175C3041278

A 352551



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

3314 2499

0000 0530

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FULCRUM CAPITAL

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

03-06-91 at 11:57 AM

ARTICLES OF INCORPORATION
OF
FULCRUM CAPITAL CORPORATION, INC.
(A Close Corporation)

BOOK 256 PAGE 516

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, H. C. Eren, of 518 Camp Meade Road, Suite 3, Linthicum, Maryland 21090, U.S.A., social security number 212 84 7929, being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, and particularly Corporations and Associations, Title 4, of the Maryland Code, declare my intention to form such a corporation.

SECOND: The name of the Corporation shall be FULCRUM CAPITAL CORPORATION, INC.

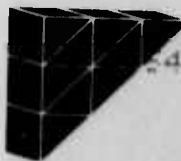
THIRD: The nature or purpose for which the Corporation is formed and the business or objectives to be carried on, conducted and promoted by it are as follows:

a. to acquire, own, develop and sell, dispose of, lease, convey, mortgage, or otherwise encumber real or personal property or any part thereof and to own, lease, hold, develop, manage and construct improvements thereon individually or in participation with individuals, corporations, partnerships, limited partnerships, joint ventures, or other entities through public or private offerings; and to do any other act or acts, thing or things, necessary or incidental to or growing out of or connected with the aforesaid; and

b. to engage in the import-export business without restriction as to the type of merchandise or the country of origin; and in general to conduct such mercantile operations as may be incidental to and interdependent to the business of the Corporation.

1991 MAR -6 A 11:57

10668264



0000 0531

FULCRUM CAPITAL

BOOK 256 PAGE 517

c. to engage in any lawful act or activity for which corporations may be organized under the General Laws of the State of Maryland.

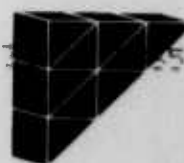
d. to buy, sell, lease and exchange real estate; to buy and sell notes, bonds, bills of exchange and other evidences of indebtedness, as well as stocks and securities, and to lend money.

e. to buy and sell municipal bonds, mortgages, debentures, trust receipts, commercial paper, consols and government securities.

f. To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, sell, mortgage, pledge or otherwise dispose of or turn to account or realize upon, all forms of securities, including stocks, bonds, debentures, notes, evidences of indebtedness, certificates of indebtedness, certificates of interest, participation certificates, voting trust certificates and certificates evidencing shares of, or interests in, common law trusts, trusts and trust estates or associations, certificates of trust of beneficial interests, in trusts, mortgages and other instruments, securities and rights.

g. To manage investments whether in real property, in securities, in investment portfolios, or otherwise on behalf of individuals or companies subject to compliance with all required rules and regulations affecting such activity as prescribed by Federal laws and the laws of the State of Maryland.

h. To investigate and report with respect to, and to institute, promote, consult, undertake, carry on, aid, assist, participate in the organization, business undertakings, liquidations or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, enterprises, operations, forms, associations and corporations.



0000 0532

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FULCRUM CAPITAL

BOOK 256 PAGE 518

i. To acquire all or any part of the goodwill, rights, property and business of any person, firm, association, or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct; and to acquire, own, hold, manage and/or control real estate and personal property of every description, including its own stock, or the stock of any corporation, and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof.

j. To contract with, engage and employ persons or companies, either directly or on a subcontractual basis, to exercise and carry out any and all of the foregoing objects.

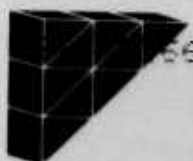
k. To borrow money, incur liabilities and execute such mortgages or deeds of trust. To secure the same as the Corporation shall deem advisable and proper.

l. To enter into, make, perform and carry out contracts of every kind consistent with the business of the Corporation, for any lawful purpose, without limit as to amount, with any person, firm, association or body corporate.

m. To have one or more offices and to carry on and conduct all or any of its operations and business in any state, district, territory, or colony of the United States of America, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

n. To issue bonds, debentures or obligations of the Corporation from time to time, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

o. To represent domestic and foreign/alien; investors, companies, individuals, sovereign states, and other such entities



0000 0537

FULCRUM CAPITAL

BOOK 256 PAGE 519

in the United States, render financial and management consulting services to them for mergers and acquisitions with respect to investments to be made in the United States. In this role, research investment opportunities, perform financial analyses, undertake discussions and negotiations, and to do any other act or acts, thing or things, necessary or incidental to or growing out of or connected with the aforesaid. To act as power of attorney, representative, agent, financial consultant on behalf of such aforementioned interests.

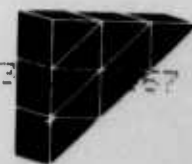
p. To conceive, structure, organize and arrange both equity and debt financing for the various businesses that the Corporation may be involved in, or concern itself with.

q. To represent, render services to domestic and foreign/alien; investors, companies, individuals, and other such entities in the way of providing them management services, correspondence services, facility of communication, public relations services, accounting, invoicing, administrative, secretarial services, and to act as their resident agent, and to do any other act or acts, thing or things, necessary or incidental to or growing out of or connected with the aforesaid.

r. In general, to carry on any other similar business in connection with the foregoing, to do any other thing that may be reasonably expected to further any of the foregoing purposes, and to have and exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations by the General Laws of the State of Maryland now or hereafter in force, and so far as permitted by law to do any and all of the things hereinbefore set forth to the same extent as a natural person might or could do so.

✓ FOURTH: The post office correspondence address of the principal office at which the Corporation will be located within this State is:

518 Camp Meade Road
Suite 3
Linthicum, Maryland 21090



0000 0534

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FULCRUM CAPITAL

BOOK 256 PAGE 520

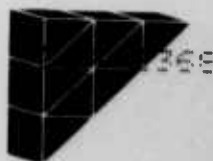
FIFTH: The name of the resident agent in the State of Maryland is Mr. Haldun C. Eren. The said agent is a citizen of said state and his address is 20 Saint Andrews Road, Severna Park, Maryland 21146-1420, U.S.A.

SIXTH: The books and records of the Corporation shall be kept at the principal place of business of the Corporation, whether or not in the State of Maryland, or at such other place or places, whether or not in the State of Maryland, as may be designated from time to time by the Board of Directors.

SEVENTH: The Corporation shall be authorized to issue only one (1) class of stock, to wit: Common Stock. The total number of shares of Common Stock which the Corporation shall have authority to issue is *One Hundred* thousand (~~100~~,000) shares of common stock having a par value of *1.00* dollars (~~\$ 001.00~~) per share, amounting in the aggregate to *one hundred thousand* dollars (\$~~100,000.00~~). *H.E.*

EIGHTH: In the absence of fraud, no contract or other transaction between this Corporation and any other company or person, and no act of this Corporation shall be in any way affected or invalidated by the fact that any of the stockholders (which shall act in the capacity of Directors of this Corporation) are pecuniarily or otherwise interested in, or are directors or officers of such other company. Any stockholder, individually, or any firm of which any stockholder may be a member, may in the absence of fraud, be a party to or pecuniarily or otherwise interested in any contract or transaction of the Corporation, provided the fact that he or she or such firm so interested shall be disclosed and known to a majority of a quorum of the stockholders having the power at the annual meeting, or at any special meeting of this Corporation called for such purposes or where such contract is under consideration.

NINTH: This Corporation reserves the right to amend, alter, change or repeal any provision contained in this Articles of Incorporation, in the manner now and hereafter provided by law.



0000 0535

FULCRUM CAPITAL

BOOK 256 PAGE 521

TENTH: Pursuant to the authority of Corporations and Associations, Title 4, Subtitle 3, of the Maryland Code, and specifically Section 4-301 and Section 4-302, the business and affairs of the Corporation shall be conducted and managed by direct action of the stockholders. Until stock is issued and there shall be an initial meeting of the stockholders to commence the conduct of the business and affairs of the Corporation, or until his successor is elected, H. C. Eren shall be the sole director of the Corporation. At the time of such initial meeting of the stockholders, he shall cease to be Director without further act.

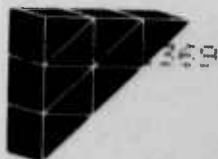
ELEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to:

- a. make, adopt, alter, amend or repeal the By-Laws of the Corporation, and
- b. adopt from time to time By-Law provisions with respect to indemnification of directors, officers, employees, agents and other persons as it shall deem expedient and in the best interests of the Corporation and to the extent permitted by law.

TWELVTH: Elections of directors need not be by written ballot unless the By-Laws of the Corporation shall so provide.

THIRTEENTH: No director of the Corporation shall have any personal liability to the Corporation or its stockholders for monetary damages for breach of his or her fiduciary duty as a director; provided however, that this provision shall not eliminate or limit the liability of a director (i) for any breach of his or her duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law or (iii) for any transaction from which the director derived an improper personal benefit.

FOURTEENTH: Each section or portion thereof of these articles shall be deemed to be severable from the remainder, and the invalidity of any such section or portion shall not affect the validity of the remainder of these Articles.



0000 0536

CLERK'S NOTATION

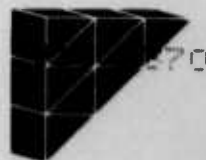
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FULCRUM CAPITAL

BOOK 256 PAGE 522

FIFTEENTH: From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed (including any amendment that changes the terms of any outstanding stock by classification, reclassification or otherwise), and other provisions that may, under the statutes of the State of Maryland at the time in force, be lawfully contained in articles of incorporation may be added or inserted, upon the vote of the holders of a majority of the shares of common stock of the Corporation at the time outstanding and entitled to vote, and all rights at any time conferred upon the stockholders of the Corporation by these Articles of Incorporation are subject to the provisions of this article FIFTEENTH.

SIXTEENTH: The Board of Directors shall have the power to determine, as provided herein, or if provision is not made herein, in accordance with generally accepted accounting principles, what constitutes net income, total assets and the net asset value of the shares of common stock of the Corporation.



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CLERK'S NOTATION

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FULCRUM CAPITAL

BOOK 256 PAGE 523

SEVENTEENTH: The powers enumerated in these Articles shall not in any way limit or restrict the powers and authorities vested in the Corporation under and by virtue of the General Laws of the State of Maryland and amendments thereto, relating to corporations, and all powers and authorities vested in the Corporation under and by virtue of said General Laws and amendments are hereby expressly reserved to this Corporation.

IN WITNESS WHEREOF, I, the subscriber and undersigned, being the incorporator hereinbefore named, for the purposes of forming a corporation pursuant to the General Laws of the State of Maryland, do make these articles, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 4th day of March, 1991.

WITNESS:

[Signature]
FER EREN

H. C. EREN:

[Signature]



0000 0538

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

EDM 253 524

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ 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 _____
Other _____

Code _____

ATTENTION: H.C. Eren

MAIL TO ADDRESS: Lithium

Capital Corp. Inc.
518 Camp Meade Rd.
Lithium, MD 21090

TOTAL FEES 40

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: pmj

0000 0529

3314 2372

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
FULCRUM CAPITAL CORPORATION, INC.

BOOK 256 PAGE 525

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 6, 1991 AT 11:57 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:

\$

D3179157

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
FULCRUM CAPITAL CORP., INC.
ATTN: H.C. EREN
518 CAMP MEADE RD.
LINTHICUM MD 21090

175C3041252

A 352529



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

7714 2363

0000 0540

CLERK'S NOTATION

Document submitted for record
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satisfactory photographic repro-
duction.

0013.05\Articles
BDB\kc
9.17.90

BOOK 256 PAGE 526

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-8-91 at 2:30 p.m.

ARTICLES OF INCORPORATION
OF
HERITAGE HEIGHTS HOMEOWNERS ASSOCIATION, INC.

The undersigned subscriber, BRUCE D. BROWN, whose post office address is Two East Fayette Street, Baltimore, Maryland 21202, being at least eighteen (18) years of age, does hereby act as Incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland, and for such purpose hereby makes, executes, and adopts the following Articles of Incorporation:

ARTICLE I. The name of this corporation shall be:
HERITAGE HEIGHTS HOMEOWNERS ASSOCIATION, INC.

ARTICLE II. The post office address of the principal place of business of this corporation shall be located in Anne Arundel County, State of Maryland, at 406 Headquarters Drive, Suite 207, Millersville, Maryland 21108. ✓

ARTICLE III. The resident agent of this corporation shall be Bruce D. Brown, Esquire, whose address is Two East Fayette Street, Baltimore, Maryland 21202. Said resident agent is a citizen and actual resident of the State of Maryland.

ARTICLE IV. The Corporation 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 reconstruction, management, maintenance, and preservation

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BOOK 256 PAGE 527

of the Common Areas to be acquired; and for the control of certain lots and dwellings located in the Fifth Election District of Carroll County, Maryland; and to promote the health and welfare of the owners of the Lots; and for that purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in that certain Declaration of Covenants, Conditions and Restrictions (hereinafter called the "Declaration") applicable to the Property and recorded or to be recorded in the Land Records of Carroll County, Maryland, by Heritage Heights Limited Partnership as the Declaration 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 of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build on, 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 Corporation;

CLERK'S NOTATION

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0013.05\Articles
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BOOK 256 PAGE 528

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

(e) dedicate, sell or transfer all or any part of the Common Areas, if any, 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 an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

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

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

ARTICLE V. Every person or entity who is an owner of a fee simple interest in any Lot which is subject by covenants to assessment by the Corporation, including contract sellers, shall be a member of the Corporation. The foregoing is not intended to

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BOOK 256 PAGE 529

include persons, institutions or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Corporation.

ARTICLE VI.

(a) The Corporation shall have two classes of voting membership:

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

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

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duction.

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BOOK 256 PAGE 530

(1) when the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership, or

(2) seven (7) years from the date of recordation of the Declaration; PROVIDED, HOWEVER, that if the Declarant is delayed in the improvement and development of the Property on account of a sewer, water or building permit moratorium or any other cause or event beyond the Declarant's control, then the aforesaid seven (7) year period shall be extended by a period of time equal to the length of the delays or three (3) years, whichever is less.

(b) Provided, however, the Class B membership shall be revived (and the Declarant shall again be entitled to three votes for each Lot owned by the Declarant), during any periods of time occurring before December 31, 1997, when by reason of the annexation of additional land as a part of the Properties additional Lots owned by the Declarant exist which, when added to the other Lots then owned by the Declarant, would result in the Declarant having more than fifty percent (50%) of the votes of the Corporation were the Declarant to have three votes for each Lot owned by the Declarant instead of only a single vote for each Lot owned by the Declarant.

CLERK'S NOTATION

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satisfactory photographic repro-
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BOOK 256 PAGE 531

ARTICLE VII. The Corporation shall have a lien on each Lot owned in order to secure payment of any sums which shall be due or become due from the holders thereof for any reason whatsoever. Owners shall be assessable as provided in the Declaration and By-Laws.

ARTICLE VIII. In the event any Class A member sells, assigns, or otherwise transfers of record the fee simple interest in any Lot in which he holds the interest required for membership, such member shall be deemed to have contemporaneously assigned the membership appurtenant to said Lot to the transferee of the Lot and delivered it to him for transfer on the books of the Corporation. The foregoing requirement shall not obtain in the event a lot is transferred as aforesaid merely as security for the performance of an obligation.

ARTICLE IX.

(a) This Corporation shall not be operated for profit. There shall be no distributions of gains, profits or dividends to any of the members nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses. The Corporation may pay compensation to its members, Directors and officers for services rendered, upon approval of sixty-six and two-thirds percent

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BOOK 256 PAGE 532

0013.05\Articles
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(66-2/3%) of the entire membership. The Corporation may pay compensation to the Directors constituting the original Board of Directors, upon an affirmative vote of a majority of the original Board. Upon dissolution or final liquidation, the Corporation may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

(b) This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided in the Declaration and By-Laws. The members of this Corporation shall not be personally liable for the debts, liabilities or obligations of this Corporation. The voting rights of the members shall be as set forth in the Declaration and By-Laws.

ARTICLE X. The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors shall never be less than three (3) nor more than seven (7) and in no event shall be an even number. The number of Directors constituting the original Board of Directors shall be three (3) and the names and addresses of the persons who are to serve until the first annual meeting of members and until their successors are duly chosen and qualified are as follows:

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BDB\kc
9.17.90

BOOK 256 PAGE 533

<u>NAME</u>	<u>ADDRESS</u>
Jeffrey M. Neuman	406 Headquarters Drive, Suite 207 Millersville, Maryland 21108
Gary Brady	406 Headquarters Drive, Suite 207 Millersville, Maryland 21108
Sherri Wingate	406 Headquarters Drive, Suite 207 Millersville, Maryland 21108

The qualifications, powers, duties, and tenure of the Directors and the manner by which they are to be chosen shall be as set forth in the By-Laws of the Corporation. Officers of this Corporation shall be elected by the Directors and shall serve as provided in the By-Laws.

ARTICLE XI. The internal affairs of the Corporation shall be regulated by duly adopted By-Laws. The By-Laws shall be made and adopted by the original Board of Directors of the Corporation.

ARTICLE XII. The Corporation may be dissolved with the assent given in writing and signed by not less than seventy- five percent (75%) of each class of members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused, such assets shall be granted, conveyed, and assigned

0013.05\Articles
BDB\kc
9.17.90

BOOK 256 PAGE 534

to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XIII.

(a) The Corporation shall indemnify every officer and Director of the Corporation against any and all expenses, including counsel fees, reasonably incurred by or imposed upon any officer or Director in connection with any action, suit or other proceeding (including settlement of any such suit or proceeding if approved by the then Directors) to which he may be made a party by reason of being or having been an officer or Director at the time such expenses are incurred. The officers and Directors of the Corporation shall not be liable to the members of the Corporation for any mistake in judgment, negligence, or otherwise, except for their own individual willful misconduct or bad faith. The officers and Directors of the Corporation shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of the Corporation and the Corporation shall indemnify and forever hold each such officer and Director free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or Director of the Corporation, or former officer or Director of the Corporation, may be entitled.

CLERK'S NOTATION

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satisfactory photographic repro-
duction.

0013.05\Articles
BDB\kc
9.17.90

BOOK 256 PAGE 535

(b) The Directors shall exercise their powers and duties in good faith and with a view to the best interests of the Corporation. No contract or other transaction between the Corporation and one or more of its Directors, or between the Corporation and any other corporation, firm or association in which one or more of the Directors of this Corporation are directors and officers or are pecuniarily or otherwise interested, is either void or voidable because such Director or Directors are present at the meeting of the Board or any committee thereof which authorizes or approves the contract or transaction, or because his or their votes are counted for such purpose, if any of the conditions specified in any of the following paragraphs exist:

(1) the fact that the common directorate or interest is disclosed or known to the Board of Directors or a majority thereof or noted in the Minutes, and the Board authorizes, approves, or ratifies such contract or transaction in good faith or by a vote sufficient for the purpose; or

(2) the fact of the common directorate or interest is disclosed or known to the members, or a majority thereof, and they approve or ratify the contract or transaction in good faith by a vote sufficient for the purpose; or

(3) the contract or transaction is commercially reasonable to the Corporation at the time it is authorized, ratified, approved or executed.

CLERK'S NOTATION

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in a condition not permitting
satisfactory photographic repro-
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BOOK 256 PAGE 536

(c) Common or interested Directors may be counted in determining the presence of a quorum of any meeting of the Board or committee thereof which authorizes, approves or ratifies any contract or transaction, and may vote thereat to authorize any 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.

ARTICLE XIV. The corporation shall exist perpetually.

ARTICLE XV. Amendment of these Articles shall require the assent of fifty-one percent (51%) of the entire membership.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal on this 8TH day of March, 1990, and acknowledged the foregoing to be my act.

WITNESS:

Carlene J. Carter

Bruce D. Brown
BRUCE D. BROWN

STATE OF MARYLAND, County of Baltimore to wit:

On this 8th day of March, 1990, before me, the undersigned officer, personally appeared Bruce D. Brown, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Anne L. Prince
Notary Public

My Commission Expires: 5/1/94

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 537

CLERK'S NOTATION

Document submitted for record
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satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 04 COUNTY 52
_____ P.A. _____ Religious _____ Close _____ Stock ☒ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	_____	_____ Certified Copy	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change
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	
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 70

☒ Check _____ Cash

NOTE:

Documents on _____ checks

7314 2712

APPROVED BY: AS

0000 0552

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
HERITAGE HEIGHTS HOMEOWNERS ASSOCIATION, INC.

BOOK 256 PAGE 538

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 2:30 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

\$

D3179058

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
SISKIN, BURCH, ET AL
ATTN: BRUCE BROWN
2 E. FAYETTE ST.
BALTIMORE MD 21202

175C3041242

A 352519



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

3714 2700

0000 0557

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 539

DRESS 'N GO INC.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

A CLOSE CORPORATION UNDER TITLE 4

APPROVED FOR RECORD

3-8-91

ARTICLES OF INCORPORATION

STATE DEPT. OF
ASSESSMENTS & TAXATION

91 MAR 8 PM 2 08

RECEIVED

- FIRST: The undersigned Lydia Steinbarg, June M. Damme, and Richard W. Damme, whose post office address is PO Box 325, Arnold, Maryland being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.
- SECOND: The name of the corporation (which is hereinafter called the Corporation) is Dress 'N Go Inc
- THIRD: The corporation shall be a close corporation as authorized by Title 4.
- FOURTH: The purposes for which the Corporation is formed are as follows:
1. To provide the service of renting out women's formal wear (including Cowns for Brides, and other members of bridal parties) to the general public for their temporary wear at various special occasions.
 2. To provide assistance and consultation in the planning of weddings and other formal affairs.
- FIFTH: The post office address of the principal office of the Corporation in Maryland is 1362 Greenway Drive, Annapolis, Maryland, 21401. The name and post office address of the resident agent of the Corporation in Maryland are June M. Damme, 1362 Greenway Drive, Annapolis, Maryland, 21401.
- SIXTH: The total number of shares of stock which the Corporation has authority to issue is 5000 shares of the par value of \$1.00 a share, all of one class, and having an aggregate par value of \$5,000.00.
- EIGHTH: The number of directors of the Corporation shall be three which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Lydia Steinbarg, June M. Damme, and Richard W. Damme.
- NINTH: The following provisions are hereby adopted for the purposes of defining, limiting and regualting the powers of the Corporation and of the directors and stockholders:
- No provisions have been adopted at this time.

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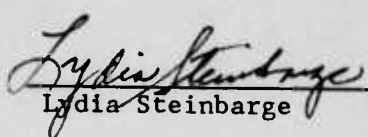
CLERK'S NOTATION


Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

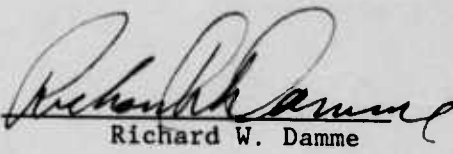
BOOK 256 PAGE 540

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on 25 February 1991 and severally acknowledge the same to be our act.


Lydia Steinbarger


June M. Damme


Richard W. Damme

7314 2298

0000 0555

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 541

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE MA 02 BUSINESS CODE 03 COUNTY 12

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	<u>9</u>	1 Certified Copy <u>20</u>	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change _____
53	_____	Foreign Resolution	_____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	Code _____
80	_____	For. Limited Partnership	ATTENTION: _____
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	MAIL TO ADDRESS: _____
NA	_____	Foreign Corp. Registration	<u>Jane Hamme</u>
87	_____	Limited Part. Good Standing	<u>1362 Greenway Dr</u>
71	_____	Financial	<u>Annapolis Md 21401</u>
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 99

☒ Check _____ Cash

NOTE:

Documents on _____ checks

APPROVED BY: Jo

CERTIFIED
COPY MADE

0000 0554

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
DRESS •N GO INC.

BOOK 256 - 542

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 8, 1991 AT 2:08 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:

\$

D3179041

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
JUNE M. DAMME
1362 GREENWAY DR.
ANNAPOLIS

MD 21401

175C3041241

A 352518



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

3314 2296

0000 0557

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

BOOK 256 PAGE 543

03-11-91 at 9:13A.

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

ARTICLES OF INCORPORATION

FIRST: I, STEVEN C. KERSTETTER, whose post office address is 1940 Fairfax Road, P.O. Box 6321, Annapolis, Maryland 21401, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is KERSTETTER ASSOCIATES, 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 own, operate, manage and generally to conduct the business of Marshall Arts;

(2) To provide and conduct courses of instruction, through qualified instructors, at all levels and to issue credit to students who have satisfactorily completed given courses; and to engage in any other lawful purpose and/or business; and

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

FIFTH: The post office address of the principal office of the Corporation in this State is 1940 Fairfax Road, P.O. Box 6321,

3714 2277
10708511

0000 0558

LAW OFFICES
MANIS,
SNIDER, BUCK &
MIGDAL
CHARTERED
P.O. BOX 2400
ANNAPOLIS, MD 21404
(301) 263-8855

1991 JUN 10 AM 10:25

PR

BOOK 256 PAGE 544

Annapolis, Maryland 21401. The name and post office address of the Resident Agent of the Corporation in this State is Steven C. Kerstetter, 1940 Fairfax Road, P.O. Box 6321, Annapolis, Maryland 21401. 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 (1000) 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 STEVEN C. KERSTETTER.

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent a corporate representative other than a present or former director or

3314 2278

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 545

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 duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of March, 1991, and I acknowledged the same to be my act.

WITNESS:

Laura L. Bryan

Steven C. Kerstetter (SEAL)
STEVEN C. KERSTETTER

LAW OFFICES
MANIS,
SNIDER, BUCK &
MIGDAL
CHARTERED
P.O. BOX 2400
ANNAPOLIS, MD 21404
(301) 263-8855

3314 2279

0000 0560

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 546

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name) _____
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)	_____ 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
13	<u>9</u>	<u>1</u> Certified Copy <u>3p</u>	_____ and Resident Agent's Address
56		Penalty	_____ Other Change _____
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 <u>#99756</u>	
22		State Transfer Tax <u>3-13-91</u>	
23		Local Transfer Tax	
31	<u>6</u>	<u>1</u> Corp. Good Standing <u>3.9</u>	
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 _____	

Code 128

ATTENTION: James L. Myers
ESA.

MAIL TO ADDRESS: _____

TOTAL FEES 55

☒ Check _____ Cash

NOTE:

Documents on _____ checks

7714 2280

APPROVED BY: SMK

0000 0561

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
KERSTETTER ASSOCIATES, INC.

BOOK 256 PAGE 547

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 11, 1991 AT 9:13 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

\$

D3179009

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MANIS, SNIDER, BUCK & MIGDAL,
CHARTERED
23 WEST STREET
P. O. BOX 2400
ANNAPOLIS

MD 21404 2400

175C3041237

A 352514



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

7314 2276

0000 0567

253 548

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

1991 MAR 12 A 8:58 BAYSIDE CONSTRUCTION, INCORPORATED at 03-12-91 at 8:58 A.M.

ARTICLES OF INCORPORATION

FIRST: I, Michael C. Williams, whose post office address is 1710 Shadyside Drive, Edgewater, Maryland 21037, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter referred to the "Corporation") is BAYSIDE CONSTRUCTION, INCORPORATED.

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

(1) To engage in the business of general contracting in the erection of modular homes and to perform all necessary and proper related services and activities in connection therewith; and to engage in any other lawful purpose and/or business.

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

FOURTH: The post office address of the principal office of the Corporation in this State is 1710 Shadyside Drive, Edgewater, Maryland 21037. The name and post office address of the Resident Agent of the Corporation are Michael C. Williams, 1710 Shadyside Drive, Edgewater, Maryland 21037. 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

3314 2228

10718093

0000 0563

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 549

number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted by Section 2-402 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time. The name of the director who shall act until the first annual meeting or until his successor(s) are duly chosen is Michael C. Williams.

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 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 the 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 to 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.

EIGHT: Except as may otherwise be provided by the Board of Directors, no

7714 2229

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 550

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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 27th day of February, 1991, and I acknowledge the same to be my act.

Michael C. Williams
Michael C. Williams

3314 2230

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 551

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52

_____ 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

ATTENTION: _____

Marica H. Hall, ESQ.

MAIL TO ADDRESS: _____

Ste 200
7 Old Solomons Island Rd.
Annapolis, MD. 21401

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

40

☒ Check

☐ Cash

NOTE:

Documents on _____ checks

APPROVED BY: Smf

7714 2271

0000 0566

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BAYSIDE CONSTRUCTION, INCORPORATED

BOOK 256 PAGE 552

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 8:58 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

\$

D3178894

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
MONICA N. HALL, ESQUIRE
STE. 200
70 OLD SOLOMONS ISLAND ROAD
ANNAPOLIS MD 21401

175C3041226

A 352507



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

7314 2227

8888 0567

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

FORM 256 553

APPROVED FOR RECORD
3-22-91 at 8:28

TRACEY'S ELEMENTARY SCHOOL PTA, INC.
(Name of Association)

FIRST: We, the undersigned, whose post office address is 20 Deale Rd. Tracy's Landing, Maryland 20779
(P.O. Box addresses unacceptable)

being at least eighteen years of age, do hereby form a corporation under the general laws of the State of Maryland.

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

Tracey's Elementary School PTA, INC.

THIRD: Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

- 3.1 To promote the welfare of children and youth in home, school, community, and place of worship.
- 3.2 To raise the standards of home life.
- 3.3 To secure adequate laws for the care and protection of children and youth.
- 3.4 To bring into closer relation the home and school, that parents and teachers may cooperate intelligently in the training of the child.
- 3.5 To develop between educators and the general public such united efforts as will secure for every child the highest advantages in physical, mental, social and spiritual education.
- 3.6 To receive gifts, endowments, devices and bequests which shall be used to carry out the purposes and objectives of this Corporation.
- 3.7 To carry on any activities necessary to carry out the objectives and purposes of this Corporation.

FOURTH: The management of this Corporation shall be vested in a Board of Directors; the number of directors, qualifications, term of office, manner of election, time and place of meetings, and powers and duties shall be prescribed by the bylaws of the Corporation.

- 4.1 A director may be removed from office by a two-thirds vote of the membership present at a regularly scheduled meeting or a meeting called for such purpose.
- 4.2 The Corporation reserves the right to amend, alter, change or repeal any provision of these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred on the members of the Corporation are granted subject to this reservation.
- 4.3 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding provisions of any further United States Internal Revenue Law), or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding provisions of any future United States Internal Revenue Law).

FIFTH: Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County/City in which the principle office of the Corporation is then located, exclusively for such organization(s), as said Court shall determine, which are organized and operated exclusively or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding provisions of any future United States Internal Revenue Law).

SIXTH: The post office address of the principle office of the Corporation in Maryland is

20 Deale Rd. Tracy's Landing, Maryland 20779
(insert the street, number, city, county and zip code of the school)

The name and the post office address of the resident agent of the Corporation in Maryland is the Maryland Congress of Parents and Teachers, Inc.,
13 South Carrollton Avenue, Baltimore, Maryland 21223.

SEVENTH: THE CORPORATION SHALL NOT BE AUTHORIZED TO ISSUE CAPITAL STOCK.

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

- 8.1 Pursuant to the bylaws of the Corporation, the Maryland Congress of Parents and Teachers, Inc. and the National PTA.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The initial Board of Directors shall be composed of at least three (3) members. The name and address of persons who are to serve as the initial Directors and Incorporators of this Corporation are listed below. If the PTA/PTSA Unit is already in existence, the current officers may act as Directors and Incorporators, and are listed below.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation and severally acknowledge the same to be our act.

Mari F. Douglas Mari F. Douglas 338 Fairhaven Rd. Fairhaven, Md. 20754
(Type or print name under each signature) (Address)

Robin Rogers Robin Rogers 5628 Brooks Woods Rd. Lothian, Md. 20711
(Type or print name under each signature) (Address)

Joanne Stokes Joanne B. Stokes 5794 Brooks Woods Rd. Lothian, Md. 20711
(Type or print name under each signature) (Address)

DATED THIS 11 th DAY OF March, 19 91

CONSENT TO APPOINT AS REGISTERED AGENT

I, the Maryland Congress of Parents and Teachers, Inc., hereby consent to serve as registered agent, in the State of Maryland, for the Corporation herein named. I understand that as agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the Office of Assessments and Taxation, State of Maryland, of any change in the registered office address of the Corporation for which I am agent.

3/19/91
(Date)

Edwina S. Meier
(Signature of Registered Agent)

State President

0000 056A

PAUL B. ANDERSON
Administrator



301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 554

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

Merging (Transferor) _____ Surviving (Transferee) _____

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

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 _____

Code

ATTENTION: _____

MAIL TO ADDRESS: _____

Tracey's P.T.A.
20 Deale Rd
Tracey's Landing Md 20799

TOTAL FEES 40

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY:

Figure 1. Schematic representation of the experimental design. The subjects were divided into two groups: the control group and the experimental group. The control group was divided into two subgroups: the control group and the experimental group. The experimental group was divided into two subgroups: the control group and the experimental group.

0000 0569

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
TRACEY'S ELEMENTARY SCHOOL PTA, INC.

BOOK 256 PAGE 555

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 22, 1991 AT 8:28 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:

\$

D3187317

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
TRACEY'S P.T.A.
20 DEALE ROAD
TRACEYS LANDING

MD 20779

183C3042541

A 353857



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

7718 0866

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 556

BOOK 256 PAGE 557

ARTICLES OF INCORPORATION
OF
BUILDING LOTS, INC.
(a close corporation)

9-25-91 9:11a

FIRST: I, RICHARD E. NASH, JR., whose post office address is Two Evergreen Road, Severna Park, MD 21146, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:
BUILDING LOTS, INC.

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

- (1) To engage in the business of acquiring, improving, selling, and otherwise dealing in real property, and to perform in connection therewith any and all related services and to engage in any and all activities incident thereto.
- (2) To enter into partnerships, joint ventures and other business associations for any lawful purpose.
- (3) To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real property and mixed, both in this State and in any part of the world.
- (4) To manufacture, purchase and deal in at wholesale or retail, any and all kinds and types of materials, supplies and equipment.

develop, sell, assign, transfer, dispose of or turn to account, property of the Corporation. enter, buy, lease, rent, operate, and perform contracts without, execute, issue and endorse, able instruments of all kinds.

any of the purposes of the debentures, debenture stock, to secure the same by pledge, part of the property of the, or to issue bonds, debentures, any such security. and reissue the shares of the Board of Directors may

the address of the principal office is Richard E. Nash, Jr., 21146. Said resident agent in the State of Maryland.

10848303 0901

0000 0571

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 557

(5) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account, or deal with all or any part of the property of the Corporation.

(6) To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character.

(7) To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law.

(8) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation whether real or personal or to issue bonds, debentures, debenture stock or notes without any such security.

(9) To purchase, hold and reissue the shares of its capital stock in such manner as the Board of Directors may from time to time determine.

✓ FOURTH: The post office address of the principal office of the Corporation in Maryland is Two Evergreen Road, Severna Park, MD 21146. The name and post office address of the resident agent of the Corporation in this State is Richard E. Nash, Jr., Two Evergreen Road, Severna Park, MD 21146. Said resident agent is an individual actually residing in the State of Maryland.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 558

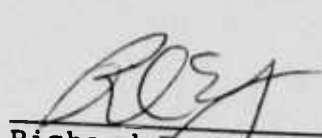
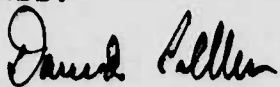
FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Hundred (500) shares having no par value, all of one class.

SIXTH: After the completion of the organizational meeting of the director and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time, the Corporation shall have one board of director, who is Richard E. Nash, Jr.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged the same to be my act on this 20 day of March, 1991.

WITNESS:


Richard E. Nash, Jr.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 559

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
B B P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change (New Name) _____
20	<u>28</u>	Organ. & Capitalization	
61	<u>28</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>4</u>	Certified Copy <u>3</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: _____
87		Limited Part. Good Standing	<u>David G. Preller Sr.</u>
71		Financial	<u>Ste 302</u>
600		Property Reports and _____ Personal	<u>102 W. Pennsylvania Ave</u>
		late filing penalties	<u>Towson Md 21204</u>
70		Change of P.O., R.A. or R.A.A.	<u>4529</u>
91		Amend/Cancellation, For. Limited Part.	
		Other _____	
		Other _____	

TOTAL FEES 49

Check _____ Cash _____

NOTE:

Documents on _____ checks

APPROVED BY: [Signature]

7719 0904

0000 0574

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BUILDING LOTS, INC.

BOOK 256 PAGE 560

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 9:11 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

\$

D3187184

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DAVID J. PRELLER, SR.
102 W. PENNSYLVANIA AVE.
STE. 302
TOWSON

MD 21204

183C3042528

A 353844



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

7318 0900

AR00 0575

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 561

ARTICLES OF INCORPORATION
OF

AMERICAN TRADE MAGAZINES, INC.
(A Close Corporation)

THIS IS TO CERTIFY:

FIRST: I, DOUGLAS A. COLLISON, whose address is 129 N. Washington Street, Easton, Maryland 21601, being at least 18 years of age, do hereby form a corporation under the General Laws of the States of Maryland.

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

AMERICAN TRADE MAGAZINES, INC.

THIRD: The Corporation elects to be a close corporation under Section 4-201 of the Corporations and Associations Article of the Annotated Code of Maryland.

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

(1) To develop, organize, promote, design, print, distribute, sell and publish advertising publications.

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

FIFTH: The address of the principal office of the Corporation is 100 Riverview Avenue, Annapolis, Maryland 21401. The resident agent of the Corporation is Jeanne Parrino, whose address is 100 Riverview Avenue, Annapolis, Maryland 21401.

SIXTH: The Corporation has authority to issue 10,000 shares of common stock, without par value.

SEVENTH: The Corporation elects to have no Board of Directors. Until such election is effective, there shall be one director, who is Jeanne Parrino.

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

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

(3) With respect to any corporate representative other than a present or former director or officer, the Corporation may indemnify such corporate representative in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section; provided, however, that to the extent

10848335

WHEELER, THOMPSON, PARKER & COUNTS, EASTON, MARYLAND 21601

0000 0576

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 582

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: Holders of shares of the Corporation shall be entitled to purchase ratably according to their respective holdings any stock of the Corporation, including the following stock:

(1) Stock issued in exchange for consideration other than money, even if for fair market value;

(2) Stock remaining unsubscribed for after being offered to Stockholders;

(3) Treasury stock, even if issued for fair market value;

(4) Stock, whether treasury stock or otherwise, issued to an officer or other employee of the Corporation or its subsidiary unless the terms and conditions of such issuance are approved by the Stockholders by the affirmative vote of ninety (90%) per cent of all the vote entitled to be cast on the matter.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20 day of MARCH, 1991, and I acknowledge the same to be my act.


Douglas A. Collison

7319 0893

0000 0577

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 563

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
D.B. P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 Expedited Fee
20 40 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 7 1 Certified Copy 1
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

MAIL TO ADDRESS: _____

Doug A. Collison
129 North Washington St
P.O. Box 1209
Easter, Md 21601

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 67

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: MSL

3318 0884

0000 0578

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
AMERICAN TRADE MAGAZINES, INC.

BOOK 256 564

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 8:41 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ 40.00

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$

D3187168

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DOUG A. COLLISON
129 N. WASHINGTON STREET
P. O. BOX 1209
EASTON MD 21601

183C3042526

A 353842



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

33180891

8800 0578

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 565

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3-25-91 at 9:16 a.m.

C & C Equine Center, Inc.
ARTICLES OF INCORPORATION
(A CLOSE CORPORATION)

FIRST: I Thomas J. Voigt, whose address is 1419 Forest Drive, Suite 205, Annapolis, Maryland, 21403, being at least eighteen (18) years of age, hereby form a close 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 C & C Equine Center, Inc.

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

- (1) To provide horse riding lessons to the public and boarding, feeding and care of horses and related activities; and
- (2) To do anything permitted by Section 2-103 of the Corporations and Association 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 7275 Forest Avenue, Hanover, Maryland, 21076.

Resident agent for the corporation in this state is: Elizabeth Cicconetti, 7275 Forest Avenue, Hanover, Maryland, 21076.

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 two (2) which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one, provided that:

- (1) If there is no stock outstanding and so long as there are less than three (3) stockholders, the number of directors may be

10848302

9/16

3313 0860

0000 0580

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 566

less than three (3) but not less than the number of stockholders.

The name of the director who shall act until first annual meeting or until his successor his duly chosen and qualified is: Elizabeth Cicconetti.

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 the 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 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 General Laws of the State of Maryland now or hereafter in force.

EIGHTH: Except as may otherwise be provided by the Board of Director, 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,


CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 567

purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 22nd day of March, 1991 and I acknowledge the
same to be my act.


Thomas J. Voigt
1418 Forest Drive, Suite 205
Annapolis, Maryland 21403
301-269-6321

LAW OFFICES
THOMAS J. VOIGT, P.A.
1418 FOREST DRIVE
SUITE 205
ANNAPOLIS, MD 21403
(301) 269-6321

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 568

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
66 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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)	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	ATTENTION: _____
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	MAIL TO ADDRESS: _____
NA		Foreign Corp. Registration	<u>Thomas Voight</u>
87		Limited Part. Good Standing	<u>1419 Forest Br. Ste 205</u>
71		Financial	<u>Annap Md 21403</u>
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	

TOTAL FEES 40

Check

Cash

NOTE:

Documents on _____ checks

APPROVED BY: Net

3318 0863

0000 0583

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
C & C EQUINE CENTER, INC.

BOOK 256 PAGE 589

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 9:16 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

\$

D3187101

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
THOMAS VOIGHT
1419 FOREST DRIVE
STE. 205
ANNAPOLIS

MD 21403

183C3042520

A 353836



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

33180859

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 570

ARTICLES OF INCORPORATION

OF

CREEKSIDE INVESTMENT CORPORATION OF ASSESSMENTS
(A Close Corporation) AND TAXATION

APPROVED FOR RECORD

3-25-91 1130W

FIRST: The undersigned, Tarrant H. Lomax, 700 Chesapeake Avenue, Annapolis, MD 21403, being eighteen (18) years of age or older, does hereby form a close corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation (hereinafter "Corporation") is CREEKSIDE INVESTMENT CORPORATION

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

A. To carry on and conduct a general computer equipment leasing business.

B. To purchase, lease, or otherwise acquire, and to hold, own, service, install, maintain and operate, lease, hire, grant the use of, or otherwise dispose of, and to generally deal in and with equipment and products of all kinds and descriptions.

C. To buy or otherwise acquire, invest in, hold, warehouse, store, lease, exchange, mortgage, hypothecate, pledge, lien or otherwise encumber, loan, borrow money on, trade, deal in, transport, ship, or otherwise move, sell, dispose of on contract or consignment or otherwise, real or personal property, chattels, goods, wares and merchandise or rights, franchises, interests, and good will therein.

D. To borrow and lend money and negotiate loans; to purchase, own, subscribe for, draw, make, execute, issue, take, accept, hold, sell, exchange, deliver, endorse, guarantee, discount, transfer, assign, pledge, hypothecate, cancel, mortgage or otherwise acquire, dispose of or deal in trust or otherwise in the whole or any part of the shares, stocks, bonds, coupons, debentures, acceptances, mortgages, obligations, contracts, notes,

2312 0808

10858028

0000 0585

1991 MAR 25 A 10 15

PR

1991 JUN 10 AM 10:26

LAW OFFICES
RHODES, DUNBAR AND LOMAX
CHARTERED

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 571

evidence of debt, bills of exchange, warrants, dividends, instruments of negotiable or transferable warehouse receipts, choices in action or securities of government, individual partnerships, associations, and corporations, public, quasi-public or private, domestic or foreign, including those of its own issue, and all trust or other certificates of, or receipts evidencing interest in any such security; to issue and exchange therefore its own stock, bonds and other obligations, and while holder or owner of such securities therein, to exercise all the rights, powers and privileges of ownership including the right to vote thereon for any and all purposes; and while the holder to issue and exchange therefore, shares of its own stock, bonds or other obligations; to aid any corporation, partnership or ventures in which it may have an interest and to do all legal acts and things for the preservation, protection, improvement, development and enhancement of the value of any such corporation, partnership or venture, or of its stock, bonds, securities, evidence of indebtedness, contracts or other obligations.

E. To provide, hire and discharge managers, officers and employees.

F. To do all and everything necessary, suitable and proper for the attainment of any of the purposes, the accomplishments of any of the objects or the furtherance of any of the powers hereinbefore set forth; to carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on whether or not in connection with the foregoing or calculated directly or indirectly to promote the interest of the association or to enhance the value of its properties; and to have, enjoy and exercise any and all rights, powers and privileges provided the same not be inconsistent with the laws of the State of Maryland or with the laws enacted by the Congress of the United States.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 572

G. To do any and all things herein set forth as fully and to the same extent as a natural person might do or as may be permitted by law.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 1522 Gordon Cove Drive, Annapolis, MD 21403.

The name and post office address of the resident agent of the Corporation in the State of Maryland is Jack R. Steere, 1522 Gordon Cove Drive, Annapolis, MD 21403. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 10,000 shares with a par value of \$1.00 per share, all of one class. The initial capitalization will be not less than One Thousand Dollars (\$1,000).

The following is a description of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications of each class:

- A. Only one class of stock shall be issued.
- B. No preference shall be given as to particular shares of stock.
- C. Shares issues are to be nonconvertible common stock.
- D. The owner or owners of the stock of the Corporation shall be entitled to one vote for each share of stock so owned.
- E. No shareholder shall be entitled as a matter of right to subscribe for or receive additional shares of stock of the Corporation, or any bonds, debentures or other securities convertible into stock.

SIXTH: The Corporation shall be a "close corporation" in accordance with the laws of the State of Maryland effective at the earliest date permissible under the laws of the State of Maryland.

The Corporation shall have no board of directors. The

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 573

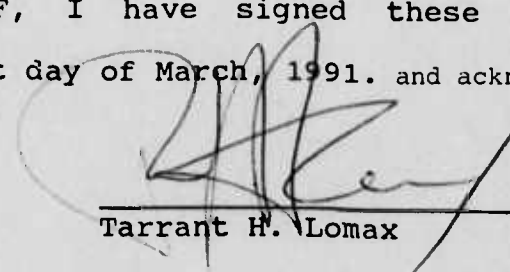
stockholders shall manage the business affairs of the Corporation by their direct action and may exercise all powers of directors.

Until such time as this provision becomes effective, Jack R. Steere shall be the sole director of the Corporation.

SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the foregoing Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on shareholders, directors and/or officers are subject to this reserve power.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 21st day of March, 1991. and acknowledge the same to be my act.


Tarrant H. Lomax

CITY OF WASHINGTON

:

: SS

DISTRICT OF COLUMBIA

:

On this 21st day of March, 1991 before me, a notary public, personally appeared Tarrant H. Lomax, known or identified to me to be the person whose name is subscribed to within the instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public

My Commission Expires: _____

arjmiscdoc\corporat\creeksid.art

LAW OFFICES
RHODES, DUNBAR AND LOMAX
CHARTERED

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER

Governor

LLOYD W. JONES

Director

PAUL B. ANDERSON

Administrator



Department of Assessments and Taxation

CHARTER DIVISION

Room 809

301 West Preston Street

Baltimore, Maryland 21201

BOOK 256 PAGE 574

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

DOCUMENT CODE 62 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 30 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 _____
Other _____

Code _____

ATTENTION: _____

MAIL TO ADDRESS: _____

Tarrant Lomax
205
one Thomas Circle, N.W.
Wash DC 20005

TOTAL FEES 70

☒ Check _____ Cash

Documents on _____ checks

APPROVED BY: [Signature]

NOTE: ack-nul

7318 0812

0000 0589

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
CREEKSIDE INVESTMENT CORPORATION

BOOK 256 PAGE 575

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 11:30 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:

\$

D3187002

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
TARRANT LOMAX
1 THOMAS CIRCLE, N.W.
STE. 205
WASHINGTON

DC 20005

183C3042510

A 353826



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

33180807

RR00 05RR

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 576
Book Page
KIMBERLY SHELL, INC.
768 S. MESA ROAD
MILLERVILLE, MARYLAND 21108
Articles of Incorporation

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3/25/91 at 12:27 p.m.

RECEIVED

First:

I, The Undersigned, Kimberly A. Schulz, whose
post office address is 768 S. Mesa Road Millerville, Maryland
21108. The party here to this article being more than
eighteen years of age, do hereby state her intention of
forming a corporation under and by virtue of the general laws
of the state of Maryland.

Second:

The name of the corporation, which is
hereinafter called the corporation, is KIMBERLY SHELL, INC.

Third:

The purposes for which the corporation is
formed are as follows: To operate and maintain a general
Service Station and conduct any business related to is
service.

To purchases, improve, repair, remodel, take on, lease of in
exchange, hire and otherwise acquire and hold, sell of
otherwise deal with and real and personal property.

The said corporation shall have the enjoyment of an exercise
of all the powers and rights conferred by statute upon
corporations. The enumeration of specific powers in this
certificate is made in furtherance and not in limitation of
the powers conferred by law.

Fourth:

The post office address of the principal
office of the corporation in this state is 768 S Mesa Road
Millerville Maryland, 21108. The name and address of the
resident agent of the corporation in this state is Kimberly
A. Schulz 768 S. Mesa Road Millerville Maryland 21108. Said
Resident Agent is a Citizen of This State and actually
resides herein.

Fifth:

The total number of shares of stock which the
corporation has authority to issue is five thousand (5,000)
Shares without par value, all of one class, this corporation
is to be a closed corporation.

Sixth:

The number of directors of the corporation
shall be One (1) which number may be increased or decreased

1991 JUN 10 AM 10:26

PR

10858012

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CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 577

pursuant to the by-laws of the corporation. But shall never be less than One, nor more than six: and the name of the director who shall act until the first annual meeting or until her successor are duly chosen and qualified will be Kimberly A. Schulz.

Seventh:

----- The following provision is 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 class of stock.

Eighth:

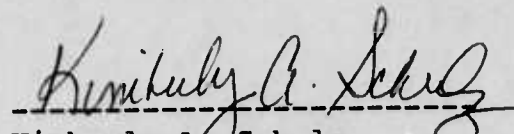
----- The Duration of the corporation shall be perpetual.

In Witness whereof, I have signed these articles of incorporation on this Tenth day of February, 1991

Witness:



Elmer E. Dunn Jr.




Kimberly A. Schulz

Witness My Hand and Seal

I hereby certify that on this 21th day of March, 1991 Before me a notary public for the state of Maryland county of Anne Arundel county personally appeared Kimberly A. Schulz who acknowledged the foregoing articles of incorporation to be her personal act.

As Witness my hand and notarial

seal.



Elmer E. Dunn Jr. - Notary Public
My Commission Expires August 1, 1992

3318 0758

0000 0592

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	<u>30</u>	Expedited Fee	_____
20	<u>20</u>	Organ. & Capitalization	_____
61		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	ATTENTION: _____
83		Cert. Limited Partnership	_____
94		Amendment to Limited Partnership	_____
85		Termination of Limited Partnership	_____
21		Recordation Tax	_____
22		State Transfer Tax	_____
23		Local Transfer Tax	_____
31		_____ Corp. Good Standing	MAIL TO ADDRESS: _____
NA		Foreign Corp. Registration	<u>Kimberly Schulz</u>
87		_____ Limited Part. Good Standing	<u>DOB</u>
71		Financial _____ Personal	<u>768 S. Mesa Rd</u>
600		Property Reports and _____	<u>Millersville Md</u>
		late filing penalties	<u>21108</u>
70		Change of P.O., R.A. or R.A.A.	_____
91		Amend/Cancellation, For. Limited Part.	_____
		Other _____	_____
		Other _____	_____

TOTAL FEES 70

Check

☒ Cash

NOTE:

Documents on _____ checks

APPROVED BY: PCM

0000 0593

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
KIMBERLY SHELL, INC.

BOOK 256 PAGE 579

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 12:27 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

\$

D3186921

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
KIMBERLY A. SCHULZ
768 S. MESA ROAD
MILLERSVILLE

MD 21108

18303042502

A 353821



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

2218 0796

0000 0584

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 580

APPROVED FOR RECORD
ARTICLES OF INCORPORATION

3-14-91 at 3:54 p.m. OF
RAY ENTERPRISES OF CHESAPEAKE WALK INC.

FIRST: I, MARK C. HERBST, whose post office address is 1200 West Street, Annapolis, Maryland 21401, 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 "Ray Enterprises of Chesapeake Walk Inc."

THIRD: The purposes for which the Corporation is formed is to purchase and sell leather goods;

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

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

FOURTH: The post office address of the principal office of the Corporation in this State is 3436 Chesapeake Walk, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is Toni R. Ray, 3436 Chesapeake Walk, Annapolis, Maryland 21403. 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: There shall be one Director of the Corporation which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than one, 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 name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualified is: Samuel Yates.

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

10848383

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BOOK 256 PAGE 581

the Corporation and of the directors and stockholders.

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

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

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

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

NINTH: (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

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

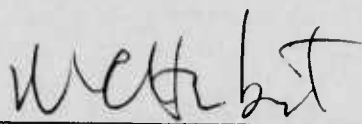
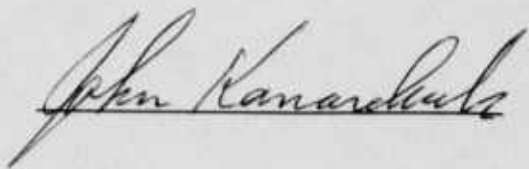
BOOK 256 PAGE 582

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.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this day of , 1991, and I acknowledge the same to be my act.

WITNESS:


MARK C. HERBST

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

800X 256 FAX 583

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 ^{MA} BUSINESS CODE 03 COUNTY 52

_____ 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

ATTENTION: _____

MAIL TO ADDRESS: _____

Mark C. Herbst

1200 West St
Annap Md 21401

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 _____

TOTAL
FEES

40

☒ Check

☐ Cash

NOTE:

O.K. per Paul Anderson
3318 0674

Documents on _____ checks

APPROVED BY: MBL

0000 0598

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
RAY ENTERPRISES OF CHESAPEAKE WALK INC.

BOOK 256 PAGE 584

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 14, 1991 AT 3:54 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:

\$

D3186756

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MARK C. HORBST
1200 WEST STREET
ANNAPOLIS

MD 21401

183C3042485

A 353808



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

2318 0570

RR00 0599

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 253 PAGE 585

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: The undersigned, THEODORE C. DENICK, whose post office address is 1400 Munsey Building, Baltimore, Maryland 21202, being at least twenty-one (21) years of age, under and by virtue of the general laws of the State of Maryland, does hereby form a corporation by the execution and filing of these Articles.

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

SWEET INDULGENCE, INC.

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

1. To carry on all forms of a bakery business, including the manufacturing and production of all types of breads and desserts, and the sale of the same, at wholesale and retail.

2. To carry out all or any part of the aforesaid purposes to the same extent and as fully as natural persons might or could do.

The foregoing enumeration of purposes, objects and business of the corporation is made in furtherance and not in limitation of the powers conferred under the corporation by law and it is expressly provided that the said enumeration of specific powers shall not be held to limit or restrict in any manner the objects, purposes and powers of the corporation.

FOURTH: The post office address of the place at which the principal office of the corporation in the State of Maryland will be located is 2613 Cabover Drive, Hanover, Maryland 21076 and the name of the Resident Agent of the Corporation is Deborah Lynch, who is a citizen of Maryland, actually resident therein and whose post office address is 2613 Cabover Drive, Hanover, Maryland 21076.

17:8 A 52 MAR 25 1961

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-25-91 at 8:27 a.m.

10848318

7319 0652

0000 0600

BOOK 256 PAGE 586

FIFTH: The number of Directors of the Corporation shall be three (3). The number of Directors, however, may from time to time by a majority vote of the shares of stock represented at any meeting called for that purpose be increased to not exceed ten (10) and the said stockholders by a majority vote of the shares of stock represented at such meeting shall fill the vacancy arising from such increase. The stockholders, by a majority vote may remove at any time, with or without cause, any one or more of the directors. The majority vote of all of the shares of stock represented at any regular or special meeting of the stockholders shall be required to elect or pass any measure.

Provided, however, that if there is no stock outstanding the number of directors may be less than three (3), but not less than one (1); and further provided if there is stock outstanding, and so long as there are less than three (3) stockholders, the number of directors may be less than three (3), but not less than the number of shareholders. Until stock is issued, there shall be only one director and the same shall be Deborah Lynch.

1. Vacancies arising at any time through the death or resignation of Directors shall be filled by the majority vote of shares of stock represented at a meeting of stockholders called for such purpose; and the stockholders by the majority vote of the shares of stock represented at such meeting shall fill the vacancies arising from such death or resignation.

SIXTH: The total amount of shares of stock of each class which the corporation has the authority to issue is one thousand (1,000) shares of stock without par value.

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:

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 587

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

b. No contract or other transaction between this corporation and any other 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; and directors individually, or any firm of which any director may be a member, and 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 who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

c. The Board of Directors shall have the power, from time to time, to fix and determine and to vary the amount of working capital of the corporation to determine whether any, and, if any, what part, of the surplus of the corporation or of the net profits arising from its business shall be declared in dividend and paid to the stockholders, subject, however, to the provisions of the charters, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 588
use and supply any of such surplus or net profits in purchasing or acquiring
any of the shares of 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.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation
and acknowledge the same to be my act on this 19th day of March, 1991.

WITNESS:

Harley E. Appold

Theodore C. Denick (SEAL)
THEODORE C. DENICK

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 589

DOCUMENT CODE 022 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>50</u>	Expedited Fee	Name Change (New Name) _____
20	<u>50</u>	Organ. & Capitalization	
61		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>Theodore C. Denick</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>Boas & Denick, P.A.</u>
87		Limited Part. Good Standing	<u>Suite 1400</u>
71		Financial	<u>Murray Bldg.</u>
600		Property Reports and late filing penalties	<u>7 N Calvert Street</u>
70		Change of P.O., R.A. or R.A.A.	<u>Baltimore, Md 21202-1930</u>
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

TOTAL FEES 40

☒ Check _____ Cash
Documents on _____ checks

APPROVED BY: msr

NOTE:

3318 0657

0000 0604

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
SWEET INDULGENCE, INC.

BOOK 255 PAGE 590

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 8:27 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

\$

D3186715

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
THEODORE C. DENICK
BASS & DENICK, P.A.
7 N. CALVERT STREET
STE. 1400
BALTIMORE

MD 21202 1930

183C3042481

A 353806



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

183C3042481

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 591

ARTICLES OF INCORPORATION

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
APPROVED FOR RECORD
3-28-91
8:17 a.m.

FIRST: I, Dennis M. Gottesmann, whose post office address is 8957 A Edmonston Road, Greenbelt, Maryland, 20770, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

DAVIS INVESTIGATORS, INC.

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

- (1) to conduct and operate a general detective business; to provide and furnish general and specific detective service and detectives to individuals, firms, corporations, or associations requiring or seeking such services; and to conduct inquiries and investigations of every legitimate nature, whether civil, criminal, social, individual, or otherwise, and to make reports thereon and therein to the proper person or persons.
- (2) to enter into partnerships, joint ventures, and other business associations for any lawful purpose;
- (3) 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;

10848036

1991 MAR 25 A 8:17

7719 0622

0000 0606

PR

DENNIS M. GOTTESMANN

LAW OFFICES
8957A EDMONSTON ROAD
GREENBELT MARYLAND 20770

(301) 474 1333

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 592

(4) to do anything permitted by the Corporations and Associations Article (Section 2-103) 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 1412 Kensington Place, Crofton, Maryland 21114. The name and post office address of the Resident Agent of the Corporation in this State is Dennis M. Gottesmann, at 8957-A Edmonston Road, Greenbelt, Maryland 20770. 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 Hundred (500) shares of common stock without par value.

SIXTH: The number of directors of the Corporation shall be two (2), which number may be increased or decreased, pursuant to the By-laws of the Corporation, but shall never be less than one (1) or the number of stockholders, whichever is less. The name of the directors who shall act until the first annual meeting and until their successors shall be duly chosen and qualified, shall be:

ROBERT FREDRICK DAVIS & JEAN TITUS DAVIS

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 thereof.

BOOK 256 PAGE 593

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 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.

2. The Board of Directors may classify or reclassify any unissued shares of the stock of the Corporation of any class now or hereafter authorized by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, 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: (1) As used in this Article EIGHTH, any word

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 594

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

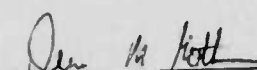
BOOK 258 PAGE 595

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

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 14th day of March, 1991
and I acknowledge the same to be my act.


DENNIS M. GOTTESMANN

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

LAW OFFICES
DENNIS M. GOTTESMANN, P.A.
GREENBELT PROFESSIONAL CENTER
8957-A EDMONSTON ROAD
GREENBELT, MARYLAND 20770

BOOK 256 PAGE 596

DENNIS M. GOTTESMANN
JAMES F. O'REILLY
ADMITTED IN MD & DC

TELEPHONE 301-474-1333
FAX # 301-474-0650

March 15, 1991

State Department of
Assessments and Taxation
301 West Preston Street
Baltimore, MD 21201

RE: Davis Investigators, Inc.

Dear Sirs:

Enclosed please find an original and one (1) copy of the
Articles of Incorporation for the above-captioned corporation. I
have also enclosed a check in the amount of \$51.00 to cover the
filing fees and certification.

Thank you for your assistance.

Very truly yours,

Dennis M. Gottesmann
Dennis M. Gottesmann

DMG/cah

3318 0627

0000 0611

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 597

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 Expedited Fee
20 28 Organ. & Capitalization
61 28 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 11 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: _____

Dennis M. Gottmann
8957 - A Edmonston Rd
Greenbelt, Md 20770

TOTAL FEES 51

☒ Check _____ Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: MSC

0000 0612

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
DAVIS INVESTIGATORS, INC.

BOOK 256 598

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 25, 1991 AT 8:17 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

\$

D3186665

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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 M. GOTTESMANN
8957A EDMONSTON ROAD
GREENBELT MD 20770

18303042476

A 353801



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

7318 0621

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256 599

STATE DEPARTMENT OF AGRICULTURE
AND TAXATION

AMENDED ARTICLES OF INCORPORATION
OF HERITAGE INTERNATIONAL CORPORATION

3-20-91 10:34a

js
FIRST: The undersigned, Robert N. Stokes, whose post office address is 99 Commerce Place, P.O. Box 900, Upper Marlboro, Maryland 20773, being at least eighteen years of age, does hereby form a corporation under and by virtue of the Maryland General Corporation Law (hereinafter referred to as the "Act").

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

THIRD: Purposes and Powers.

A. Purpose. The nature of the business and the purpose for which the Corporation is formed are:

(i) To manufacture, construct, process, build, buy, sell, and otherwise deal in and handle ornamental iron, bronze, copper, and other kinds of metallic materials; and to manufacture, produce, process and buy, sell, trade and deal in funerary ornaments, markers, monuments, and related products and items; and to engage in the business of casting, fabricating, blanking, drawing, forming, punching, engraving, shearing and tooling metal and metal products and accessories of all kinds and types.

(ii) To carry on any lawful business whatsoever that this corporation may deem calculated, directly or indirectly, to improve the interests of this corporation, or that it may

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BOOK 256 PAGE 600

deem proper or convenient whether or not in connection with any of the purposes enumerated herein or otherwise, and to do any and all things and conduct or carry on all lawful business to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations.

(iii) Ancillary Purposes. To do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Act, by other law, or by these Articles of Incorporation.

B. Powers. The Corporation, subject to any specific written limitations or restrictions imposed by the Act or by these Articles of Incorporation, shall have and exercise the following powers:

(i) Statutory Powers. To have and exercise all the powers specified in the Act;

(ii) Entry into Profit-Sharing Arrangements and Partnerships. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic corporation or foreign corporations, associations, partnerships, individuals, or other entities, and to enter into general or limited partnerships;

BOOK 256 PAGE 601

(iii) Guaranties. To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals, or other entities;

(iv) Construction of Powers. Each of the foregoing clauses of this section shall be construed as independent powers, and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or inference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them; nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of like nature.

C. Carrying Out of Purposes and Exercise of Powers in Any Jurisdiction. The Corporation may carry out its purposes and exercise its powers in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes and powers are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country; and it may limit the purpose or purposes that it proposes to carry out or the powers

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BOOK 256 PAGE 602

it proposes to exercise in any application to do business in any state, territory, district, or possession of the United States, or foreign country.

FOURTH: The post office address of the principal office of the Corporation is: 2128 Espey Court, Suite #5, Crofton, Maryland 21114. ✓

The name and post office address of the Resident Agent of the Corporation is: The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202. Said Resident Agent is a Maryland corporation.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is: 11,000,000, of which 10,000,000 shares shall be common stock with a par value of \$.01 per share, and 1,000,000 shares shall be Preferred Stock, with a par value of \$5.00 per share, or an aggregate par value of all the shares of all classes of \$5,100,000.00

The designations and the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption of the shares of each class of stock are as follows:

PREFERRED STOCK

The Preferred Stock may be issued from time to time by the Board of Directors as shares of one or more series. The description of shares of each series of Preferred Stock, including any preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends,

7717 1177

BOOK 256 PAGE 603

qualifications, and terms and conditions of redemption shall be as set forth in resolutions adopted by the Board of Directors and in Articles Supplementary filed as required by law from time to time prior to the issuance of any shares of such series.

The Board of Directors is expressly authorized, prior to issuance, by adopting resolutions providing for the issuance of, or providing for a change in the number of, shares of any particular series of Preferred Stock and, if and to the extent from time to time required by law, by filing Articles Supplementary to set or change the number of shares to be included in each series of Preferred Stock and to set or change in any one or more respects the designations, preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms and conditions of redemption relating to the shares of each such series. Notwithstanding the foregoing, the Board of Directors shall not be authorized to change the right of the Common Stock of the Corporation to vote one vote per share on all matters submitted for stockholder action. The authority of the Board of Directors with respect to each series of Preferred Stock shall include, but not be limited to, setting or changing the following:

3317 1174

BOOK 256 PAGE 604

(a) the distinctive serial designation of such series and the number of shares constituting such series (provided that the aggregate number of shares constituting all series of Preferred Stock shall not exceed 1,000,000).

(b) The annual dividend rate on shares of such series, whether dividends shall be cumulative and, if so, from which date or dates;

(c) whether the shares of such series shall be redeemable and, if so, the terms and conditions of such redemption, including the date or dates upon and after which such shares shall be redeemable, and the amount per share payable in case of redemption, which amount may vary under different conditions and at different redemption dates;

(d) the obligation, if any, of the Corporation to retire shares of such series pursuant to a sinking fund;

(e) whether shares of such series shall be convertible into, or exchangeable for, shares of stock of any other class or classes and, if so, the terms and conditions of such conversion or exchange, including the price or prices or the rate or rates of conversion or exchange and the terms of adjustment, if any;

(f) whether the shares of such series shall have voting rights, in addition to the voting rights provided by law, and, if so, the terms of such voting rights;

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BOOK 256 PAGE 605

(g) the rights of the shares of such series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation; and

(h) any other relative rights, powers, preferences, qualifications, limitations or restrictions thereof relating to such series.

The shares of Preferred Stock of any one series shall be identical with each other in all respects except as to the dates from and after which dividends thereon shall cumulate, if cumulative.

COMMON STOCK

Subject to all of the rights of the Preferred Stock as expressly provided herein, by law or by the Board of Directors pursuant to this Article FIFTH, the Common Stock of the Corporation shall possess all such rights and privileges as are afforded to capital stock by applicable law in the absence of any express grant of rights or privileges in the Corporation's Charter, including, but not limited to, the following rights and privileges:

(a) except as otherwise expressly provided in these Articles of Incorporation, dividends may be declared and paid or set apart for payment upon the Common Stock out of any assets or funds of the Corporation legally available for the payment of dividends;

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BOOK 256 PAGE 606

(b) except as modified by a Stockholders Management Agreement, the holders of Common Stock shall have the right to vote for the election of directors and on all other matters requiring stockholder action, each share being entitled to one vote; and

(c) upon the voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the net assets of the Corporation shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests.

SIXTH: The number of Directors of the Corporation shall be not less than three or more than nine, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

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

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

The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are John M. Crerar, William Gaffney, Sr., J. Duncan Crerar, and William Gaffney, Jr.

7317 1177

BOOK 256 PAGE 607

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 provided, however, that to the extent, if any, that the provisions of this Article Seventh conflict with the terms and provisions of a Stockholders' Management Agreement, as the same may be in effect, or as amended, from time to time, the provisions of the Stockholders' Management Agreement shall govern:

(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 Board of Directors shall have power, if authorized by the By-laws, to designate by resolution or resolutions adopted by a majority of the whole Board of Directors, one or more committees, each committee to consist of two or more of the directors of the Corporation, which, to the

BOOK 256 PAGE 608

extent provided in said resolutions or in the By-laws of the Corporation and permitted by the Corporations and Associations Article of the Annotated Code of Maryland, shall have and may exercise any or all of the powers of the Board of Directors in the management of the business and affairs of the Corporation, and shall have power to authorize the seal of the Corporation to be affixed to all instruments and documents which may require it.

(4) If the By-laws so provide, the Board of Directors of the Corporation shall have power to hold its meetings, to have an office or offices and, subject to the provisions of the Corporations and Associations Article of the Annotated Code of the State of Maryland, to keep the books of the Corporation, outside of said State at such place or places as may from time to time be designated by it.

(5) Except as otherwise provided by a Stockholders Management Agreement, The Board of Directors shall have power to borrow or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the Corporations and Associations Article of the Annotated Code of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as the Board of Directors, in its sole discretion, may determine and to secure

BOOK 256 PAGE 609

the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owned or thereafter acquired.

(6) 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 fair value of his stock.

Except as modified or limited by the By-laws or by a Stockholders Management Agreement, 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: Officers and directors of the Corporation shall not be liable to the Corporation or its stockholders for money damages, provided, however, that this Article Eighth shall not

3317 1180

BOOK 256 PAGE 610

restrict or limit the liability of the Corporation's officers or directors to the Corporation or its stockholders:

(1) To the extent that it is proved that the person actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received; or

(2) To the extent that a judgment or other final adjudication adverse to the person is entered in a proceeding based on a finding in the proceeding that the person's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

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, 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 or as provided in the By-laws, indemnify and advance expenses to an officer, director, employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.

TENTH: The initial By-laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or to adopt new By-laws shall be in accordance with the provisions set forth in the By-Laws. The By-laws may contain

3317 1181

BOOK 256 PAGE 611

any provision for the regulation and management of the affairs of the Corporation not inconsistent with the Articles of Incorporation.

ELEVENTH: Removal of Directors; Vacancies

Except as modified by and subject to the terms and provisions of any Stockholders Management Agreement in effect from time to time:

(1) Removal of Director.

Any Director may be removed from office by the affirmative vote of the holders of eighty percent (80%) of the shares entitled by law to vote for the removal of the Director whose removal is sought. A Director may be removed with or without cause.

(2) Filling a Director Vacancy.

If a vacancy occurs on the Board of Directors, including a vacancy resulting from an increase in the number of Directors, the Shareholders shall have the exclusive right to elect a New Director to fill the vacancy in the same manner and subject to the same restrictions and voting rights as apply to the election of the Director whose removal, resignation, death or newly created directorship created the vacancy.

TWELFTH: At a meeting of stockholders,

(1) The presence in person or by proxy of stockholders entitled to cast seventy-five per cent (75%) of all the votes entitled to be cast at the meeting constitutes a quorum and

BOOK 256 PAGE 612

(2) A majority of all the votes cast at a meeting at which a quorum is present is sufficient to approve of any matter which properly comes before the meeting, provided, however, that the affirmative vote of the holders of eighty percent (80%) of all the outstanding shares entitled to vote thereon shall be required for approval of the following corporate action:

- a. Amendment of the Articles of Incorporation;
- b. Amendment of the Bylaws;
- c. Merger, consolidation, or share exchange;
- d. Sale, lease, or exchange of more than 50 percent of the property or assets of the Corporation whether in the regular course of business or other than in the regular course of business;
- e. The election and any change in the title, duties, salary, or other compensation of an Executive Officer and the removal of any Executive Officer;
- f. Any corporate indebtedness, business transaction or financial commitment involving in excess of \$50,000.00;
- g. Dividends and other distributions on the stock of the Corporation, except as may be otherwise provided in the Articles of Incorporation or in some other agreement between the Shareholders, and the Corporation, whether such agreement was

BOOK 256 PAGE 612

executed before or after these Articles of
Incorporation;

- h. Dissolution of the Corporation; or
- i. Any business transactions between an Executive Officer, Director, or any person performing the normal managerial duties and responsibilities assigned by the applicable law to directors and the Corporation; and any contract or other transaction between the Corporation and a corporation, partnership or association in which one or more of the Executive Officers or Directors, or any person performing the normal managerial duties and responsibilities assigned by law to directors, are officers, directors, or partners or have a material financial interest, direct or indirect.

THIRTEENTH: Except as modified by a Stockholders Management Agreement as in effect from time to time, at each election for directors, every holder of shares of the Common Stock of the Corporation shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has the right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall

0000 0628


BOOK 256 PAGE 614

equal, or by distributing such votes on the same principle among any number of such candidates.

FOURTEENTH: Preemptive Rights.

The holders of outstanding shares of the Common Stock of the Corporation shall, to the extent provided by law, have preemptive rights to acquire unissued shares of the Common Stock, whether now or hereafter authorized.

IN WITNESS WHEREOF, I have signed these Amended Articles of Incorporation this 19TH day of March, 1991 and I acknowledge same to be my act and I hereby affirm under the penalties of perjury (i) that there is no stock of the Corporation outstanding or subscribed for entitled to be voted on these Amended Articles of Incorporation, and (ii) that these Amended Articles of Incorporation are filed before the organization meeting of the Board of Directors, all as required by Section 2-603(b)(1), Maryland Corporations and Associations Code.


Robert N. Stokes

To The Filing Officer:

After this instrument has been recorded, please mail it to:

Robert N. Stokes, Esquire
99 Commerce Place
P.O. Box 900
Upper Marlboro, MD 20773
(301) 350-1300

41/268:9/90

3317 1185

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 615

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 10 BUSINESS CODE 03 COUNTY 52
10 3115060 P.A. Religious Close ☒ Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 50 Expedited Fee
20 _____ Organ. & Capitalization
61 _____ Rec. Fee (Arts. of Inc.)
62 20 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 22 1 Certified Copy 10p
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

MAIL TO ADDRESS: _____

Robert Stokes
O' Malley Miles
P O Box 900
Upper Marlboro Md
20773

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 _____

TOTAL FEES 92

☒ Check Cash

NOTE: _____

Documents on _____ checks

APPROVED BY: AS

CERTIFIED
COPY MADE

0000 0630

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

AMENDED ARTICLES OF INCORPORATION
OF
HERITAGE INTERNATIONAL CORPORATION

BOOK 256 PAGE 616

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 10:34 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

D3115060

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ROBERT STOKES
C/O MALLEY, MILES, ETAL
P. O. BOX 900
UPPER MARLBORO MD 20773

182C3042442

A 353778



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

3317 1165

0000 0631

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 617

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
ARTICLES OF AMENDMENT
OF
CHESSTE, INC.

APPROVED FOR RECORD
3/21/91 at 8:56 A.M.

Chesste, Inc. a Maryland corporation having its principal office in Anne Arundel County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized, and the number and par value of the shares of each class are as follows:

ONE THOUSAND (1,000) shares of common stock, without par value.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of the shares of each class, are as follows:

TWO THOUSAND (2,000) shares of common stock, without par value.

IN WITNESS WHEREOF: Chesste Inc., has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on this 7th day of March, 1991.

ATTEST:

CHESSTE INC.

Beverley A. Carlton
Beverley A. Carlton
Secretary

Anthony E. Dahnk
Anthony E. Dahnk
President

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

Anthony E. Dahnk
10808239

0000 0632

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

256 618

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 09 ^{MA} BUSINESS CODE _____ COUNTY 52
D2399822 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
61		Rec. Fee (Arts. of Inc.)	
62	<u>20</u>	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>Chesste, Inc.</u>
87		_____ Limited Part. Good Standing	<u>315 Suern Avenue</u>
71		Financial	<u>Annapolis, Md 21403</u>
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 40

☒ Check ☐ Cash

NOTE:

3317 1139

Documents on _____ checks

APPROVED BY: smz

0000 0633

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF AMENDMENT
OF
CHESSTE, INC.

BOOK 253 PAGE 619

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 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:

\$

D2399822

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CHESSTE, INC.
315 SEVERN AVENUE
ANNAPOLIS

MD 21403

182C3042436

A 353773



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

3317 117

RR0000634

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 620

CERTIFICATE OF CORPORATE RESOLUTIONS OF
GIBSON ISLAND CLUB INCORPORATED

WHEREAS, Mr. Charles E. Quandt desires to resign as Resident Agent of the Gibson Island Club Incorporated, a Maryland corporation (the "Corporation"); and

WHEREAS, the Board of Governors desires to designate a substitute Resident Agent and principal address for the Corporation.

RESOLVED: The appointment and designation of Mr. Charles E. Quandt as Resident Agent of the Corporation is hereby terminated.

FURTHER RESOLVED: The Resident Agent of the Corporation is hereby designated as, and shall be, Stephen F. Bisbee, Esquire, who is a citizen of the State of Maryland residing therein and whose post office address is Suite 800, 250 West Pratt Street, Baltimore, Maryland 21201. ✓

FURTHER RESOLVED: That the post office address of the principal office of the Corporation shall be Broadwater Way, Gibson Island, Maryland 21056. ✓

FURTHER RESOLVED: That the Secretary of the Corporation be and is hereby authorized and directed for and on behalf of the Corporation to file an appropriate certified copy of these Resolutions with the State Department of Assessments and Taxation of Maryland and to do and perform any and all other necessary and proper acts to effect the aforementioned redesignation of the Resident Agent and principal office of the Corporation.

FURTHER RESOLVED: That a certified copy of these Resolutions be filed by the Secretary of the Corporation among the Minutes of the meetings of the Board of Governors of the Corporation.

I HEREBY CERTIFY that the foregoing is a true and correct copy of the Resolutions recorded in the Minute Book of the Corporation which were adopted by unanimous vote of the members of the Board of Governors present at a scheduled meeting of the Board of Governors of the Gibson Island Club Incorporated on Friday, February 22, 1991, for which notice was duly given

RECEIVED FOR RECORD STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

1991 JUN 10 AM 10:27

APPROVED FOR RECORD

3717 1171

10808177

3/5/91 at 900a

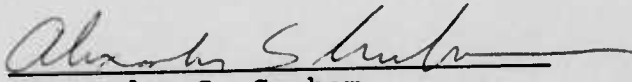
0000 0635

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 621

and at which a quorum of said Board of Governors was present,
and that said Resolutions are currently in full force and
effect.



Alexander S. Graham
Secretary
Gibson Island Club Incorporated
February 27, 1991

A6317

3317 1172

0000 0636

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 622

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 26 BUSINESS CODE 04 COUNTY 52
100108936 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 _____ 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 6 1 Certified Copy 30
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 119

ATTENTION: Stephen Bislack

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 10 Change of P.O., R.A. or R.A.A.
91 _____ Amend/Cancellation, For. Limited Part.
_____ Other
_____ Other

MAIL TO ADDRESS: _____

TOTAL FEES 18

☒ Check

☐ Cash

Documents on _____ checks

APPROVED BY: AS

NOTE:

records being
corrected to show
Gibson Island Club
incorporated as name

0000 0637

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
GIBSON ISLAND CLUB, INC.

256-523

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 5, 1991 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

10.00

D0108936

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ABRAMOFF, NEUBERGER AND LINDER
STEPHEN BISBEE
250 WEST PRATT STREET, SUITE 800
BALTIMORE MD 21201

182C3042434

A 353771



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

7317 1120

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

03/22/91

15:50

DIETZ & EBERSBERGER

P.02

256 624

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD

OF

3/22/91 at 3:00 p.m.

KEN'S KONSULTING, LTD.

A MARYLAND CLOSE CORPORATION ORGANIZED PURSUANT TO TITLE 4 OF
CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE ANNOTATED CODE OF
MARYLAND

FIRST: I, the undersigned, KENNETH G. PYLE, whose post
office address is 45 Marnal Court, Severna Park, Maryland
21146, being at least eighteen (18) years of age, do hereby form
a corporation, as incorporator, under and by virtue of the
General Laws of the State of Maryland.

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

KEN'S KONSULTING, LTD.

THIRD: This Corporation shall be a close corporation
pursuant to Title 4 of the Corporations and Associations Article
of the Annotated Code of Maryland, and as amended.

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

A. To advise, consult, and manage real estate and business
interests of clients.

B. To work as an independent contractor or to supply
services in connection with all types of investigation, nego-
tiation, settlement, and the handling of all types of insurance
claims, including but not limited to fire, casualty, loss,
worker's comp, and all other types of insurance, and to do

3317 0905

10848650

0000 0639

1991 JUN 10 AM 10:27

PR

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

03/22/91

15:50

DIETZ & EBERSBERGER

P.03

BOOK 256 PAGE 625

private investigations for attorneys, or any other person, firm, or corporation.

C. To sell and maintain business systems necessary for the implication of recommendations made in the course of the consulting and management business.

D. To borrow or raise money without limit, and upon any terms, for any purpose of this Corporation or of any corporation, association, firm, syndicate, body politic, or individual, having a business or property which this Corporation determines to finance, promote, or become interested in; to issue, sell, dispose of this Corporation's bonds, debentures, notes, certificates of indebtedness, and other obligations, secured or unsecured, and however evidenced, upon any terms, and as security therefor to mortgage, pledge, or grant any charge, or impose any lien upon all or any part of the real or personal property, right, interest, or franchises of this Corporation whether owned by it at the time or thereafter acquired; to loan money, secured by mortgages or pledges, on personal property or real estate or otherwise, or without security.

E. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, and to redeem any debt or other obligations before the same shall fall due on any terms and on any advance of premiums.

F. To guarantee the payment of dividends upon any capital stock, and by endorsement or otherwise to guarantee the payment

03/22/91

15:51

DIETZ & EBERSBERGER

P. 04

BOOK 256 PAGE 626

of the principal or interest, or both, on any bonds, debentures, notes, script, or other obligations or evidences of indebtedness, or the performance of any contracts or obligations, of any corporation or association, domestic or foreign, or of any firm, individual, syndicate, or body politic in which, or of whom, or in the business, financing or welfare of which, or of whom, this Corporation may have an interest.

G. To conduct its business in the State of Maryland, other states, the District of Columbia, and the territories, colonies, and possessions of the United States, and in foreign countries, to have one or more offices out of the State of Maryland, as well as within said State, and to hold, purchase, mortgage, and convey real and personal property out of the State of Maryland, as well as within said State, and to purchase or acquire by condemnation proceedings, as provided by law for such cases made and provided, real estate, personal property, as may be necessary, desirable, or convenient for the purposes of this Corporation and incidental thereto.

H. To acquire the good will, rights, property, and assets of kinds of any person, firm, or corporation, domestic or foreign, and pay for the same in money, stocks, bonds, debentures, or other securities of this Corporation, or otherwise in any manner permitted by law.

I. To purchase, hold, retire, or reissue shares of its capital stock of any class, now or hereafter authorized in the

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

03/22/91

15:51

DIETZ & EBERSBERGER

P.05

BOOK 256 PAGE 627

manner provided by the Code of Public General Laws of the State of Maryland.

J. To engage or carry on any other business or businesses which may conveniently be conducted in conjunction with any of the business or businesses of the Corporation. And in general to do any and all things and to exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under and in pursuance of the laws of the State of Maryland.

The foregoing enumeration of the purposes, objects, and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purposes, objects, or business, in any manner to limit or restrict the generality of any other purpose, object, or business mentioned or to limit or restrict the generality of any other purpose, object, or business mentioned, or to limit or restrict the powers of the Corporation.

FIFTH: After the completion of the organization meeting of the Directors and the issuance of one or more shares of stock of the Corporation, the Corporation shall have no Board of Directors. Until such time, the Corporation shall have one (1) Director, whose name is: **KENNETH G. PYLE**. The number may be increased or decreased pursuant to the By-laws of the Corporation.

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

03/22/91

15:52 DIETZ & EBERSBERGER

P.06

BOOK 256 PAGE 628

SIXTH: The post office address of the principal office of the Corporation in this State is 45 Marnal Court, Severna Park, Maryland 21146. The name and post office address of the Resident Agent of the Corporation in this State is: KENNETH G. PYLE, 45 Marnal Court, Severna Park, Maryland 21146. Said Resident Agent is a citizen of the State of Maryland, and actually resides therein.

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

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 22 day of March, 1991.

Witness

KENNETH G. PYLE

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 22 day of March, 1991, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared KENNETH G. PYLE and he acknowledged the foregoing Articles of Incorporation to be his act and deed and that he executed the same for the purposes therein contained.

AS WITNESS, my hand and Notarial Seal.

Notary Public

SUBAN W. SCHREIER
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires September 1, 1994

5

3317 0909

0000 0643

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 629

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 HES BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	<u>30</u>	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)	_____ 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
50	_____	Cert. of Qual. or Reg.	_____ Address
51	_____	Foreign Name Registration	_____ Resignation of Resident Agent
13	_____	Certified Copy	_____ Designation of Resident Agent
56	_____	Penalty	_____ and Resident Agent's Address
54	_____	For. Supplemental Cert.	_____ Other Change
53	_____	Foreign Resolution	_____
73	_____	Certificate of Conveyance	_____
76	_____	Certificate of Merger/Transfer	_____
75	_____	Special Fee	Code _____
80	_____	For. Limited Partnership	ATTENTION: _____
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	<u>Robert D. Ditty</u>
71	_____	Financial	<u>59 Franklin St.</u>
600	_____	Property Reports and late filing penalties	<u>Annapolis, Md 21401</u>
70	_____	Change of P.O., R.A. or R.A.A.	_____
91	_____	Amend/Cancellation, For. Limited Part.	_____
_____	_____	Other	_____
_____	_____	Other	_____

TOTAL FEES 70

☒ VISA

Check

Cash

NOTE:

FAX

3317 0910

APPROVED BY: A

0000 0644

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
KEN'S KONSULTING, LTD.

BOOK 256 PAGE 630

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 22, 1991 AT 3:00 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

\$

D3186160

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ROBERT DIETZ
59 FRANKLIN STREET
ANNAPOLIS

MD 21401

182C3042386

A 353725



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

2217 0904

0000 0645

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 631 STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

63-21-91 at 3:48 PM

CARTOGRAPHY CORPORATION

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

RECEIVED
91 MAR 21 PM 3:48
STATE DEPT. OF
ASSESSMENTS &
TAXATION

ARTICLES OF INCORPORATION

FIRST: I, Henry T. Meneely, whose post office address is 190
Duke of Gloucester, Annapolis, Maryland 21401, being at least
eighteen (18) years of age, hereby form a corporation under and by
virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called
"Corporation") is CARTOGRAPHY CORPORATION.

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

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

1. To design, print and publish maps and to sell advertising
printed on the maps; and to engage in any other lawful business;
and

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

PR
1991 JUN 10 AM 10:27

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 632

FIFTH: The post office address of the principal office of the Corporation in this State is 32 Wilelinor Drive, Edgewater, Maryland 21037. The name and post office address of Resident Agent of the Corporation in this State are Veronica T. Meneely, 32 Wilelinor Drive, Edgewater, Maryland 21037. Said Resident Agent is an individual actually residing in this State.

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

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 Veronica T. Meneely.

EIGHTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 633.

proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 19th day of March, 1990, and I acknowledge the same to be my act.



STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 634

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02MA BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ✓ Close ✓ Stock ✓ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>28</u>	Organ. & Capitalization	(New Name) _____
61	<u>3</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
50		Cert. of Qual. or Reg.	_____ Address
51		Foreign Name Registration	_____ Resignation of Resident Agent
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	_____ Designation of Resident Agent
56		Penalty	_____ and Resident Agent's Address
54		For. Supplemental Cert.	_____ Other Change _____
53		Foreign Resolution	_____
73		Certificate of Conveyance	_____
76		Certificate of Merger/Transfer	_____
75		Special Fee	Code _____
80		For. Limited Partnership	ATTENTION: _____
83		Cert. Limited Partnership	<u>Henry T. Meneely,</u>
84		Amendment to Limited Partnership	<u>E 56.</u>
85		Termination of Limited Partnership	MAIL TO ADDRESS: _____
21		Recordation Tax	<u>Henry T. Meneely,</u>
22		State Transfer Tax	<u>198 Duke of Gloucester</u>
23		Local Transfer Tax	<u>Annapolis, Md. 21401</u>
31		_____ Corp. Good Standing	<u>St.</u>
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	_____

TOTAL FEES 49

Check

Cash

NOTE:

Documents on _____ checks

3317 0895

APPROVED BY: [Signature]

0000 0649

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
CARTOGRAPHY CORPORATION

BOOK 256 PAGE 635

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 3:48 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

\$

D3186145

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HENRY T. MENEELY, ESQ.
190 DUKE OF GLOUCESTER
ANNAPOLIS MD 21401

182C3042384

A 353723



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

7317 0881

0000 0650

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 636

ARTICLES OF INCORPORATION
FENCE-IT, INC.
(A CLOSE CORPORATION)

FIRST: I, the Undersigned, William Dean Kirk, being at least twenty-one (21) years of age, do hereby make myself an incorporator under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter referred to as the Corporation) is FENCE-IT, INC., said Corporation electing to be formed as a "close corporation" under the laws of the State of Maryland.

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

A. To carry on and conduct the business of general fencing contractors in the construction, repair and replacement of fences of every kind and nature and of making, performing and discharging contracts therefore or relating thereto as contractor or subcontractor, and all allied and interdependent lines of home improvement business, commercial construction and soil erosion control.

B. To purchase, own, hold, lease, convey, mortgage, pledge, transfer or otherwise acquire or dispose of land, tenements, hereditaments, buildings, structures and all other property, real or personal, of every character and description or any interest therein.

C. To sell, lease, convey, transfer, lend, encumber or otherwise dispose of any and all of its assets in the manner permitted by law, and to accept in return therefore property, cash, bonds, stocks or other things of value.

D. To borrow or raise money for any of the purposes of the Corporation and to issue notes, bonds, debentures or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed in payment for property purchased or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including but not limited to any contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such note, bond, debentures or other obligations of the Corporation for its corporate purposes.

E. To apply for, purchase or otherwise acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States and of any foreign country and any and all patent rights, licenses, copy rights, privileges, inventions, improvements, formula, processes, trademarks, and trade names relating to or useful in connection with any business carried on by the Corporation. In addition to the foregoing, the Corporation shall have the power to expend funds for or to contract with others to invent or to adapt or improve any item, process or other invention which the Corporation may find necessary or beneficial in the conduct of any business it may carry on.

F. To purchase, sell, lease or otherwise acquire or dispose of all or any part of the property, rights, business, contracts, good will, franchise and assets of every kind of any corporation, copartnership, individual or other legal entity carrying on in whole or in part of any of the aforesaid business or any other business that the Corporation may be authorized to carry on and undertake, guarantee, assume, and pay the indebtedness and liabilities thereof, and to pay for any such property rights, business, contracts, good will, franchises or assets by the issuance, in accordance with the laws of the State of Maryland, of stocks, bonds or other securities of this Corporation or otherwise.

STATE DEPARTMENT OF ASSESSMENT
AND TAXATION

APPROVED FOR PAYMENT

03-15-91 at 8:22 A.M.

0000 0651

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

G. To subscribe or otherwise contract for the purchase or otherwise acquire, hold, sell, own or otherwise dispose of any stocks, bonds, notes or other securities, or other obligations of any corporation or corporations of the State of Maryland or any other state, territory, district or country, and to exercise all right to vote and to make contract, (including to guarantee payments of any debts or securities or performance of any obligations or contracts, engagements, advances or expenditures) to aid and promote the interests of any corporation in any of whose stock or securities the Corporation shall have an interest.

H. To carry on any other business 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 any other business that may be calculated, directly or indirectly, to enhance the value of the Corporation's property or investments, businesses or rights.

I. To perform all or any part of the aforesaid purposes and objects as principal, agent, contractor or otherwise, either alone or through or in connection with any person, firm, association, partnership or corporation.

J. The foregoing objects and purposes shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation, or any amendments thereto, and shall each be regarded as independent and construed as powers as well as objects and purposes.

K. It is intended that the above powers, objects and purposes granted to the Corporation are in furtherance, and not in limitation, of the general powers conferred by law upon corporations and it is not intended by the mention of any particular purpose, object or power in any manner, to limit or restrict the generality of any other purposes, objects or powers of the Corporation. The Corporation shall be entitled to engage in any activity that any corporation of the State of Maryland could lawfully do or perform.

FOURTH: The post office address of the principal office of the Corporation in the State is 4761 Solomons Island Road, Harwood, Maryland 20776. The name and address of the resident agent for the Corporation is William Dean Kirk, said resident agent being an individual actually residing in this State. The address is: 4781 Solomons Island Road, Harwood, MD 20776.

FIFTH: The Corporation shall be authorized to issue one hundred (100) shares of common stock at no par value.

SIXTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, its Directors, Officers and Stockholders:

A. The stock of the Corporation may not be modified without the unanimous consent of all stockholders, and at no time may more than one class of stock be permitted.

B. The maximum number of stockholders, whether as individuals or estates, may not exceed fifteen (15) nor may any nonresident alien be a stockholder or have control over a stockholder.

C. No transfer of stock shall be valid unless consented to by all existing stockholders. Provided, that should the proposed bona fide transfer, or transfer occasioned by the death of a stockholder, fail to receive the unanimous

7317 0877

0000 0652

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 638

approval as herein required, the stockholder or estate requesting the approval may offer the said stock to the dissenting stockholders at the proposed selling price. Should the dissenting stockholder or stockholders refuse the offer to purchase, the proposed transferring stockholder shall have the right to immediately seek the dissolution of the Corporation as provided by law.

D. The stockholders may at any time, by unanimous agreement, elect to abolish the Board of Directors and to manage the Corporation without said Directors, such election to take effect upon the filing of Articles of Amendment.

E. The Corporation shall schedule an annual stockholders meeting for the first Monday of March of each and every year. Provided, that no stockholder's meeting need be held unless a stockholder desiring said meeting imparts notice thereof, in writing, to the other stockholders not less than thirty (30) days prior to the scheduled meeting date.

F. No contract or other transaction with this Corporation shall be invalidated or in any way affected by the fact that any director, officer or stockholder may be a contracting party or have any pecuniary interest or other interest in the transaction. Said transactions shall be fully valid and enforceable as long as the individual interest of any director, officer or stockholder is clearly disclosed to all stockholders, so that they might judge for themselves if there are any conflicting interests.

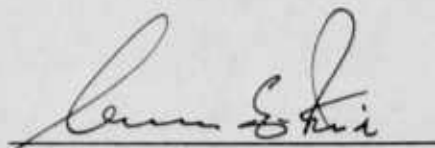
SEVENTH: The duration of the Corporation shall be perpetual.

EIGHTH: Until such time as the first meeting of stockholders, and their successors are duly chosen and qualified, the corporate officers and directors shall be as follows:

President: William Dean Kirk
Secretary: William Dean Kirk
Treasurer: William Dean Kirk

IN WITNESS WHEREOF, I have hereunto set my hand and seal, and do hereby acknowledge the foregoing Articles of Incorporation to be my act, this 12th day of February, 1991.

WITNESS:



 SEAL
William Dean Kirk

7317 0878

0000 0653

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 639

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>30</u>	Organ. & Capitalization	(New Name) _____
61		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
50		Cert. of Qual. or Reg.	_____ Address
51		Foreign Name Registration	_____ Resignation of Resident Agent
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	_____ Designation of Resident Agent
56		Penalty	_____ and Resident Agent's Address
54		For. Supplemental Cert.	_____ Other Change _____
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	<u>Wm. E. Kirk, ESQ</u>
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>William & Kirk</u>
71		Financial	<u>Melbridge Bldg.</u>
600		_____ Personal	<u>700 Melvin Ave.</u>
		Property Reports and _____	<u>Annapolis Md 21401</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 49

Check _____ Cash _____

NOTE:

7317 0879

Documents on _____ checks

APPROVED BY: MSJ

0000 0654

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
FENCE-IT, INC.

BOOK 258 PAGE 640

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 15, 1991 AT 8:22 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:

\$

D3186111

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
WILLIAM E. KIRK, ESQ.
WILLIAM E. KIRK
700 MELVIN AVE.
MELRIDGE BLDG.
ANNAPOLIS

MD 21401

182C3042381

A 353720



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

2317 0875

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

256 641

APPROVED FOR RECORD

3/22/91 at 12:26 p.m.

D & D APPLICATORS, LTD.

(A CLOSE CORPORATION UNDER TITLE 4)

ARTICLES OF INCORPORATION

RECEIVED

91 MAR 22 PM 12 26

FIRST: The undersigned Daniel Tillinghast, whose address is 3022 Tarpon Road Riva Maryland 21140, being at least eighteen years of age, does hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation is D & D Applicators, Ltd.

THIRD: The corporation shall be a close corporation as authorized by Title 4.

FOURTH: The Corporation is being formed for the following purposes: (a) to operate a drywall business, including but not limited to selling, installing & finishing drywall, (b) the constructing of and improvements to real property. However, the corporation shall not be limited by the above purposes.

FIFTH: The post office address of the principal office of the Corporation is 3022 Tarpon Road Riva, Anne Arundel County Maryland 21140. The post office address of the principal agent Daniel Tillinghast is 3022 Tarpon Road Riva Maryland 21140. Daniel Tillinghast is a citizen of Maryland and resides therein.

SIXTH: The corporation has authority to issue One Hundred (100) shares of common stock. The shares have no par value. The common stock shall have voting rights of one vote per share. There is only one class of stock. The stock may be sold to anyone after first being offered to the corporation.

1991 PR 10 AM 10:27

2317 0814
10848068

0000 0656

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 642

D & D APPLICATORS, LTD.
(A CLOSE CORPORATION UNDER TITLE 4)

SEVENTH: After completing the organization of the corporation, and the issuance of one or more shares of stock of the corporation, the corporation shall have no directors. Until such time, the Corporation shall have Daniel Tillinghast as the sole director.

EIGHT: The life of the corporation shall be perpetual.

NINTH: The above provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the corporation and of the director and stockholders.

IN WITNESS WHEREOF, I have signed these articles of incorporation on March 22, 1991, and acknowledged the same to be my own act.

Witness:


Daniel Tillinghast

3317 0815

0000 0657

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 253 PAGE 643

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 029 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	<u>30</u>	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)	<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		_____ Certified Copy _____	<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 _____
80		For. Limited Partnership	ATTENTION: _____
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	MAIL TO ADDRESS: _____
NA		Foreign Corp. Registration	<u>David Tellinghast</u>
87		_____ Limited Part. Good Standing	<u>10101 212</u>
71		Financial	<u>Harwood, Md 20776</u>
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 _____

70 Check _____ Cash

Documents on _____ checks

APPROVED BY: A

NOTE:

Actual

7717 0816

0000 0658

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
D & D APPLICATORS, LTD.

BOOK 256 IN 644

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 22, 1991 AT 12:26 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.

\$

D3185980

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DANIEL TILLINGHAST
P. O. BOX 212
HARWOOD

MD 20776

182C3042368

A 353710



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

3317 0913

8800 0659

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 645

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF INCORPORATION

OF

HARBOR INVESTMENT CORPORATION

APPROVED FOR RECORD

5-21-91 at 8:26 A.M.

The undersigned, James G. Thompson, whose address is 1219 Annapolis Road, Odenton, Maryland 21113, being at least 18 years of age, acting as incorporator, does hereby form a corporation under the General Laws of the State of Maryland having the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Harbor Investment Corporation (herein the "Corporation").

ARTICLE II

Principal Office

The address of the Corporation's principal office in the State of Maryland is 1219 Annapolis Road, Odenton, Maryland 21113, or such other place as may be designated in the bylaws of the Corporation. ✓

ARTICLE III

Powers

The purpose for which the Corporation is organized is to act as a financial institution holding company and to transact all other lawful business for which corporations may be incorporated pursuant to the General Laws of the State of Maryland. The Corporation shall have all the powers of a corporation organized under the General Laws of the State of Maryland.

ARTICLE IV

Resident Agent

The name and mailing address of the initial resident agent of the Corporation in the State of Maryland is James G. Thompson, 1219 Annapolis Road, Odenton, Maryland 21113. The resident agent is a citizen of the State of Maryland and actually resides therein.

1991 JUN 10 AM 10:27

1991 MAR 21 A 11:26

10808022

10808020

1 10808022

0000 0660

BOOK 256 PAGE 646

ARTICLE V

Initial Directors

The number of directors constituting the initial board of directors of the Corporation is seven (7), which number may be increased or decreased pursuant to the bylaws of the Corporation and Article XI of these Articles, but shall never be less than the minimum number permitted by the General Laws of the State of Maryland now or hereafter in force. The names of the persons who are to serve as directors until the first annual meeting and until their successors are elected and qualified, are:

Name

James G. Thompson

William W. Simpson

Robert W. Holthaus

Judith Smiechowski

Rev. James Manning

Clayton C. Swears

George T. Murray

ARTICLE VI

Capital Stock

The aggregate number of shares of all classes of capital stock which the Corporation has authority to issue is 2,500,000, of which 2,000,000 are to be shares of common stock, \$.01 par value per share, and of which 500,000 are to be shares of serial preferred stock, \$.01 par value per share. The aggregate par value of all shares of capital stock is \$25,000. All of such shares are initially classified as common stock. The shares may be issued by the Corporation from time to time as approved by the board of directors of the Corporation without the approval of the stockholders except as otherwise provided in this Article VI or to the extent that such approval is required by governing law, rule or regulation. The consideration for the issuance of the shares shall be paid to or received by the Corporation in full before their issuance and shall not be less than the par value per share. The consideration for the issuance of the shares, other than cash, shall be determined by the board of directors in accordance with the General Laws of the State of Maryland. In the absence of actual fraud in the transaction, the judgment of the board of directors as to the value of such consideration shall be conclusive. Upon payment of such consideration such shares shall be deemed to be fully paid and nonassessable. In the case of a stock dividend, the part of the surplus of the Corporation which is transferred to stated capital upon the issuance of shares as a stock dividend shall be deemed to be the consideration for their issuance.

A description of the different classes and series (if any) of the Corporation's capital stock, and a statement of the relative powers, designations, preferences and rights of the shares of each class and series (if any) of capital stock, and the qualifications, limitations or restrictions thereof, are as follows:

Common Stock. Except as provided in these Articles, the holders of the common stock shall exclusively possess all voting power. Each holder of shares of common stock shall be entitled to one vote for each share held by such holder.

Whenever there shall have been paid, or declared and set aside for payment, to the holders of the outstanding shares of any class of stock having preference over the common stock as to the payment of dividends, the full amount of dividends and sinking fund or retirement fund or other retirement payments, if any, to which such holders are respectively entitled in preference to the common stock, then dividends may be paid on the common stock, and on any class or series of stock entitled to participate therewith as to dividends, out of any assets legally available for the payment of dividends, but only as declared by the board of directors of the Corporation.

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In the event of any liquidation, dissolution or winding up of the Corporation, after there shall have been paid, or declared and set aside for payment, to the holders of the outstanding shares of any class having preference over the common stock in any such event, the full preferential amounts to which they are respectively entitled, the holders of the common stock and of any class or series of stock entitled to participate therewith, in whole or in part, as to distribution of assets shall be entitled, after payment or provision for payment of all debts and liabilities of the Corporation, to receive the remaining assets of the Corporation available for distribution, in cash or in kind.

Each share of common stock shall have the same relative powers, preferences and rights as, and shall be identical in all respects with, all the other shares of common stock of the Corporation.

Serial Preferred Stock. Except as provided in these Articles, the board of directors of the Corporation is authorized, by resolution or resolutions from time to time adopted, to provide for the issuance of serial preferred stock in series and to fix and state the powers, designations, preferences and relative, participating, optional or other special rights of the shares of each such series, and the qualifications, limitations or restrictions thereof, including, but not limited to determination of any of the following:

1. the distinctive designation and the number of shares constituting such class or series;
2. the dividend rates or the amount of dividends to be paid on the shares of such class or series, whether dividends shall be cumulative and, if so, from which date or dates, the payment date or dates for dividends, and the participating or other special rights, if any, with respect to dividends;
3. the voting powers, full or limited, if any, of the shares of such class or series;
4. whether the shares of such class or series shall be redeemable and, if so, the price or prices at which, and the terms and conditions upon which such shares may be redeemed;
5. the amount or amounts payable upon the shares of such class or series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation;
6. whether the shares of such class or series shall be entitled to the benefits of a sinking or retirement fund to be applied to the purchase or redemption of such shares, and, if so entitled, the amount of such fund and the manner of its application, including the price or prices at which such shares may be redeemed or purchased through the application of such funds;
7. whether the shares of such class or series shall be convertible into, or exchangeable for, shares of any other class or classes or any other series of the same or any other class or classes of stock of the Corporation and, if so convertible or exchangeable, the conversion price or prices, or the rate or rates of exchange, and the adjustments thereof, if any, at which such conversion or exchange may be made, and any other terms and conditions of such conversion or exchange;
8. the subscription or purchase price and form of consideration for which the shares of such class or series shall be issued;
9. whether the shares of such class or series which are redeemed or converted shall have the status of authorized but unissued shares of serial preferred stock and whether such shares may be reissued as shares of the same or any other class or series; and
10. any other preferences, rights, restrictions, including restrictions on transferability, and qualifications of shares of such class or series, not inconsistent with law and these Articles.

Each share of each series of serial preferred stock shall have the same relative powers, preferences and rights as, and shall be identical in all respects with, all the other shares of preferred stock of the same series.

ARTICLE VII

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Preemptive Rights

No holder of any of the shares of any class or series of stock or of options, warrants or other rights to purchase shares of any class or series of stock or of other securities of the Corporation shall have any preemptive right to purchase or subscribe for any unissued stock of any class or series, or any unissued bonds, certificates of indebtedness, debentures or other securities convertible into or exchangeable for stock of any series or carrying any right to purchase stock of any class or series.

ARTICLE VIII

Repurchase of Shares

The Corporation may from time to time, pursuant to authorization by the board of directors of the Corporation and without action by the stockholders, purchase or otherwise acquire shares of any class, bonds, debentures, notes, scrip, warrants, obligations, evidences of indebtedness, or other securities of the Corporation in such manner, upon such terms, and in such amounts as the board of directors shall determine; subject, however, to such limitations or restrictions, if any, as are contained in the express terms of any class of shares of the Corporation outstanding at the time of the purchase or acquisition in question or as are imposed by law.

ARTICLE IX

Meetings of Stockholders; Cumulative Voting

A. Special meetings of the stockholders of the Corporation for any purpose or purposes may be called at any time by the board of directors of the Corporation, by a committee of the board of directors which has been duly designated by the board of directors, or in accordance with the bylaws of the Corporation.

B. There shall be no cumulative voting by stockholders of any class or series in the election of directors of the Corporation.

C. Meetings of stockholders may be held within or without the State of Maryland, as the bylaws may provide.

ARTICLE X

Notice for Nominations and Proposals

A. Nominations for the election of directors and proposals for any new business to be taken up at any annual or special meeting of stockholders may be made by the board of directors of the Corporation or by any stockholder of the Corporation entitled to vote generally in the election of directors. In order for a stockholder of the Corporation to make any such nominations and/or proposals, he or she shall give notice thereof in writing, delivered or mailed by first class United States mail, postage prepaid, to the secretary of the Corporation not less than 30 days nor more than 60 days prior to any such meeting; provided, however, that if less than 40 days' notice of the meeting is given to stockholders, such written notice shall be delivered or mailed, as prescribed, to the secretary of the Corporation not later than the close of the tenth day following the day on which notice of the meeting was mailed to stockholders. Each such notice given by a stockholder with respect to nominations for the election of directors shall set forth (i) the name, age, business address and, if known, residence address of each nominee proposed in such notice, (ii) the principal occupation or employment of each such nominee, and (iii) the number of shares of stock of the Corporation which are beneficially owned by each such nominee. In addition, the stockholder making such nomination shall promptly provide any other information reasonably requested by the Corporation.

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B. Each such notice given by a stockholder to the secretary of the Corporation with respect to business proposals to bring before a meeting shall set forth in writing as to each matter: (i) a brief description of the business desired to be brought before the meeting and the reasons for conducting such business at the meeting; (ii) the name and address, as they appear on the Corporation's books, of the stockholder proposing such business; (iii) the class and number of shares of the Corporation which are beneficially owned by the stockholder; and (iv) any material interest of the stockholder in such business. Notwithstanding anything in these Articles to the contrary, no business shall be conducted at the meeting except in accordance with the procedures set forth in this Article X.

C. The chairman of the annual or special meeting of stockholders may, if the facts warrant, determine and declare to such meeting that a nomination or proposal was not made in accordance with the foregoing procedure, and, if he should so determine, he shall so declare to the meeting and the defective nomination or proposal shall be disregarded and laid over for action at the next succeeding adjourned, special or annual meeting of the stockholders taking place thirty days or more thereafter. This provision shall not require the holding of any adjourned or special meeting of stockholders for the purpose of considering such defective nomination or proposal.

ARTICLE XI

Directors

A. Number; Vacancies. The number of directors of the Corporation shall be such number, not less than 5 nor more than 15 (exclusive of directors, if any, to be elected by holders of preferred stock of the Corporation, voting separately as a class), as shall be provided from time to time in or in accordance with the bylaws, provided that no decrease in the number of directors shall have the effect of shortening the term of any incumbent director, and provided further that no action shall be taken to decrease or increase the number of directors from time to time unless at least two-thirds of the directors then in office shall concur in said action. Vacancies in the board of directors of the Corporation, however caused, and newly created directorships shall be filled by a vote of two-thirds of the directors then in office, whether or not a quorum, and any director so chosen shall hold office for a term expiring at the annual meeting of stockholders at which the term of the class to which the director has been chosen expires and when the director's successor is elected and qualified.

B. Classified Board. At the first annual meeting of stockholders of the Corporation, the board of directors of the Corporation shall be divided into three classes as nearly equal in number as the then total number of directors constituting the entire board of directors shall permit, which classes shall be designated Class I, Class II and Class III. At such annual meeting of stockholders, directors assigned to Class I shall be elected to hold office for a term expiring at the first succeeding annual meeting of stockholders thereafter, directors assigned to Class II shall be elected to hold office for a term expiring at the second succeeding annual meeting thereafter, and directors assigned to Class III shall be elected to hold office for a term expiring at the third succeeding annual meeting thereafter. Thereafter, at each annual meeting of stockholders of the Corporation, directors of classes the terms of which expire at such annual meeting shall be elected for terms of three years.

Notwithstanding the foregoing, a director whose term shall expire at any annual meeting shall continue to serve until such time as his successor shall have been duly elected and shall have qualified unless his position on the board of directors shall have been abolished by action taken to reduce the size of the board of directors prior to said meeting.

Should the number of directors of the Corporation be reduced, the directorship(s) eliminated shall be allocated among classes as appropriate so that the number of directors in each class is as specified in the immediately preceding paragraph. The board of directors shall designate, by the name of the incumbent(s), the position(s) to be abolished. Notwithstanding the foregoing, no decrease in the number of directors shall have the effect of shortening the term of any incumbent director. Should the number of directors of the Corporation be increased, the additional directorships shall be allocated among classes as appropriate so that the number of directors in each class is as specified in the immediately preceding paragraph.

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Whenever the holders of any one or more series of preferred stock of the Corporation shall have the right, voting separately as a class, to elect one or more directors of the Corporation, the board of directors shall consist of said directors so elected in addition to the number of directors fixed as provided above in this Article XI. Notwithstanding the foregoing, and except as otherwise may be required by law, whenever the holders of any one or more series of preferred stock of the Corporation shall have the right, voting separately as a class, to elect one or more directors of the Corporation, the terms of the director or directors elected by such holders shall expire at the next succeeding annual meeting of stockholders.

ARTICLE XII

Removal of Directors

Notwithstanding any other provision of these Articles or the bylaws of the Corporation, any director or the entire board of directors of the Corporation may be removed, at any time, by the affirmative vote of the holders of at least two-thirds of the outstanding shares of capital stock of the Corporation entitled to vote generally in the election of directors (considered for this purpose as one class) cast at a meeting of the stockholders called for that purpose. Notwithstanding the foregoing, whenever the holders of any one or more series of preferred stock of the Corporation shall have the right, voting separately as a class, to elect one or more directors of the Corporation, the preceding provisions of this Article XII shall not apply with respect to the director or directors elected by such holders of preferred stock.

ARTICLE XIII

Acquisition of Capital Stock

For a period of five years from the effective date of the completion of the conversion of Odenton Federal Savings and Loan Association from mutual to stock form (which entity shall become a wholly owned subsidiary of the Corporation upon such conversion), no person shall directly or indirectly offer to acquire or acquire the beneficial ownership of more than 10% of any class of equity security of the Corporation; provided, however, that this provision shall not apply to the purchase of shares by underwriters in connection with a public offering or the acquisition of up to 25% of any class of equity security by a tax qualified employee stock benefit plan of the Corporation which is exempt from the approval requirements set forth at 12 C.F.R. Section 574.3(c)(1)(vi) as now in effect or as may hereafter be amended, or any successor provision. In addition, for a period of five years from the completion of the conversion of Odenton Federal Savings and Loan Association from mutual to stock form (which shall become a wholly owned subsidiary of the Corporation upon such conversion), and notwithstanding any provision to the contrary in these Articles or in the bylaws of the Corporation, in addition to any other legal remedies the Corporation may have in the event of violation of this Article, each share beneficially owned in violation of the foregoing percentage limitation, as determined by the Corporation's board of directors, shall be considered "excess shares" and shall not be counted as shares entitled to vote and shall not be voted by any person or counted as voting shares in connection with any matters submitted to the stockholders for a vote. The term "person" means an individual, a group acting in concert, a corporation, a partnership, an association, a joint stock company, a trust, an unincorporated organization or similar company, a syndicate or any other group formed for the purpose of acquiring, holding or disposing of securities of the Corporation. The term "offer" includes every offer to buy or otherwise acquire, solicitation of an offer to sell, tender offer for, or request for tenders of, a security or interest in a security for value. The term "acquire" includes every type of acquisition, whether effected by purchase, exchange, operation of law or otherwise. The term "acting in concert" means (a) knowing participation in a joint activity or conscious parallel action towards a common goal whether or not pursuant to an express agreement, or (b) a combination or pooling of voting or other interest in the Corporation's outstanding shares for a common purpose, pursuant to any contract, understanding, relationship, agreement or other arrangement, whether written or otherwise. The term "beneficial ownership" shall have the meaning defined in Rule 13d-3 of the General Rules and Regulations under the Securities Exchange Act of 1934, as in effect on the date of filing of these Articles.

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A majority of the Continuing Directors, as defined in Article XIV of these Articles, shall have the power to construe and apply the provisions of this Article and to make all determinations necessary or desirable to implement such provisions, including but not limited to matters with respect to (a) the number of shares beneficially owned by any person, (b) whether a person has an agreement, arrangement, or understanding with another as to the matters referred to in the definition of acting in concert or beneficial ownership, (c) the application of any other definition or operative provision of this Article to the given facts, or (d) any other matter relating to the applicability or effect of this Article. Any constructions, applications, or determinations made by the Continuing Directors pursuant to this Article in good faith and on the basis of such information and assistance as was then reasonably available for such purpose shall be conclusive and binding upon the Corporation and its stockholders.

ARTICLE XIV

Approval of Certain Business Combinations

The stockholder vote required to approve Business Combinations (as hereinafter defined) shall be as set forth in this section.

A. (1) Except as otherwise expressly provided in this Article XIV, the affirmative vote of the holders of (i) at least two-thirds of the outstanding shares entitled to vote thereon (and, if any class or series of shares is entitled to vote thereon separately, the affirmative vote of the holders of at least two-thirds of the outstanding shares of each such class or series), and (ii) at least two-thirds of the outstanding shares entitled to vote thereon, not including shares deemed beneficially owned by a Related Person (as hereinafter defined), shall be required in order to authorize any of the following:

(a) any merger or consolidation of the Corporation or a subsidiary of the Corporation with or into a Related Person (as hereinafter defined);

(b) any sale, lease, exchange, transfer or other disposition, including without limitation, a mortgage, or any other security device, of all or any Substantial Part (as hereinafter defined) of the assets of the Corporation (including without limitation any voting securities of a subsidiary) or of a subsidiary, to a Related Person;

(c) any sale, lease, exchange, transfer or other disposition of all or any Substantial Part of the assets of a Related Person to the Corporation or a subsidiary of the Corporation;

(d) the issuance of any securities of the Corporation or a subsidiary of the Corporation to a Related Person;

(e) any reclassification of the common stock of the Corporation, or any recapitalization involving the common stock of the Corporation;

(f) the acquisition by the Corporation or a subsidiary of the Corporation of any securities of a Related Person; and

(g) any agreement, contract or other arrangement providing for any of the transactions described in this Article XIV.

(2) Such affirmative vote shall be required notwithstanding any other provision of these Articles, any provision of law, or any agreement with any regulatory agency or national securities exchange which might otherwise permit a lesser vote or no vote.

(3) The term "Business Combination" as used in this Article XIV shall mean any transaction which is referred to in any one or more of subparagraphs (a) through (g) above.

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B. The provisions of Part A of this Article XIV shall not be applicable to any particular Business Combination, and such Business Combination shall require only such affirmative vote as is required by any other provision of these Articles, any provision of law, or any agreement with any regulatory agency or national securities exchange, if the Business Combination shall have been approved by a majority of the Continuing Directors (as hereinafter defined); provided, however, that such approval shall only be effective if obtained at a meeting at which a Continuing Director Quorum (as hereinafter defined) is present.

C. For the purposes of this Article XIV the following definitions apply:

(1) The term "Related Person" shall mean and include (a) any individual, corporation, partnership or other person or entity which together with its "affiliates" (as that term is defined in Rule 12b-2 of the General Rules and Regulations under the Securities Exchange Act of 1934), "beneficially owns" (as that term is defined in Rule 13d-3 of the General Rules and Regulations under the Securities Exchange Act of 1934) in the aggregate 10% or more of the outstanding shares of the common stock of the Corporation; and (b) any "affiliate" (as that term is defined in Rule 12b-2 under the Securities Exchange Act of 1934) of any such individual, corporation, partnership or other person or entity. Without limitation, any shares of the common stock of the Corporation which any Related Person has the right to acquire pursuant to any agreement, or upon exercise or conversion rights, warrants or options, or otherwise, shall be deemed "beneficially owned" by such Related Person.

(2) The term "Substantial Part" shall mean more than 25% of the total assets of the Corporation, as of the end of its most recent fiscal year ending prior to the time the determination is made.

(3) The term "Continuing Director" shall mean any member of the board of directors of the Corporation who is unaffiliated with the Related Party and was a member of the board of directors prior to the time that the Related Party became a Related Party, and any successor of a Continuing Director who is unaffiliated with the Related Party and is recommended to succeed a Continuing Director by a majority of Continuing Directors then on the board of directors.

(4) The term "Continuing Director Quorum" shall mean two-thirds of the Continuing Directors capable of exercising the powers conferred on them.

ARTICLE XV

Evaluation of Business Combinations

In connection with the exercise of its judgment in determining what is in the best interests of the Corporation and of the stockholders, when evaluating a Business Combination (as defined in Article XIV hereof) or a tender or exchange offer, the board of directors of the Corporation shall, in addition to considering the adequacy of the amount to be paid in connection with any such transaction, consider all of the following factors and any other factors which it deems relevant; (i) the social and economic effects of the transaction on the Corporation and its subsidiaries, employees, depositors, loan and other customers, creditors and other elements of the communities in which the Corporation and its subsidiaries operate or are located; (ii) the business and financial condition and earnings prospects of the acquiring person or entity, including, but not limited to, debt service and other existing financial obligations, financial obligations to be incurred in connection with the acquisition, and other likely financial obligations of the acquiring person or entity, and the possible effect of such conditions upon the Corporation and its subsidiaries and the other elements of the communities in which the Corporation and its subsidiaries operate or are located; and (iii) the competence, experience, and integrity of the acquiring person or entity and its or their management.

CLERK'S NOTATION

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ARTICLE XVI

Limitation of Officers' and Directors' Liability

An officer or director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of their fiduciary duty as an officer or director, unless: (i) it is proved that the individual officer or director actually received an improper benefit or profit in money, property or services from the Corporation; or (ii) a judgment or other final adjudication adverse to the individual officer or director is entered in a proceeding based on a finding in the proceeding that the individual's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding. If the Maryland General Corporation Law is amended to further eliminate or limit the personal liability of officers and directors, then the liability of officers and directors of the Corporation shall be eliminated or limited to the fullest extent permitted by the Maryland General Corporation Law, as so amended.

Any repeal or modification of the foregoing paragraph by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE XVII

Indemnification

The Corporation shall indemnify, to the fullest extent permissible under the Maryland General Corporation Law, any individual who is or was a director, officer, employee, or agent of the Corporation, and any individual who serves or served at the Corporation's request as a director, officer, partner, trustee, employee, or agent of another corporation, partnership, joint venture, trust, other enterprise, or employee benefit plan in any proceeding in which the individual is made a party as a result of his service in such capacity. No individual shall be indemnified by the Corporation if it is established that (i) the act or omission at issue was material to the matter giving rise to the proceeding and (a) was committed in bad faith or (b) was the result of active and deliberate dishonesty; (ii) the individual actually received an improper personal benefit in money, property, or services; or (iii) in the case of a criminal proceeding, the individual had reasonable cause to believe that the act or omission was unlawful.

ARTICLE XVIII

Amendment of Bylaws

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the Corporation is expressly authorized to make, repeal, alter, amend and rescind the bylaws of the Corporation. Notwithstanding any other provision of these Articles or the bylaws of the Corporation (and notwithstanding the fact that some lesser percentage may be specified by law), the bylaws shall not be made, repealed, altered, amended or rescinded by the stockholders of the Corporation except by the vote of the holders of not less than two-thirds of the outstanding shares of capital stock of the Corporation entitled to vote generally in the election of directors (considered for this purpose as one class) cast at a meeting of the stockholders called for that purpose (provided that notice of such proposed adoption, repeal, alteration, amendment or rescission is included in the notice of such meeting), or, as set forth above, by the board of directors.

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ARTICLE XIX

BOOK 256 PAGE 654

Amendment of Articles of Incorporation

The Corporation reserves the right to repeal, alter, amend or rescind any provision contained in these Articles in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation. Notwithstanding the foregoing, the provisions set forth in Articles IX, X, XI, XII, XIII, XIV, XV, XVI, XVII, XVIII, and this Article XIX of these Articles may not be repealed, altered amended or rescinded in any respect unless the same is approved by the affirmative vote of the holders of not less than two-thirds of the outstanding shares of capital stock of the Corporation entitled to vote generally in the election of directors (considered for this purpose as a single class) cast at a meeting of the stockholders called for that purpose (provided that notice of such proposed adoption, repeal, alteration, amendment or rescission is included in the notice of such meeting).

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Laws of the State of Maryland, do make these Articles, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 18 day of March, 1991.


James G. Thompson, Incorporator

3317 0651

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 256 PAGE 635

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DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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	<u>10</u>	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 late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

Code _____

ATTENTION: K. Scott Fife

MAIL TO ADDRESS: Brodley
Solberg & Kantarian
Suite 500
2301 M Street, NW
Washington, D.C.
20037

TOTAL FEES 56

☒ Check

☐ Cash

NOTE:

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Documents on 3 checks

APPROVED BY: MSK

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ARTICLES OF INCORPORATION
OF
HARBOR INVESTMENT CORPORATION

BOOK 256 PAGE 656

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 8:26 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:

\$

03185667

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
K. SCOTT FIFE
HOUSLEY, GOLDBERG & KANTARIAN, PC
2301 M STREET, N.W.
STE. 500
WASHINGTON DC 20037

18203042336

A 353685



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

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BOOK 256 PAGE 657

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

ROYAL CONSTRUCTION COMPANY

(A Close Corporation)

03-21-91 at 8:38 a.m.

ARTICLES OF INCORPORATION

FIRST: I, the undersigned, JANICE A. MONTGOMERY, whose post business address is 1203 West Street, Suite F, Annapolis, Anne Arundel County, Maryland 21401, being at least eighteen (18) years of age, do hereby declare myself as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is ROYAL CONSTRUCTION COMPANY.

THIRD: The Corporation shall be a Close corporation as authorized by Title 4, Corporations and Associations Volume, Annotated Code of Maryland.

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

To engage in the business of construction, reconstruction, remodeling and/or rehabilitation of homes and buildings of all types, including, for residential, commercial, or industrial use, and to act as a general contractor or subcontractor in its construction business, including, but not limited to, the performance of all types of carpentry, electrical, heating and cooling, painting, plumbing, and roofing services, and any other services incidental thereto.

To acquire by purchase, lease, or otherwise and to improve and develop real property. To erect dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

To acquire by purchase, lease, gift, devise, or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein, whether as principal, agent, broker, or otherwise, and to manage, operate, service, equip, furnish, alter, and keep in repair dwellings, apartment houses, hotels, office buildings, and real and personal property of every kind, nature, and description, whether as principal agent, broker, or

10808013

1991 MAR 21 A 8:38

1991 JUN 10 AM 10:27

PR

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 658

otherwise, and generally to do anything and everything necessary and proper and to the extent permitted by law in connection with the owning, managing, leasing, and operating real and personal property of any and all kinds.

To acquire by purchase, gift, lease, in conveyance or in any other manner, title to real property and personal property of any and every kind and description and to hold, sell, transfer, assign, lease, convey or otherwise alienate or deal with or otherwise turn to account every class and description of property.

To enter into make, perform, and carry out contracts of every sort and kind which may be necessary or convenient for the business of this Corporation, or business of a similar nature, with any person, corporation, private, public, or municipal, body politic under the government of the United States or any state, territory, or possession thereof, or any foreign government so far as and to the extent that the same may be done and performed by corporations organized under the Corporation Laws of this state.

To borrow or raise money without limit as to amount; to sell, create security interests in, pledge, and otherwise dispose of and realize upon book accounts and other choses in action; to make, draw, accept, endorse, execute, and issue bonds, debentures, notes, or other obligations of any nature or in any manner for money borrowed or in payment for property purchased or for any other of the objects or purposes of this Corporation, and to secure the principal thereof and the interest thereon by mortgage upon, or creation of security interests in, all or any part of the Corporation's property.

To secure payment of corporate indebtedness by executing mortgages, deeds of trust, or similar instruments with respect to all or any part of the property of the corporation, whether now owned or to be acquired in the future.

To indorse or guarantee the payment of principal of, or interest on, bonds, notes, or other evidences of indebtedness or obligations, and to guarantee the performance of any other contracts or other undertakings in which the corporation may otherwise be or become interested, of any corporation, association, partnership, firm, trustee, syndicate, individual, or governmental division or subdivision, domestic or foreign, insofar as may be permitted by law.

To enter into partnership agreements and joint ventures with any person, firm, association, or corporation engaged in carrying on any business in which the corporation is authorized to engage, or in connection with carrying out all or any of the purposes of this corporation.

To conduct and carry on its business or any branch thereof in any state or territory of the United States or in any foreign country in conformity with the laws of such state, territory, or foreign country, and to have and maintain in any state, territory, or foreign country a business office, plant, store, or other facility.

To engage in any lawful acts or activity for which the Corporation may be organized under the Corporation Laws of Maryland. The business and purposes specified in the foregoing classes shall, except as otherwise expressed, but in nowise limited or restricted by reference to, or interference from, the terms of any other clause in these Articles of Incorporation, but the business and purposes specified in each of the foregoing clauses of these Articles shall be regarded as independent business and purposes.

7317 0632

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 659

✓
FIFTH: The post office address of the principal office of the Corporation is 3235 Lake Avenue, Annapolis, Anne Arundel County, Maryland 21403.

The name and post office address of the resident agent of the Corporation in this State is DAVID GLICK, Esquire, 1203 West Street, Suite F, Annapolis, Maryland 21401. Said resident agent of the Corporation is a citizen of this State and of Anne Arundel County and actually resides therein.

SIXTH: The total amount of authorized capital stock of the Corporation is One Thousand (1,000) shares having no par value per share, all of one class. There shall be pre-emptive right of stockholders to acquire additional shares of stock of the Corporation in proportion to their holdings.

SEVENTH: After the completion of the organization meeting of the directors and the issue of one or more shares of stock of the Corporation, the Corporation shall have no board of directors. Until such time the Corporation shall have three (3) directors, whose names are JANICE A. MONTGOMERY, MICHELLE L. DONALDSON, and DAVID GLICK.

EIGHTH: The Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, subject to the restrictions of Subtitle 5, Title 4, Corporations and Associations, Volume, Annotated Code of Maryland.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18th day of March, 1991.

WITNESS [Signature]

[Signature]
JANICE A. MONTGOMERY

3317 0633


CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 660

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, to wit:

I HEREBY CERTIFY, that on this 18th day of March,
1991, before me, the subscriber, a Notary Public in and for the
State and County aforesaid, personally appeared, JANICE A.
MONTGOMERY, and acknowledged the foregoing Articles of
Incorporation to be his act and deed.

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


NOTARY PUBLIC

My Commission Expires
November 1, 1992

3317 0634

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 661

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ 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>	_____ Certified Copy <u>4p</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: <u>David Glick, 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>David Glick</u>
87		_____ Limited Part. Good Standing	<u>1203 West St.</u>
71		Financial	<u>Ste. 1</u>
600		_____ Personal	<u>Annapolis, MD. 21401</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 50

☒ Check _____ Cash

NOTE:

_____ Documents on _____ checks

APPROVED BY: smf

3217 0675

0000 0676

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ROYAL CONSTRUCTION COMPANY

BOOK 256 PAGE 662

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 8:38 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

\$

D3185642

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DAVID GLICK, ESQUIRE
1203 WEST STREET
STE. F
ANNAPOLIS

MD 21401

18203042334

A 353683



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

2717 0670

8800 0677

BOOK 256 PAGE 663

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

D.C. BROWN, INC.

APPROVED FOR RECORD

ARTICLES OF DISSOLUTION

9-18-91 at 9:24 A.M.

D.C. BROWN, INC., a Maryland corporation, hereinafter referred to as the "Corporation", hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The name of the Corporation is D.C. Brown, Inc.

SECOND: The address of the principal office of the Corporation is 7204 Prout Road, Friendship, Maryland 20758.

THIRD: The name and address of the resident agent of the Corporation who shall serve for one year after dissolution and until the affairs of the Corporation are wound up are:

Dennis C. Brown
7024 Prout Road
Friendship, Maryland 20758

FOURTH: The names and addresses of each of the directors is as follows:

Dennis C. Brown
7024 Prout Road
Friendship, Maryland 20758

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

Dennis C. Brown President	7024 Prout Road Friendship, Maryland 20758
Dennis C. Brown, Jr. Secretary	7024 Prout Road Friendship, Maryland 20758
Dennis C. Brown, Jr. Vice President	7024 Prout Road Friendship, Maryland 20758

SIXTH: The dissolution of the Corporation was approved in the manner and by the vote required by law and by the charter of the Corporation. The dissolution of the Corporation was duly

10778359

0000 067A

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 684

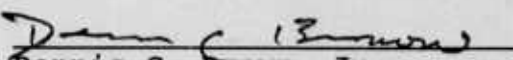
authorized by the Board of Directors and Stockholders of the
Corporation.

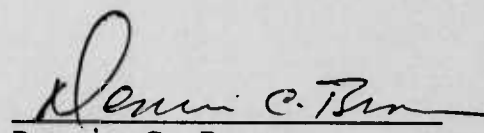
SEVENTH: The Corporation has no known creditors.

EIGHTH: The Corporation is hereby dissolved.

I, Dennis C. Brown, President of the Corporation, certify
under the penalties of perjury that to the best of my knowledge,
information and belief, the matters and facts set forth in these
Articles of Dissolution with respect to the approval thereof are
true in all material respects.

ATTEST:


Dennis C. Brown, Jr.
Secretary of Corporation


Dennis C. Brown
President of Corporation

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.



STATE OF MARYLAND

BOOK 256 PAGE 665

COMPTROLLER OF THE TREASURY

LOUIS L. GOLDSTEIN, COMPTROLLER

J. BASIL WISNER, CHIEF DEPUTY COMPTROLLER

GENERAL ACCOUNTING DIVISIONLOUIS L. GOLDSTEIN TREASURY BUILDING, P.O. BOX 746,
ANNAPOLIS, MARYLAND 21404-0746ARNOLD G. HOLZ, CPA,
DIRECTOR

Dear Sir/Madam:

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

THIS IS TO CERTIFY, That the books of the State Comptroller's
Office and of the Department of Employment Security, as reflected in
their certification to the state comptroller, show that all taxes and
charges due the state of Maryland, payable through the said offices as
of the date hereof by

D.C. BROWN, INC.

have been paid.

WITNESS my hand and official seal this

12TH day of FEBRUARY A.D. 19 91.

J. Basil Wisner
DEPUTY COMPTROLLER
COMPTROLLER OF THE TREASURY

EE17 1702

MY TELEPHONE NUMBER IS:TTY FOR THE DEAF: ANNAPOLIS AREA 974-2609
BALTIMORE AREA 383-7555

PS-409

AN EQUAL OPPORTUNITY EMPLOYER

0000 0680

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

AFFIDAVIT

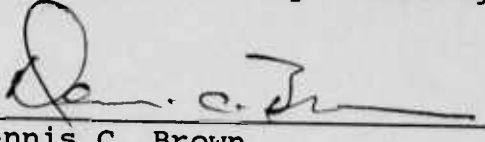
BOOK 256 PAGE 666

STATE OF MARYLAND)
COUNTY OF PRINCE GEORGE'S) SS:
)

DENNIS C. BROWN, being first duly sworn, deposes and says:


1. That I am the president of D.C. Brown, Inc., a Maryland corporation, with principal office at 7024 Prout Road, Friendship, Maryland 20758.
2. That I am competent to make this affidavit with respect to the matters herein.
3. That D.C. Brown, Inc. owned no tangible personal property at any time in 1990.
4. That D.C. Brown, Inc. owned no tangible personal property on January 1, 1991.

I solemnly affirm under the penalties of perjury that the foregoing statements are true to the best of my knowledge, information and belief.


Dennis C. Brown

State of Maryland
County of Prince George's

Subscribed and sworn to before me this 14th day
of March, 1991.


Notary Public

My Commission Expires:

SHARON TOWNSEND
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires September 11, 1994

3317 1703

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 667

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE

#D2994333

BUSINESS CODE

COUNTY

52

Merging

(Transferor)

Surviving

(Transferee)

CODE AMOUNT FEE REMITTED

10

20

61

62

63

64

65

66

52

50

51

13

56

54

53

73

20

Expedited Fee

Organ. & Capitalization

Rec. Fee (Arts. of Inc.)

Rec. Fee (Amendment)

Rec. Fee (Merger or

Consolidation)

Rec. Fee (Transfer)

Rec. Fee (Dissolution)

Rec. Fee (Revival)

Foreign Qualification

Cert. of Qual. or Reg.

Foreign Name Registration

Certified Copy

Penalty

For. Supplemental Cert.

Foreign Resolution

Certificate of Conveyance

76

75

80

83

84

85

21

22

23

31

NA

87

71

600

30

Certificate of Merger/Transfer

Special Fee

For. Limited Partnership

Cert. Limited Partnership

Amendment to Limited Partnership

Termination of Limited Partnership

Recordation Tax

State Transfer Tax

Local Transfer Tax

Corp. Good Standing

Foreign Corp. Registration

Limited Part. Good Standing

Financial

Property Reports and

late filing penalties

Change of P.O., R.A. or R.A.A.

Amend/Cancellation, For. Limited Part.

Other

Other

TOTAL

FEES

50

Check

Cash

Documents on

checks

APPROVED BY:

smz

NOTE:

3317 1704

Code

ATTENTION:

Donald B. St.

Messenger

MAIL TO ADDRESS:

Messenger & Associates

4743 Bellman Rd.

Beltville, Md

20705

0000 0682

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF DISSOLUTION
OF
D.C. BROWN, INC.

BOOK 256 PAGE 668

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 18, 1991 AT 9:24 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

D2994333

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
MESSINGER & ASSOCIATES
DONALD B. W. MESSINGER
4743 SELLMAN ROAD
BELTSVILLE MD 20705

181C3042307

A 353656



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

2317 1999

0000-0687

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 669

ARTICLES OF REVIVAL STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION
FOR

APPROVED FOR RECORD

3-20-91 at 11:00 a.m.

INTEX INCORPORATED

(Insert exact name of corporation as it appears on records of the State
Department of Assessments and Taxation)

FIRST: The name of the corporation at the time the charter was forfeited was

INTEX INCORPORATED

SECOND: The name which the corporation will use after revival is

INTEX INCORPORATED

THIRD: The address of the principal office in this state is

619 SEVERN AVENUE SUITE 203

ANNAPOLIS MD 21403

FOURTH: The name and address of the resident agent is

Roy J. Ricci #2D

1016 Tallwood Road

Annapolis MD 21403

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

SIXTH: At or prior to the filing of these Articles of Revival, the corporation has (a) Paid all fees required by law; (b) Filed all annual reports which should have been filed by the corporation if its charter had not been forfeited; (c) Paid all state and local taxes, except taxes on real estate, and all interest and penalties due by the corporation or which would have become due if the charter had not been forfeited whether or not barred by limitations.

(1)

10808045 0004

0000-0684

1991 JUN 10 AM 10:27

BOOK 253 PAGE 671

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Roy J. Ricci President of Intex Incorporated
(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 have become due if the charter had not been forfeited whether or not barred by limitations.

Roy J. Ricci
(print name beneath signature)
Roy J. Ricci

I hereby certify that on 19 of March, 1971 before me the
(insert date)

subscriber, a notary public of the States of Maryland, in and for Prince Georges County (insert name)

Roy J. Ricci personally appeared
of county for which notary is appointed (insert name)

Roy J. Ricci and made oath under the penalties of perjury that
of person swearing

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

As witness my hand and notarial seal

Ella A. Lewis
(signature of notary public)
ELLA A. LEWIS
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires June 7, 1994
My Commission expires

3316 0006

0000 0685

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 672



THE PRINCE GEORGE'S COUNTY GOVERNMENT

Office of Finance
Treasury Division
(301-952-3868)




March 19, 1991

State Department of Assessments
and Taxation
301 West Preston Street
Baltimore, Maryland 21201

Dear Sirs:

This is to certify that the Prince George's County levy
books indicate that the Personal Property taxes which have been
levied against Intex, Inc; have been paid through June 30, 1991.

Very truly yours,


Porter W. Venn
Assistant Director

PWV:dam

14741 Gov. Oden Bowie Drive, Room 1090, Upper Marlboro, MD 20772

3316 0007

0000 0686

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 670

(Use A for signatures. If that procedure is unavailable, use B. If A & B are not available, use C. ONLY SIGN UNDER ONE SECTION.)

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

Terence J. McGurn
Last Acting President/Vice President
Terence J. McGurn, VP

Roy J. Ricci
Last Acting Secretary/Treasurer
Roy J. Ricci, Treasurer

(Use if A cannot be signed/acknowledged)

B. The last acting president, vice president, secretary, and treasurer are unwilling or unable to sign and acknowledge these Articles; therefore, the undersigned who represent the lessor of a majority or 3 of the last acting directors of the corporation severally acknowledge the Articles to be their act.

Last Acting Director

Last Acting Director

Last Acting Director

(Use if A and B cannot be signed/acknowledged)

C. The last acting president, vice president, secretary, and treasurer of the corporation are unable or unwilling to sign the Articles. There are less than the required number of directors able and willing to sign the Articles, therefore, the undersigned who were elected as directors for the purpose of reviving the charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

Director

(2)

0000 0687

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 673

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 18 BUSINESS CODE 63 COUNTY 52

D0745638 P.A. Religious Close Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10	_____	Expedited Fee	_____
20	_____	Organ. & Capitalization	_____
61	_____	Rec. Fee (Arts. of Inc.)	_____
62	_____	Rec. Fee (Amendment)	_____
63	_____	Rec. Fee (Merger or Consolidation)	_____
64	_____	Rec. Fee (Transfer)	_____
65	_____	Rec. Fee (Dissolution)	_____
66	<u>20</u>	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	<u>30</u>	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 late filing penalties	_____
70	_____	Change of P.O., R.A. or R.A.A.	_____
91	_____	Amend/Cancellation, For. Limited Part.	_____
_____	_____	Other	_____
_____	_____	Other	_____

☒ 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: _____

Roy J. Ricca #20
1016 Tallwood Rd
Annap Md 21403

TOTAL FEES 50

Check _____ Cash _____

Documents on _____ checks

APPROVED BY: [Signature]

NOTE: He turned in
his personal
prop. returns
yesterday!

0000 0688

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF REVIVAL
OF
INTEX INCORPORATED

BOOK 256 PAGE 674

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 11:00 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ 30.00

00745638

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
ROY J. RICCI, II
1016 TALLWOOD ROAD
ANNAPOLIS

MD 21403

181C3042301

A 353651



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

7316 0003

0000 0689

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 675

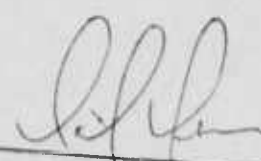
RESOLUTION OF THE BOARD OF DIRECTORS OF
WILLIAMSBURG HOME EQUITY CORPORATION

RESOLVED, That David Dean, President of the Corporation, be authorized and directed to change the address of the Resident Agent of Williamsburg Home Equity Corporation to:

✓
David Dean
Suite 122
8125-P Ritchie Hwy.
Pasadena, Md. 21122

I, David Dean, do hereby certify that I am the duly elected and qualified Secretary and keeper of the records and corporate seal of Williamsburg Home Equity Corporation, a corporation organized and existing under the laws of the State of Delaware, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the Bylaws of said Corporation and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 19th day of March, 1991.


Secretary

1591 JUN 10 AM 10:27
SR
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-20-91 at 11:08 AM

10808048

0000 0690

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 676

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 265 BUSINESS CODE _____ COUNTY 52
D2129203 P.A. _____ Religious _____ Close _____ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>30</u>	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		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		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>DAVID E. Dean</u>
71		Financial	<u>Suite 122</u>
600		Property Reports and late filing penalties	<u>8125-P Ritchie Hwy.</u>
70	<u>10</u>	Change of P.O., R.A. or R.A.A.	<u>Pasadena, MD</u>
91		Amend/Cancellation, For. Limited Part.	<u>21122</u>
		Other	
		Other	

TOTAL FEES 40

Check _____ Cash _____

Documents on _____ checks

APPROVED BY: smh

NOTE:

3317 1662

0000 0691

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
WILLIAMSBURG HOME EQUITY CORPORATION

BOOK 256 P. 677

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 11:08 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$

RECORDING
FEE PAID:

\$ 10.00

SPECIAL
FEE PAID:

\$

02129203

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DAVID E. DEAN
STE. 122, 8125-P RITCHIE HIGHWAY
PASADENA MD 21122

18103042297

A 353649



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

7317 1650

8800 0692

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 678

HILLSMERE SHORES IMPROVEMENT ASSOCIATION INCORPORATED

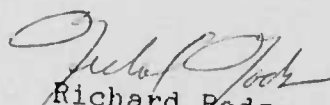
P.O. BOX 3485
ANNAPOLIS, MD 21403
(301) 263-4456

The Board of Directors of Hillsmere Shores Improvement Association Incorporated, a corporation organized in Maryland on January 2, 1991 duly approved a resolution as follows.

RESOLVED: That the resident agent of the corporation is changed to Mr. Wes Strotman. His address is 108 East Bayview Drive, Annapolis, MD. 21403.

I, Richard Rodgers, Secretary, certify under the penalties of perjury that to the best of knowledge, information and belief the forgoing resolution is true in all material respects.

PR


Richard Rodgers
Secretary
HSIA

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

3/18/91 at 9:28 P.M.

10778252

1991 MAR 18 A 9 28

3717 1722

0000 0682

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 679

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE _____

BUSINESS CODE _____

COUNTY 52

D0082826

P.A. _____ Religious _____ Class _____ Stock _____ Nonstock _____

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
20 _____ Organ. & Capitalization
61 _____ 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

ATTENTION: _____

MAIL TO ADDRESS: Hillbome

Shaw-Walker Assoc. Inc.

503 of 3405

Annapolis, Md 21403

70 _____ \$10.00 Property Reports and
late filing penalties
91 _____ Change of P.O., R.A. or R.A.A.
Amend/Cancellation, For. Limited Part.
Other _____
Other _____

TOTAL

FEES \$10.00

1 Check _____ Cash

NOTE:

7317 1323

1 Documents on 1 checks

APPROVED BY: RMC

0000 0694

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

CHANGE OF RESIDENT AGENT AND RESIDENT AGENTS ADDRESS
OF
HILLSMERE SHORES IMPROVEMENT ASSOCIATION,
INCORPORATED

BOOK 256 PAGE 680

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 18, 1991 AT 9:28 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 10.00

\$

D0082826

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
HILLSMERE SHORE IMPROVEMENT
ASSOCIATION, INC.
P. O. BOX 3485
ANNAPOLIS

MD 21403

181C3042247

A 353606



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

7717 1721

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

BOOK 256 PAGE 681

APPROVED FOR RECORD

3/21/91 at 1:26 .m.

ARTICLES OF INCORPORATION
OF
PROVISIONS OF ANNAPOLIS, LIMITED

FIRST: The undersigned, Charles Carter Hall, whose post office address is 14519 Elm Street, Upper Marlboro, Maryland 20772, a resident of the State of Maryland, over eighteen (18) years of age, does hereby constitute himself as incorporator for the purpose of forming a corporation under and by virtue of the General Laws of the State of Maryland.

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

PROVISIONS OF ANNAPOLIS, LIMITED

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

1. To engage in retail sales of food and beverages.
2. To acquire purchase or otherwise, won, hold, buy, sell, convey, lease, mortgage, or encumber real estate or other property, personal or mixed.
3. To take, own, yield income, mortgage, or otherwise give liens against, and to lease, sell, exchange, transfer or in any manner whatsoever to dispose of real property within or without the State of Maryland wherever situate.
4. To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and to loan money and take

10818131

10818130

0000 0696

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 682

securities for the payments of all sums due the Corporation, and to sell, assign and release such securities.

5. To purchase, acquire, apply for, register, secure, hold, own, sell or otherwise obtain and dispose of any and all copy rights, trade names and distinctive marks.
6. To carry on any other business in connection with the foregoing, whether owning, operating and managing real estate or otherwise.
7. To borrow money, make, and issue bonds payable to bearer or otherwise, and to secure the same by mortgage, deed of trust or otherwise, to sell or pledge any and all securities or evidence of debt owned by the Corporation, and to carry on such business and to deal with the property and effects of this Corporation in any manner permitted by law as may seem to be calculated, directly or indirectly, to promote the object or purposes.
8. To acquire by purchase, lease or otherwise, the property, rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual, in whole or in part, and to operate the same, and to undertake, guarantee, assume the indebtedness and liabilities thereof, and to pay for any property rights, business, good will, franchises and assets so acquired in the stock, bonds or other securities or the Corporation or otherwise.
9. To carry on any other business which may seem to the Corporation to be calculated directly or indirectly, to effectuate the aforesaid objects, or any of them, to facilitate it in the transaction of its aforesaid businesses, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly to so enhance the value of its property and directly or indirectly or otherwise of its right; and to have any exercise all powers conferred by the General Laws of the State of Maryland and the Corporations and Associations Article of the Annotated Code of Maryland, upon corporations formed thereunder, and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws and said Corporations and Associations Article, now or hereafter in force; the enumeration of certain powers as herein specified, not being intended to exclude any such other powers, rights and

0000 0697

BOOK 256 PAGE 683

privileges.

10. To have one or more offices and places of business and to carry on all or any of its operations and businesses, and without restrictions or limit, as to amount or number, in any of the States, Districts, Territories, or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

The foregoing clauses shall be construed both as objectives and powers and shall be deemed to be cumulative and no one of them shall be deemed as restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by law.

FOURTH: The post office address of the principal office of the Corporation is 428 Second Street, Annapolis, Maryland 21403. The name and post office address of the Resident Agent of the Corporation in this State is James Mundy, 428 Second Street, Annapolis, Maryland 21403, an individual actually residing in this State.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is one thousand (1,000) shares of common stock all of one (1) class with no nominal or par value.

SIXTH: The number of Directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to

3317 0362

0000 0698

BOOK 256 PAGE 684

the By-Laws of the Corporation; and the name of the Director who shall act until the first annual meeting or until his successors are duly chosen and qualify is:

JAMES MUNDY

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:

- a. The Board of Directors of the Corporation is hereby empowered to authorize, from time to time, the issuance of shares of the Common Stock of the Corporation, of no par value for such consideration as the Board of Directors may deem advisable, provided that when the consideration is than money, the Board of Directors shall state by resolution its opinion of the actual value thereof. The Board of Directors shall have full power and authority to determine, from time to time, what part of the consideration received upon the issue of Common Stock, without par value, shall constitute capital and what part surplus.
- b. No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors and/or Officers of this Corporation is or are interested in, or is a director or officer, or are directors or officers of any such other corporation, and any director or directors, officer or officers, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested; and no contract, act or transaction of this Corporation with any person or persons, firm, association, or corporation, shall be affected or invalidated by the fact that any director or directors, officer or officers of this Corporation is a party, or are parties to, or interested in such contract, act or transaction, or in any way connected with such person or persons, firm, association or corporation and each and every person who is or may become a director and/or

1317 0363

0000 0699

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

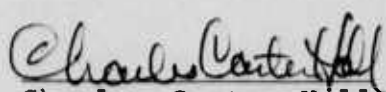
BOOK 256 PAGE 685

officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anyway interested.

- c. Agreements may be entered into by any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon be subject to such agreement and transferrable only upon proof of compliance therewith; provided, however, such agreement be filed with the Corporation, and reference thereto be placed upon the Certificate of Stock.
- d. The Board of Directors shall have the power from time to time, to fix, to determine, and to vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, if any, or the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the Stockholder.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 21st day of March, 1991, and I acknowledge the same to be my act.



Charles Carter Hall
14519 Elm Street
Upper Marlboro, Maryland 20772
(301) 627-3303

3317 0364

0000 0700

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 255 PAGE 686

AFFIDAVIT

1. The affiant, a member of the Maryland and District of Columbia Bars, has been retained to effect the incorporation of "Provisions of Annapolis, Inc.", "Provisions of Annapolis, Ltd.", or similar.

2. That Richard Lesh is the President and resident agent of "Provisions, Inc.", a Maryland corporation.

3. That the affiant has communicated with Richard Lesh on numerous occasions; Mr. Lesh consents to the use of the name "Provisions of Annapolis, Inc.", "Provisions of Annapolis, Ltd.", or similar in the anticipated incorporation, as evidenced by his letter of consent attached hereto.

4. I SWEAR AND AFFIRM under the penalties of perjury that the matters and facts contained in the foregoing are true, accurate and correct to the best of my knowledge, information and belief.




Charles Carter Hall
14519 Elm Street
Upper Marlboro, Maryland 20772
(301) 627-3303

STATE OF MARYLAND, COUNTY OF PRINCE GEORGE'S

I HEREBY CERTIFY that on this 20th day of March, 1991, before the undersigned, a notary public for the state and county aforesaid, personally appeared Charles Carter Hall, known to me to be the person(s) whose name(s) are subscribed to the within instrument, and did acknowledge that he/she/they executed the same for the purposes therein contained and signed the same in my presence.

IN WITNESS whereof, I hereunto set my hand and official seal



Patricia Quintero Hall
Notary Public, Maryland

My Commission Expires January 24, 1994.

consent

3317 0765

0000 0701

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 687

March 18, 1991

Charles Carter Hall
Attorney At Law
14519 Elm Street
Upper Marlboro, Md 20772

Subject: Provisions of Annapolis, Inc.

Dear Mr. Hall,

Per your letter dated February 15, 1991, I Richard Lesh am writing to confirm that I do not have any objection to your clients incorporating under the name Provisions of Annapolis, Inc. I appreciate your contacting me and wish them success in their business. If you have any questions or concerns feel free to contact me.

Sincerely,

Richard Lesh
Richard Lesh

consent

3317 0366

0000 0702

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 688

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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

Merging (Transferor) _____ Surviving (Transferee) _____

CODE AMOUNT FEE REMITTED

10 30 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:

Charles Carter Hall
14519 Elm St.
Upper Marlboro, MD
20772

TOTAL FEES 70

☒ Check _____ Cash

1 Documents on 2 checks

NOTE:

consent

APPROVED BY: PCM

0000 0703

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
PROVISIONS OF ANNAPOLIS, LIMITED

BOOK 256 PAGE 689

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 1:26 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:

\$

D3185576

TO THE CLERK OF THE COURT OF ANNE ARUNDEL 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:
CHARLES CARTER HALL
14519 ELM STREET
UPPER MARLBORO MD 20772

181C3042237

A 353597



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

3317 0359

0000 0704

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 690

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

INTERNATIONAL VENTURES CORPORATION

ARTICLES OF INCORPORATION

APPROVED FOR RECORD
3/21/91 at 9:26 .m.

FIRST: We, the undersigned, David J. Saunders and George L. Barbee, whose post office address is 1411 Oakdale Road, Glen Burnie, Maryland 21060, being natural persons of the age of twenty-one years or more, acting as incorporators of a For Profit (NonStock) Corporation, do hereby form a corporation under the general laws of the State of Maryland.

SECOND: The name of the corporation, which is hereinafter called the Corporation, is INTERNATIONAL VENTURES CORPORATION. Furthermore, INTERNATIONAL VENTURES CORPORATION will use the trade name of INVENCO.

THIRD: Purpose for which the Corporation is formed follows:

- a. The Corporation is a privately held for profit enterprise which is directly interested in engaging in activities which provide management consultant services, diversified management analysis functions, real estate and/or relocation/homefinding services, and to conduct contractual negotiations between private enterprises and the various federal, state, county and local governmental bodies and international business and governmental bodies.
- b. The Corporation will generally work closely with and promote, particularly through federal and state funding activities, affordable, economic, and convenient housing (shelter) support and related services to the various segments of the civilian and military populations.
- c. The Corporation will serve and function as a management consultant organization to enhance the quality of life and services provided to the various segments of the American and world population.
- d. The Corporation will perform transactions of all lawful business for which Corporation is incorporated under the acceptable laws governing incorporation transactions and will have specialty fields in:

- (1) Property Management -
 - Elderly Housing.
 - Retirement Communities.
 - Multi-Family Housing.
 - Hotel/Motel Management.
 - Industrial & Land Management.
 - Mobile Home Parks.
 - Commercial Property.

PR

RECEIVED

'91 MAR 21 AM 9 26

STATE DEPT. OF
ASSESSMENTS & TAXATION

1991 JUN 10 AM 10:27

Page 1 of 3 0730

10818123

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 691

ARTICLES OF INCORPORATION (Continued) - Page 2 of 3 Pages

- (2) General and Diversified Consulting -
- Architectural & Engineering.
- Construction.
- Marketing Sales/Properties.
- (3) Accounting, Auditing, Financial Services.
- (4) Geographic Dispersion of Portfolio Analysis.
- (5) Third Party Construction Management.
- (6) Management and Feasibility Studies.
- (7) Public-Private Venture Initiatives.
- (8) Real Estate Consulting Services.
- (9) Relocation/Homefinding Assistance Services.
- (10) International Business Ventures.

FOURTH: The post office address of the principal office of the Corporation is 1411 Oakdale Road, Glen Burnie, Maryland 21060. The name and post office address of the Corporation Resident Agent in Maryland is Linda G. Barbee, 1411 Oakdale Road, Glen Burnie, Maryland 21060. ✓

FIFTH: The Corporation shall not be authorized to issue capital stock.

SIXTH: The number of directors of the Corporation shall be three (3) of which the number may be increased or decreased pursuant to the By-Laws/Charter of the Corporation, but shall never be less than two (2). The number of directors constituting the Initial Board of Directors of the Corporation is three (3), and the names and address, including street and number and zip code of the persons who are to serve as directors until the first annual meeting or until their successors are elected and shall qualify are:

Linda G. Barbee
George L. Barbee
David J. Saunders

1411 Oakdale Road
Glen Burnie, MD 21060
1411 Oakdale Road
Glen Burnie, MD 21060
8602 Powhatan Street
New Carrollton, MD 20784

Page 2 of 3 3317 0731

0000 0706

INTERNATIONAL VENTURES CORPORATION

BOOK 256 PAGE 692

ARTICLES OF INCORPORATION (Continued) - Page 3 of 3 Pages

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

a. Provisions for the regulation and management of the ongoing internal affairs of the Corporation shall be assigned for in the By-Laws/Charter of the Corporation.

b. Provisions for the policies, procedures, practices, and regulatory requirements of the Corporation, Board of Directors, the Incorporating Board of Directors, and the Business Plan, shall be assigned for in the By-Laws/Charter of the Corporation.

c. Upon the dissolution of the Corporation, as agreed upon by vote of the Incorporating Board of Directors or with the winding up of its business affairs, the assets of the Corporation shall, after paying or making provisions for payment of all the liabilities of the Corporation, be distributed exclusively and equally to the two Owners of the Corporation.

d. The names of the two Owners of the Corporation and Incorporating Board of Directors of which each shall have equal ownership of the Corporation are:

George L. Barbee

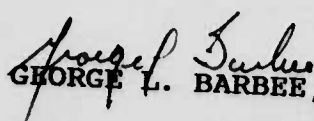
David J. Saunders

e. The Corporation will not generate capital stock.

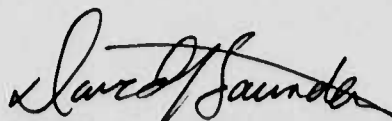
f. The fiscal year-end shall be 30 September.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we, as Incorporating Board of Directors, hereunto set our hand, below, on this 20th day of March 1991, A.D., at Glen Burnie, Maryland, and in so doing, verify that the statements herein contained are factual and true and severally acknowledge the same to be our act:



GEORGE L. BARBEE, Incorporator



DAVID J. SAUNDERS, Incorporator

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 258 PAGE 693

DOCUMENT CODE

028

BUSINESS CODE

04

COUNTY

52

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

Merging
(Transferor)

Surviving
(Transferee)

CODE AMOUNT FEE REMITTED

10 30 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:

Linda Barbee
1411 Oakdale Rd
Glen Burnie Md
21061

TOTAL
FEES

70

Check

Cash

NOTE:

Documents on checks

APPROVED BY:

PM

3317 0333

0000 0708

CLERK'S NOTATION

Document submitted for record in a condition not permitting satisfactory photographic reproduction.

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
INTERNATIONAL VENTURES CORPORATION BOOK 256 PAGE 694

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 9:26 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

\$

03185527

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LINDA G. BARBEE
1411 OAKDALE ROAD
GLEN BURNIE MD 21060

181C3042232

A 353592



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

7317 0329

0000 0709

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

FORM 256 695

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

A CLOSE CORPORATION

32191 at 2:50 .m.

ARTICLES OF INCORPORATION

OF

R.T. JOHNSON CONSTRUCTION CO., INC.

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, JACOB B. DAVIS, whose post office address is 7439 Baltimore-Annapolis Boulevard, Post Office Box 849, Glen Burnie, Maryland 21060-2849, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

R.T. Johnson Construction Co., Inc.

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

FOURTH: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, within the State of Maryland, or elsewhere, are as follows:

(a) To act as a general contractor and to engage in all facets of the construction business.

(b) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interests of the Corporation or which shall be conducive to or expedient for the protection or benefit of the Corporation.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, to limit or restrict any other purpose, object or business, or to limit or restrict any of the powers of the Corporation, and the said Corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations.

1081841209

0000 0710

BOOK 256 - 696

FIFTH: The post office address of the principal office of the Corporation in this State is 7618 3rd Street, Pasadena, Maryland 21122. The Resident Agent of the Corporation is Deborah A. Johnson, whose post office address is 7618 3rd Street, Pasadena, Maryland 21122. Said Resident Agent is a citizen of the State of Maryland and actually resides therein. ✓

SIXTH: The Corporation shall have one (1) Director, Deborah A. Johnson, who shall act as such until such time as the First and Organizational Meeting of the Director and the issuance of one or more shares of stock of the Corporation have been completed. After such time the Corporation shall have no Board of Directors.

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

EIGHTH: In carrying on its business, or for the purpose of attaining or furthering any of its objects, the Corporation shall have all of the rights, powers and privileges granted to corporations by the laws of the State of Maryland, and the power to do any and all acts and things which a natural person or partnership could do and which may now or hereafter be authorized by law, either alone or in partnership or conjunction with others. In furtherance and not in limitation of the powers conferred by statute, the powers of the Corporation and Stockholders shall include the following.

(a) Any Stockholder individually, or any firm of which any Stockholder may be a member, or any corporation or association of which any Stockholder may be an officer or director or in which any Stockholder may be interested as the holder of any amount of its capital stock or otherwise, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a Stockholder, or firm of which a Stockholder is a member, or a corporation or association of which a Stockholder is an officer or director or in which a Stockholder is interested as the holder of any amount of its capital stock or otherwise, such fact shall be disclosed or shall have been known to the Stockholders or a majority thereof. Any Stockholder of the Corporation who is also a director or officer of or interested in such other corporation or association, or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any

BOOK 256 PAGE 697

meeting of the Stockholders of the 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 association or were not so interested or were not a member of a firm so interested.

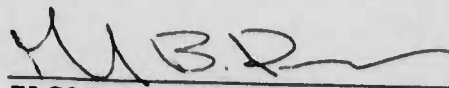
(b) The Corporation reserves the right, from time to time, to make any amendment of its Charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its Charter, of any outstanding stock.

(c) Except as otherwise provided in this Charter or by the By-Laws of the Corporation, as from time to time amended, the business of the Corporation shall be managed by its Stockholders, who shall have and may exercise all the powers of the Corporation.

NINTH: The officers of the Corporation while serving in such capacity are limited from liability for money damages to the Corporation and to the Corporation's stockholders to the maximum extent permitted under and except as otherwise provided in Section 2-405.2 of the Corporations and Associations Article of the Annotated Code of Maryland.

TENTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit or proceeding to which he was made a party by reason of his serving or having served the Corporation, or any other entity at the request of the Corporation, in any capacity, while an officer of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be provided for any employee or agent of the Corporation, unless the Stockholders shall, in their discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 20th day of March, 1991.


JACOB B. DAVIS

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 608

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious ☒ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10	<u>59</u>	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
13	<u>9</u>	<u>1</u> Certified Copy <u>3</u>	_____ and Resident Agent's Address
56		Penalty	_____ Other Change
54		For. Supplemental Cert.	
53		Foreign Resolution	
73		Certificate of Conveyance	
76		Certificate of Merger/Transfer	
75		Special Fee	Code _____
80		For. Limited Partnership	ATTENTION: _____
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 <u>A 98659</u>	
31	<u>6</u>	Corp. Good Standing	MAIL TO ADDRESS: _____
NA		Foreign Corp. Registration	<u>Deborah Johnson</u>
87		Limited Part. Good Standing	<u>2618 - 3rd ST.</u>
71		Financial	<u>Pasadena Md</u>
600		_____ Personal	<u>21122</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 114

☒ Check _____ Cash

Documents on _____ checks

APPROVED BY: PCM

CERTIFIED
NOTE: COPY MADE

3317 0312

0000 0717

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 699

ARTICLES OF INCORPORATION
OF
R.T. JOHNSON CONSTRUCTION CO., INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 2:50 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

\$

03185485

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
DEBORAH A. JOHNSON
7618 3RD STREET
PASADENA

MD 21122

181C3042228

A 353589



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

3717 0308

RR00 07.14

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 700

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

Broadneck Plumbing, Inc. APPROVED FOR PAYMENT

ARTICLES OF INCORPORATION 03-21-91 at 8:58A.m.

FIRST: The Undersigned names (addresses included) being at least eighteen years of age, do hereby form a corporation under the general laws of the State Of Maryland.

David Owens
955 Highpoint Drive
Annapolis, Maryland 21401

Terry Scott
303 Broadwater Road
Arnold, Maryland 21012

SECOND: The name of the corporation (which is hereinafter called the Corporation) is Broadneck Plumbing, Inc.

THIRD: The purpose for which the Corporation is formed is as follows: to provide a full range of plumbing services.

FOURTH: The Post Office address of the principal office of the Corporation in Maryland is:

955 Highpoint Drive
Annapolis in Anne Arundel County
Maryland 21401

The name and Post Office address of the resident agent of the Corporation in Maryland is:

David Owens
955 Highpoint Drive
Annapolis in Anne Arundel County
Maryland, 21401

FIFTH: The total number of shares of the stock which the Corporation has the authority to issue is 300 shares of the par value of \$20.00 a share, all of one class and having an aggregate par value of \$6,000.00.

SIXTH: The number of directors of the Corporation shall be two (2) which number may be increased or decreased pursuant to the by-laws of the Corporation, and so long as there are less than two (2) stockholders, the number of directors may be less than two (2) but not less than the number of stockholders and the names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are: David Owens and Terry Scott.

10808235

7317 0296

0000 0715

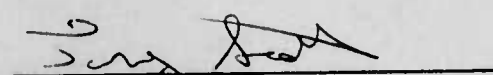
BOOK 256 PAGE 701

SEVENTH: There are no special lawful provisions added to these articles of incorporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles Of Incorporation on March 1, 1990 and severally acknowledge the same to be our act.


David Owens


Terry Scott

2317 0297

0000 0714

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 702

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 02^{MA} BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock _____

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	
10		Expedited Fee	Name Change
20	<u>20</u>	Organ. & Capitalization	(New Name) _____
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		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: _____
87		_____ Limited Part. Good Standing	<u>Broadneck Plumbing, Inc.</u>
71		Financial	<u>955 Highpoint Dr.</u>
600		_____ Personal	<u>Annapolis, Md. 21401</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 40

☒ Check _____ Cash

NOTE:

3317 0298

Documents on _____ checks

APPROVED BY: DMJ

0000 0717

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
BROADNECK PLUMBING, INC.

BOOK 256 PAGE 703

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 21, 1991 AT 8:58 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:

\$

D3185469

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BROADNECK PLUMBING, INC.
955 HIGHPOINT DRIVE
ANNAPOLIS MD 21401

18103042226

A 353587



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

3317 0295

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

256 704 M
ARTICLES OF INCORPORATION
OF
ALL GYMS INC.
(A CLOSE CORPORATION) 3-20-91 at 8:37 A.M.
APPROVED FOR RECORD
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

I, the undersigned, KENNETH ROGER NORLIN, whose post office address is 623 Dunberry Drive, Arnold, Maryland, 21012, and being at least eighteen (18) years of age, do hereby associate myself as incorporator with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

ARTICLE I

NAME

The name of the Corporation, hereinafter called the Corporation is:

ALL GYMS INC.

ARTICLE II

PURPOSES

The general nature of its business, and the purposes for which the Corporation is formed, are as follows:

FIRST: To engage in the business of sale, service, and installation of gymnasium, weight, and aerobic equipment, and all other other types of merchandise, products, equipment and supplies; and to perform all and necessary proper related services and activities in connection therewith; and to engage in any other lawful transaction and/or activity.

SECOND: To purchase, lease and otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible and intangible, and mixed, both in this State and in any part of the world.

THIRD: 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.

10798092

1991 MAR 20 A 8:37

0000 0714

PR

1991 JUN 10 AM 10:27

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLE III

POWERS

256 705

The Corporation shall have the power and authority to do and perform any and all acts intended to carry out or facilitate the purposes and businesses above-mentioned, and to carry on any other business which may be deemed by the Corporation to effectuate or facilitate, directly or indirectly, the transaction of the aforesaid objects, purposes, or businesses, or to enhance the value of the corporate property, business or rights.

ARTICLE IV

A CLOSE CORPORATION

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

ARTICLE V

ADDRESS AND RESIDENT AGENT

✓ The post office address and the principal office on the Corporation is 623 Dunberry Drive; Arnold, Maryland 21012. The resident agent of the Corporation, as stated, is Kenneth Roger Norlin, whose post office address is 623 Dunberry Drive, Arnold, Maryland 21012, and he is an individual actually residing in this State.

ARTICLE VI

STOCK

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.

ARTICLE VII

DIRECTORS

The number of Directors shall be one (1), which number may be increased or decreased, pursuant to the By-Laws of the

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 255 PAGE 707

DOCUMENT CODE 02 BUSINESS CODE 03 COUNTY 52

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 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

ATTENTION: Christopher J. Beard

MAIL TO ADDRESS: Beard and Mulieri
170 West Street
Post Office Box 2271
Annapolis, Md
21404

TOTAL FEES 40

Check Cash

NOTE:

Documents on checks

APPROVED BY: [Signature]

0000 0721

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
ALL GYMS INC.

BOOK 256 PAGE 708

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 8:37 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:

\$

D3184744

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CHRISTOPHER L. BEARD
BEARD & MULIERI
170 WEST STREET
P. O. BOX 2271
ANNAPOLIS

MD 21404

181C3042154

A 353526



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO 318 0234

0000 0722

256 709

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

3-20-91 at 8:45 A.M.

ARTICLES OF INCORPORATION

OF

P. E. McMANUS ASSOCIATES, INC.

1991 MAR 20 A 8:45

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, Charles J. Kristie whose address is 811 Ritchie Highway, Suite 12, Severna Park, Maryland 21146, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Maryland.

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

P. E. McMANUS ASSOCIATES, INC.

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

(a) To provide consulting and public relations services.

(b) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interests of the Corporation, or which shall be conducive to or expedient for the protection or benefit of the Corporation.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business authorized or permitted by law.

✓ FOURTH: The address of the principal office of the Corporation in this state is 811 Ritchie Highway, Suite 12, Severna Park, MD 21146.

FIFTH: The Resident Agent of the Corporation is Charles Kristie, whose address is 811 Ritchie Highway, Suite 12, Severna Park, Maryland 21146. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

10798101

3718 0225

0000 0727

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 710

SIXTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock of \$1.00 par value per share.

SEVENTH: The number of Directors of the Corporation shall be five (5), which number may be increased or decreased in accordance with the By-Laws of the Corporation but shall never be less than the minimum number required by the provisions of the General Corporation Law of the State of Maryland. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Paul E. McManus
Karen W. McManus
Paige McManus
Phillip J. McManus
Erin McManus

EIGHTH: In carrying on its business or for the purpose of attaining or furthering any of its objects the Corporation shall have all of the rights, powers, and privileges granted to corporations by the laws of the State of Maryland and the power to do any and all acts and things which a natural person or partnership could do and which may now or hereafter be authorized by law, either alone or in partnership or conjunction with others. In furtherance and not in limitation of the powers conferred by law, the powers of the Corporation and of the Directors and Stockholders shall include the following:

(a) The Corporation reserves the right from time to time to make any amendment of its Charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its Charter, of any outstanding stock.

(b) Except as otherwise provided in this Charter or by the By-Laws of the Corporation, as from time to time amended, the business of the Corporation shall be managed under the direction of its Board of Directors, which shall have and may exercise all of the powers of the Corporation except such as are by law or this Charter or the By-Laws conferred upon or reserved to the Stockholders. Additionally, the Board of Directors of the Corporation is hereby specifically authorized and empowered from time to time in its discretion:

3315-2777
3315-0226

0000-0724

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 711

(1) To authorize the issuance or sale from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible in shares of its stock of any class or classes, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-Laws of the Corporation.

(2) By articles supplementary to this Chapter, to classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

NINTH: No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

TENTH: Notwithstanding any provision of law permitting or requiring any action to be taken or authorized by the affirmative vote of the holders of a great number of votes, such action shall be effective and valid only if taken or authorized by the affirmative vote of Stockholders holding a majority of all the votes entitled to be cast thereon.

ELEVENTH: Except as the By-Laws may otherwise provide, the Corporation shall indemnify any person against reasonable expenses to the extent that he has been successful in defense of any action, suit, or proceeding to which he was made a party by reason of his serving or having served either the Corporation, in any capacity, while an officer or Director of the Corporation. Except as the By-Laws may otherwise provide, no other indemnification shall be provided for any officer or Director and no indemnification shall be provided for any employee or agent of the Corporation or any other entity unless the Board of Directors shall, in its discretion, subject to the By-Laws, so direct.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act on this 19th day of March 1991.

Charles J. Kristie
Charles J. Kristie 3316-2779

3318 0227

0000 0725

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201
BOOK 256 PAGE 712

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 028 BUSINESS CODE 03 COUNTY 52
_____ P.A. _____ Religious _____ Close ☒ Stock _____ Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
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)	_____ 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	<u>Charles J. Kristic</u>
85		Termination of Limited Partnership	
21		Recordation Tax	
22		State Transfer Tax	
23		Local Transfer Tax	
31		_____ Corp. Good Standing	MAIL TO ADDRESS: <u>Baltimore</u>
NA		Foreign Corp. Registration	<u>Capital Planning, Inc.</u>
87		_____ Limited Part. Good Standing	<u>811 Ritchie Highway</u>
71		Financial	<u>Silverna Park, Md</u>
600		_____ Personal	<u>21146</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 40
_____ Check _____ Cash
_____ Documents on _____ checks

APPROVED BY: mw

0000 0724

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF INCORPORATION
OF
P. E. MCMANUS ASSOCIATES

BOOK 256 PAGE 713

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 20, 1991 AT 8:45 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:

\$

D3184728

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CHARLES J. KRISTIE
BALANCED CAPITAL PLANNING, INC. - 201 715
811 RITCHIE HWY.
SEVERNA PARK MD 21146

181C3042152

A 353524



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

~~3315 2775~~
3318 0824

7700 0727

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

JOSEPH B. MILZMAN, D.D.S., P.A.

A CLOSE CORPORATION

BOOK 256 PAGE 714

CERTIFICATE

OF

CORPORATE RESOLUTIONS

RECEIVED
91 MAR 12 PM 3:03
STATE DEPT. OF
ASSESSMENTS & TAXATION

I, JOSEPH B. MILZMAN, the Undersigned, and selected, qualified and acting President of JOSEPH B. MILZMAN, D.D.S., P.A., a Maryland close corporation, do hereby certify that (a) in an informal action of the Board of Directors of the said Corporation dated the ____ day of _____, 1991, the following resolutions were unanimously adopted and recorded in the minute book of said Corporation, (b) such resolutions are in accord with and pursuant to the Articles of Incorporation, Charter and By-Laws of said Corporation, and (c) such resolutions are now in full force and effect and have not been revoked or amended in any manner:

RESOLVED: That the principal office of the Corporation be and it is hereby changed from 4302 St. Barnabas Road, Marlow Heights, Maryland 20031, to 2568A Riva Road, Annapolis, Maryland 21401.

FURTHER RESOLVED: That the address of the resident agent of the Corporation in the State of Maryland, Joseph B. Milzman, be and is hereby changed from 4302 St. Barnabas Road, Marlow Heights, Maryland 20031, to 2568A Riva Road, Annapolis, Maryland 21401.

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

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

10728232

3715 2469

APPROVED FOR PAYMENT

3/12/91 at 303 P.m.

0000 0728

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 745

IN WITNESS WHEREOF, I have hereunto set my signature and the
seal of the Corporation as of this 5th day of March,
1991.

Joseph B. Milzman (SEAL)
Joseph B. Milzman
President

3729V/149

2

3716 2470

0000 0729

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 716

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE _____

BUSINESS CODE _____

COUNTY 52

D 047/375 P.A. Religious Class Stock Nonstock

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
20 _____ Organ. & Capitalization
61 _____ 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 040

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

ATTENTION: Jacob Greenfield

MAIL TO ADDRESS: _____

TOTAL
FEES \$10.00

1 Check Cash

NOTE:

1 Documents on 1 checks

APPROVED BY: RMC

0000 0730

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 717

CHANGE OF RESIDENT AGENTS ADDRESS AND PRINCIPAL OFFICE
OF
JOSEPH B. MILZMAN, D.D.S., P.A.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 12, 1991 AT 3:03 O'CLOCK P.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

\$

\$ 10.00

\$

D0471375

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
LEVIN AND GANN, P.A.
JACKIE GREENFIELD
900 MERCANTILE BANK-TRUST BLDG.
TWO HOPKINS PLAZA
BALTIMORE MD 21201

180C3042140

A 353507



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

7315 2468

0000 0771

256 718
RESOLUTIONS OF THE BOARD OF DIRECTORS
OF
BUYLAMARAMA HOLDINGS, INC.

Pursuant to a Board of Directors meeting of the Corporation on the 20th day of February, 1991, it is hereby

RESOLVED: That the principal office of the Corporation is changed from 79 West Street, Annapolis, Maryland 21401 to c/o H.H. Keller, 660 Americana Drive, Annapolis, Maryland 21403.

RESOLVED: That the resident agent of the Corporation in the State of Maryland be and is hereby changed from Jerome I. Feldman, whose address is 79 West Street, Annapolis, Maryland 21401, to Henrietta H. Keller, whose address is 660 Americana Drive, Annapolis, Maryland 21403, and who is a resident of the State of Maryland.

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

BUYLAMARAMA HOLDINGS, INC.

Alice N. Meushaw
ALICE N. MEUSHAW
Secretary

Henrietta H. Keller
HENRIETTA H. KELLER
Chairman, Board of Directors

2(BUYLAMA.RES)

10728240
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR PAYMENT

3/13/91 at 8:50 A.M.

0000 0732

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 719

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE _____ BUSINESS CODE _____ COUNTY 52

D3165115 P.A. Religious Class Stock Nonstock

Merging
(Transferor) _____

Surviving
(Transferee) _____

CODE AMOUNT FEE REMITTED

10 _____ Expedited Fee
20 _____ Organ. & Capitalization
61 _____ 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

ATTENTION: _____

MAIL TO ADDRESS: _____

Bernstein & Feldman, P.A.

79 West Street

Box 591

Annapolis, Md 21404-0591

600 _____ Property Reports and
late filing penalties
70 \$10.00 Change of P.O., R.A. or R.A.A.
91 _____ Amend/Cancellation, For. Limited Part.
____ Other
____ Other

TOTAL

FEES \$10.00

1 Check

Cash

NOTE:

1 Documents on 1 checks

3216 2454

APPROVED BY: RMC

0000 0733

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 720

CHANGE OF RESIDENT AGENT & ADDRESS AND PRINCIPAL OFFICE
OF
BUYLAMARAMA HOLDINGS, INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 13, 1991 AT 8:50 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID

RECORDING
FEE PAID

SPECIAL
FEE PAID

10.00

D3165115

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
BERNSTEIN & FELDMAN, P.A.
79 WEST STREET
P. O. BOX 591
ANNAPOLIS MD 21404 0591

180C3042135

A 353502



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

3315 2452

0000 0734

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

ARTICLES OF REVIVAL

BOOK 256 PAGE 721

FOR

LANDS END, INC.

APPROVED FOR RECORD

3-19-91

at

80001

119 Revell Hwy Annapolis MD 21401

Insert exact name of corporation as it appears on records of the States
Department of Assessments and Taxation)

FIRST: The name of the corporation at the time the charter was forfeited was
LANDS END, INC.

SECOND: The name which the corporation will use after revival is
LANDS END, INC.

THIRD: The address of the principal office in this state is

119 Revell Hwy

Annapolis MD 21401

FOURTH: The name and address of the resident agent is

Charles F. Wheatley Jr.

34 Defense St.

Annapolis MD 21401

1991 MAR -6 A 11:36

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

SIXTH: At or prior to the filing of these Articles of Revival, the corporation
as (a) Paid all fees required by law; (b) Filed all annual reports which should
have been filed by the corporation if its charter had not been forfeited; (c)
Paid all state and local taxes, except taxes on real estates, 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.

The revival fee for a stock
Corp. is \$50.00.

1991 FEB -9 A 11:13

1991 JUN 10 AM 10:28

PR

10798012

3316 2296

(1)

0000 0735

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

Use A for signatures. If that procedure is unavailable, use B. If A & B are
not available, use C. ONLY SIGN UNDER ONE SECTION.

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

722
Charles J. Wheatley
Last Acting President/Vice President
Barbara F. Wheatley
Last Acting Secretary/Treasurer

(Use if A cannot be signed/acknowledged)

The last acting president, vice president, secretary, and treasurer are
willing or unable to sign and acknowledge these Articles; therefore, the
undersigned who represent the lessor of a majority or 3 of the last acting
directors of the corporation severally acknowledge the Articles to be their
act.

Last Acting Director

Last Acting Director

Last Acting Director

(Use if A and B cannot be signed/acknowledged)

The last acting president, vice president, secretary, and treasurer of the
corporation are unable or unwilling to sign the Articles. There are less than
the required number of directors able and willing to sign the Articles, therefore
the undersigned who were elected as directors for the purpose of reviving the
charter of the corporation severally acknowledge the Articles to be their act.

Director

Director

Director

3316 2297

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

BOOK 256 PAGE 723

AFFIDAVIT FOR REVIVAL OF A CHARTER

I, Charles F. Wheatley III President of Lands End, 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.

Charles F. Wheatley III
(PRINT NAME BENEATH SIGNATURE)

I hereby certify that on March 14, 1991 before me, the
(insert date)

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

Anne Arundel County personally appeared
(insert name or county for which notary is appointed)

Charles F. Wheatley, Jr. 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

Larry J. Taylor
(Signature of notary public)

My Commission expires 2-1-95.

3316 2292

0000 0737

STATE OF MARYLAND

WILLIAM DONALD SCHAEFER
Governor

LLOYD W. JONES
Director

PAUL B. ANDERSON
Administrator



Department of Assessments and Taxation
CHARTER DIVISION

Room 809
301 West Preston Street
Baltimore, Maryland 21201

BOOK 256 PAGE 724

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

DOCUMENT CODE 1872 BUSINESS CODE 03 COUNTY 52
192674125 P.A. Religious Close ☒ Stock Nonstock

Merging (Transferor) _____ Surviving (Transferee) _____

CODE	AMOUNT	FEE REMITTED	Name Change (New Name)
10		Expedited Fee	
20		Organ. & Capitalization	
61		Rec. Fee (Arts. of Inc.)	
62		Rec. Fee (Amendment)	
63		Rec. Fee (Merger or Consolidation)	
64		Rec. Fee (Transfer)	
65		Rec. Fee (Dissolution)	<input checked="" type="checkbox"/>
66	<u>20</u>	Rec. Fee (Revival)	<input checked="" type="checkbox"/>
52		Foreign Qualification	<input checked="" type="checkbox"/>
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	<u>30</u>	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 late filing penalties	
70		Change of P.O., R.A. or R.A.A.	
91		Amend/Cancellation, For. Limited Part.	
		Other	
		Other	

Code _____

ATTENTION: _____

MAIL TO ADDRESS: Charles Wheatley Jr
34 Defense St
Annapolis Md 21401

TOTAL FEES 50

☒ Check ☐ Cash

NOTE:

Documents on _____ checks

APPROVED BY: ms

0000 0738

CLERK'S NOTATION
Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

THE ARTICLES OF REVIVAL
OF
LANDS END, INC.

BOOK 256 PAGE 725

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND MARCH 19, 1991 AT 8:00 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

D2674125

TO THE CLERK OF THE COURT OF

ANNE ARUNDEL 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:
CHARLES WHETLEY, JR.
34 DEFENSE STREET
ANNAPOLIS

MD 21401

180C3042098

A 353468



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

7716 2295

CLERK'S NOTATION

Document submitted for record
in a condition not permitting
satisfactory photographic repro-
duction.

0000 0740